# Finance and Infrastructure Development Committee Terms of Reference

# Section 1 - Establishment

(1) The Finance and Infrastructure Development Committee is established under Part 3 Section 19(1) of the Charles Darwin University Act 2003.

# Section 2 - Functions and Responsibilities

(2) The Finance and Infrastructure Development Committee (FIDC) is responsible for assessing the University's financial position and performance and advising the Council on its financial viability and sustainability; its assets and liabilities; its strategies relating to income, budget allocations, and capital expenditure; and matters relating to capital projects and infrastructure development.

(3) FIDC may undertake the following broad functions:

### Financial Viability and Sustainability

(4) FIDC will:

a. Review financial performance and cash flows;
b. Monitor the investment of funds;
c. Review the write-off of bad debts;
d. Review and recommend to the Council the fees and charges to be paid to the University;
e. Review significant matters relating to information and communications technology;
f. Review campus master planning issues, including the acquisition and disposal of land and buildings and the sustainable management of sites;
g. Review policies relating to finance, borrowings, investments, divestments and infrastructure;
h. Review and recommend to the Council approval for entering any borrowings, investments and divestments;
i. Review business development and growth opportunities;
j. Review and monitor financial and tuition safeguards for students disadvantaged in case of the University being unable to provide a course of study;
k. Review and monitor major infrastructure projects, including ICT and Property & Facilities; and
l. Advise the Council on any matters which have or potentially have, a significant financial impact upon the University.

### Budget

(5) FIDC will:

a. Review and recommend to the Council whether the annual University budget should be approved; and
b. Review and recommend to the Council whether any amendments to the annual University budget should be

approved.

### Trading Corporations

(6) FIDC will:

a. Review and recommend to the Council that the University establish or participate in establishing trading, research or other corporations for the purpose of promoting or assisting the University in connection with its functions.

### Controlled and Associated Entities

(7) The Menzies School of Health Research is a controlled entity of the University (Menzies School of Health Research Act 1985 Part IV).

(8) FIDC will monitor the financial management practices of controlled and associated entities and review the annual audited accounts and External Audit opinion.

#### Administrative and other matters

(9) FIDC may consider other items associated with the discharge of its functions and responsibilities as deemed necessary or referred to it by the Council.

(10) FIDC will review its terms of reference, performance, and membership at least annually.

# Section 3 - Membership

(11) The membership of FIDC shall comprise the following:

a. Chancellor;
b. Vice-Chancellor; and
c. A minimum of three (3) members with appropriate qualifications and experience (only one (1) of whom can also be a member of the Audit, Risk and Compliance Committee (ARCC)).

(12) Members of FIDC, other than the Chancellor and Vice-Chancellor, will be appointed by the University Council.

(13) At least one (1) member of FIDC must be an appropriately qualified accountant.

(14) The skill set of FIDC members must support the discharge of FIDC's functions and responsibilities.

# Section 4 - Observers

(15) The following positions have observer status and right of debate at meetings of FIDC.

a. Chair of ARCC;
b. Vice-President Corporate;
c. Vice-President Governance and University Secretary; and
d. Other persons invited by the Chair as required depending on the issues for consideration.

(16) Members of University Council are encouraged to attend meetings of FIDC. Notification of the intention to attend must be given to the Secretary a minimum of one (1) week before the meeting. Notifications may cover more than

one (1) meeting. Observers have the right to receive meeting documentation, submit questions on notice and participate in meeting debate.

# Section 5 - Chair

(17) The Chair of FIDC will be appointed by the Council. If the appointed Chair is not available, the members present will elect a chair for that meeting.

(18) If the Chair of FIDC is not a member of the University Council, then the Chair will be an observer at Council meetings.

# Section 6 - Secretary

(19) The Vice-President Governance and University Secretary (or nominee) shall act as secretary for FIDC.

# Section 7 - Terms of Office

(20) FIDC members will hold office for up to three (3) years from the date of appointment.

(21) A member may be appointed to two (2) additional consecutive terms.

(22) An appointed member of FIDC vacates their office if the member is absent, without apology, from three (3) consecutive meetings of the Committee.

(23) An appointed member may resign from their position on FIDC by notifying the Vice-President Governance and University Secretary in writing.

# Section 8 - Quorum

(24) A quorum shall comprise three (3) members of FIDC.

# Section 9 - Meetings

(25) FIDC will meet as required, and at least four (4) times per year.

# Section 10 - Resolutions of the Finance and Infrastructure Development Committee

(26) Matters requiring resolution by FIDC are to be determined by consensus of the members present.

(27) The Chair shall have a deliberative and casting vote should a vote be required to determine a matter where consensus has not been achieved.

# Section 11 - Agenda

(28) The agenda is to be distributed with supporting documentation at least seven (7) days prior to the meeting date.

# Section 12 - Minutes

(29) Meeting minutes will be taken and distributed within two weeks of the meeting.

# Section 13 - Reporting

(30) The minutes from the meeting of FIDC will be provided to the next meeting of the University Council and ARCC.

# Section 14 - Conflicts of Interest

(31) Where a member has an actual, potential or perceived conflict of interest regarding an agenda item, they must declare this to the Chair at the commencement of discussion of the item, and be prepared to excuse themselves from the discussion, or the room, if required, as per the terms of the Conflicts of Interest Policy.

# Section 15 - Non-compliance

(32) Non-compliance with governance documents is considered a breach of the Code of Conduct - Employees or the Code of Conduct - Students, as applicable, and is treated seriously by the University. Reports of concerns about non-compliance will be managed in accordance with the applicable disciplinary procedures outlined in the Charles Darwin University and Union Enterprise Agreement 2025 and the Code of Conduct - Students.

(33) Complaints may be raised in accordance with the Complaints and Grievance Policy and Procedure - Employees and Complaints Policy - Students.

(34) All staff members have an individual responsibility to raise any suspicion, allegation or report of fraud or corruption in accordance with the Fraud and Corruption Control Policy and Whistleblower Reporting (Improper Conduct) Procedure.

## Status and Details

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| **Status** | Current |
| **Effective Date** | 27th May 2026 |
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| **Expiry Date** | Not Applicable |
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## Glossary Terms and Definitions

**"University"** - Charles Darwin University, a body corporate established under section 4 of the Charles Darwin University Act 2003. The University is comprised of the various faculties, CDU TAFE, organisational units, and formal committees, including the governing University Council and Academic Board.

**"Governance document"** - means policy or procedure published in the Governance Document Library. Policies and procedures are collectively called ‘governance documents’ and are often referred to as ‘policy’ or ‘University policy’.