

Terms of Reference (Council approved) - Nominations Committee

Section 1 - Overview

Establishment of Committee

(1) The Nominations Committee is established as a Committee of Council, and the Committee is delegated a number of Council functions in relation to Council related appointments.

(2) The establishment of this Committee and the delegation of Council powers to it are actions authorised under [Section 17 of the University of New England Act 1993 \(NSW\) \(UNE Act\)](#). The provisions of this document take effect as a Council Rule made under [Section 29 of the UNE Act](#).

Objectives

(3) The Committee has the authority to:

- a. receive nominations for Council membership from members of Council and assess the suitability of these nominations for recommendation to the Minister;
- b. receive nominations for Council membership from members of Council and assess the suitability of these nominations for recommendation to the Council;
- c. make recommendations to the Council on submissions to the Minister for Ministerial appointments to the Council; and
- d. make recommendations to the Council for appointment of members to the Council by the Council.

Section 2 - Committee membership

Membership

(4) The members of the Committee are as follows:

- a. Chancellor;
- b. Deputy Chancellor;
- c. Vice-Chancellor and Chief Executive Officer (VC&CEO); and
- d. Chair of Academic Board (or nominee, who is a member of the Academic Board).

In attendance

(5) Official attendees:

- a. University Secretary and/or nominee.

(6) Other:

- a. Any other person invited by the Chair.

Election procedure for elected members

(7) N/A

Term of office

(8) The ex-officio members (Chancellor, Deputy Chancellor, VC&CEO and Chair of Academic Board) will be Committee members whilst they hold their primary office.

Chair

(9) The Chancellor will act as Chair. If the Chancellor is unavailable to act as Chair then the Deputy Chancellor will act as Chair.

Gender representative objectives

(10) The objective will be to ensure, so far as is practicable, that the membership of the Committee includes the following gender representation:

- a. where the Committee has five or more members, at least two of each gender; and
- b. where the Committee has four or less members, at least one of each gender.

Section 3 - Terms of reference

Functions

(11) The functions of the Committee are as follows:

- a. Approval functions:
 - i. N/A
- b. Advisory functions:
 - i. advise Council upon the suitability of nominations from members of Council, for recommendation to the Minister on the basis of the requirement for particular expertise within the Council membership (ie. A person experienced in the field of education, persons experienced in technology, industry, business, human services or industrial relations, persons who are practicing, or have practiced a profession, persons with other appropriate qualifications and experience);
 - ii. advise Council upon the suitability of nominations from members of Council, for recommendation to the Council on the basis of the requirement for financial, commercial or other expertise relevant to the University's needs;
 - iii. advise the Council on submissions to the Minister for Ministerial appointments to the Council; and
 - iv. advise the Council in relation to recommendations for appointment of members to the Council by the Council.
- c. Monitoring functions:
 - i. N/A
- d. Authority:
 - i. retain independent counsel or other experts to advise the Committee in the performance of its functions; and
 - ii. seek information it requires from the Senior Executive, in relation to the performance of its functions.

Section 4 - Sub-committees and working groups

(12) N/A.

Section 5 - Delegations

Delegation from Council

(13) This committee has delegated authority from the Council to perform on behalf of Council the approval, advice and monitoring functions set out in the terms of reference above and all matters ancillary to those functions.

Section 6 - Conduct of Committee business

Reporting to Council

(14) The Chair of the Committee will report to Council regularly on the business conducted by the Committee.

Meetings

(15) The Committee will meet on an ad-hoc basis and is expected to use technology and "flying minutes" to attend to urgent matters. Committee members are expected to be available on short notice, however should be given as much notice as is practicable in the circumstances of matters arising.

Business papers

(16) Unless the Chair directs otherwise, Committee business papers, or "flying minutes" and explanatory documents accompanying them, will be distributed to Committee members as required and with as much notice as is practicable in the circumstances. Business papers must be treated confidentially by recipients. Any external disclosure of business papers should be made via the University Secretary.

Quorum

(17) A quorum shall consist of a simple majority of the members of the Committee at the time the meeting is held.

Use of technology

(18) For its business papers, meetings and otherwise to conduct its business the Committee and its members may use technology including telephone, video-conferencing, telepresence, email and internet as arranged by the Chair and/or University Secretary.

Resolutions

(19) The Committee may pass a resolution by "flying minute" provided that the resolution has been approved by a simple majority of the Committee members at the time the resolution is made.

Confirmation of minutes

(20) Draft minutes will normally be circulated to members for comment promptly after each meeting. Next the minutes (with any necessary changes) will be circulated for adoption by the Committee. The minutes will be finalised and adopted when they have been approved by a majority of the members present at the relevant meeting. Alternatively, the minutes may be included in the business papers for the next Committee meeting and

considered/adopted by the Committee at that meeting.

Self-Review

(21) Once every twelve-month period, the Committee shall devote at least one part of one meeting to the review of its policies, practices and procedures over the preceding 12 months.

Secretary to Committee

(22) The University Secretary and/or nominee will act as secretary and provide administrative support to the Committee.

Section 7 - Definitions and interpretation

Definitions

(23) Words and phrases used in this document have the following meanings, unless the context requires otherwise:

- a. Management means the VC&CEO and their staff.
- b. Senior Executive means the VC&CEO, Deputy Vice-Chancellor, Deputy Vice-Chancellor Research, Chief Financial Officer, Chief Operating Officer.
- c. Senior Manager means staff at Head of School or Director level and above (including the Senior Executive).
- d. Student means a person who has been accepted into a course at the University and is entitled to enrol in units for the purposes of that course.
- e. UNE Act means the [University of New England Act 1993](#).
- f. UNE By-law means the [University of New England By-law 2005 \(NSW\)](#).

Interpretation

(24) This document should be interpreted using the following principles:

- a. Where Committee membership is defined by reference to an office held (for example "Chair of Academic Board"), that office-bearer is a member ex-officio and has all of the same rights and responsibilities (including voting) as other Committee members whilst holding the office specified.
- b. Where a dollar amount is stipulated as an approval limit, it is to be taken as a reference to the maximum contract value or maximum financial commitment/exposure of the University, whichever is greater.
- c. This document does not override or otherwise affect:
 - i. the [UNE Delegations Framework Rule](#); or
 - ii. the [Vice-Chancellor Functions Rule](#).
- d. However, it operates as a delegation of certain authorities that have been retained by Council.

Status and Details

Status	Current
Effective Date	11th October 2022
Review Date	11th October 2023
Approval Authority	Council
Approval Date	30th September 2022
Expiry Date	Not applicable
Unit Head	Suzanne Crew Chief Governance Officer
Enquiries Contact	Suzanne Crew Chief Governance Officer <hr/> Office of the Chief Governance Officer

Glossary Terms and Definitions

"Student" - Is an admitted student or an enrolled student, at the relevant time: 1. an admitted student is a student who has been admitted to a UNE course of study and who is entitled to enrol in a unit of study or who has completed all of the units in the UNE course of study; 2. an enrolled student is a student who is enrolled in a unit of study at UNE.

"UNE Act" - Is the University of New England Act 1993 (NSW).

"Senior Executive" - Means the Vice-Chancellor, Deputy Vice-Chancellor, Deputy Vice-Chancellor Research, Chief Financial Officer, Chief Operating Officer, Assistant Vice-Chancellor Transition and Executive Director Future Students, Engagement & Technologies.

"Disclosure" - Refers to the provision of personal information to a party or person external to the University. Provision of personal information internally may also be considered a disclosure where the personal information is about a staff member, or the information is health information.

"Email" - Means electronic mail.

"Normally" - Where the word 'normally' is used in a rule, policy, procedure or guideline, it means that it is the default position that must be followed unless exceptional circumstances exist that require a departure from the default position, as determined by the Rule Administrator acting reasonably.

"Course" - Course means a syllabus, a curriculum, a training package, units of study, or structured workplace learning, the successful completion of which leads to the conferral of an award on the student by the University (including but not limited to a regulated qualification under the Australian Qualifications Framework).

"Unit" - Is a part of a course with a code, title and credit point value for which a result is recorded on a student's academic record.

"Approval" - A statement to indicate the official acceptance of a proposal, recommendation, or other matter. It is a function of the role/committee with delegated authority to do so.

"UNE By-law" - Means the University of New England By-law 2005 (NSW).