Academic Board Terms of Reference

Section 1 - Establishment

(1) The Academic Board is established under Section 20 (1) of the Charles Darwin University Act 2003.

Section 2 - Functions and Responsibilities

(2) Under section 20 of the Act, the functions of the Academic Board are specified as:

> (4) The Academic Board –
>
> a. May advise the Council or the Vice-Chancellor on any matter relating to the University and, in particular, make recommendations with respect to instruction, studies, examinations and assessments, research and awards relevant to those programs deemed to be awards for funding purposes; and
>
> b. Must report on any matter on which it is required to report by the Council or the Vice-Chancellor.

(3) Academic Board may, in addition to the functions conferred on it by section 20 of the Act, undertake the following broad functions:

Academic Direction and Leadership

a. Determine guidelines for and receive reports from reviews of academic units;
b. Advise the University Council and the Vice-Chancellor on the development of the University's academic goals as they pertain to the University Strategic Plan and related plans; and
c. Receive reports as scheduled in the Academic Board Comprehensive Reporting Framework on matters relevant to Academic Board and initiate actions in response to such reports.

Academic Quality

a. Maintain oversight, monitor and improve the University's academic quality assurance framework;
b. Review, advise and recommend to the University Council the guidelines for the award of the University and Chancellor's medals;
c. Monitor compliance and effectiveness and ensure scheduled review of academic governance documents;
d. Promote discussion on, establish and analyse academic performance measures and standards, and monitor and actively support continuous improvement strategies;
e. Promote discussion and dissemination of information regarding best and innovative practice in teaching, learning, research and research training to the broader University community; and
f. Consider and monitor accreditation of third-party units and courses, professional accreditation and Work Integrated Learning (WIL).

Academic Governance

a. Determine and review academic and research governance documents;
b. Report to the University Council and the Vice-Chancellor new and revised academic governance documents;
c. Determine the accreditation, registration, re-accreditation and re-registration of, and process for, units and courses; and monitor and report outcomes, with particular emphasis on the quality and effectiveness of educational innovations;
d. Determine the framework for minor and major unit and course changes; and monitor and report outcomes; and
e. Monitor the implementation of academic delegations and maintain oversight of academic risks, including academic and research integrity.

General

a. Report to the University Council and the Vice-Chancellor on other matters where a response from the Academic Board is requested, with special emphasis on the quality of teaching, learning, research and research training.

Sub-Committees and Working Parties

(4) The Board may establish sub-committees and working parties as it deems necessary, and a person may be appointed as a member of any such sub-committee or working party whether or not that person is a member of the Board. Sub-committees of Academic Board will include:

a. Executive Committee of Academic Board;
b. Student Appeals Committee;
c. Research Committee (supported by Faculty Research Committees);
d. Learning and Teaching Committee (supported by Faculty Learning and Teaching Committees); and
e. Academic Programs Committee (supported by Faculty Learning and Teaching Committees).

(5) Academic Board may delegate some of its functions to sub-committees and working parties.

(6) Academic Board will receive and consider reports from sub-committees, working parties, and ethics committees and initiate actions or refer the reports on to the University Council and the Vice-Chancellor.

Section 3 - Membership

(7) The membership of Academic Board shall comprise the following:

Ex Officio Membership

a. Chair;
b. Deputy Chair/s;
c. Vice-Chancellor and President;
d. The following members of the Senior Executive Team:
    i. Vice-President Governance and University Secretary;
    ii. Vice-President Global and External Relations;
    iii. Deputy Vice-Chancellor First Nations Leadership;
    iv. Provost;
    v. Deputy Vice-Chancellor Research and Community Connection;
    vi. Pro Vice-Chancellor CDU TAFE;

vii. All Faculty Pro Vice-Chancellors;

e. Dean of Graduate Studies;
f. Directors of Research Institutes;
g. Director of Menzies School of Health Research;
h. Director Student Engagement; and
i. Chairs of the Academic Board sub-committees.

Elected Staff Membership

a. One (1) member elected by and from professional staff;
b. Three (3) members elected by and from the academic staff of the Faculty of Arts and Society;
c. Three (3) members elected by and from the academic staff of the Faculty of Health;
d. Two (2) members elected by and from the academic staff of the Faculty of Science and Technology; and
e. Two (2) academic members and one (1) professional staff member elected by and from the staff in CDU TAFE.

Elected Student Membership

a. Four (4) members elected by and from the student cohort.

(8) Elected student members must not be members of the full-time or part-time staff of the University.

Appointment of the Chair and Deputy Chairs

(9) The Chair and up to two Deputy Chairs of the Board will be appointed by the University Council from the full-time Higher Education and Vocational Education and Training academic staff of the University appointment at Levels D or E in Higher Education or appropriate leadership level in Vocational Education after a process of Expressions of Interest.

Member attendance

(10) Attendance by members will be monitored by the Secretary. If a member has three consecutive unexplained absences from Academic Board meetings the Chair will discuss with the Vice-President Governance and University Secretary their future participation as a member of the committee.

Casual Vacancies

(11) Vacancies in the elected membership which occur six (6) months or more prior to the next annual Academic Board election will be filled by direct appointment by the Executive Committee following consultation with the serving members of the applicable electoral cohort.

(12) Vacancies in the elected membership, which occur less than six (6) months prior to the next annual Academic Board election, will remain vacant until the next election.

Acting in Ex-Officio Roles

(13) Persons acting in the capacity of an ex-officio member of the Academic Board will hold the rights and privileges of the ex-officio position for the duration of their acting appointment.

Nominated Members and Observers

(14) Subject to approval from the Vice-Chancellor, the Chair may appoint up to three (3) people to be members of the Board to address equity issues. The Chair should inform Academic Board members of appointments made via this clause.

Permanent Observers

(15) The following will be permanent observers to the Academic Board:

a. Chair of Academic Board, Batchelor Institute.

(16) Permanent observers have a standing invitation to attend meetings, the right to receive meeting documentation, submit questions on notice and participate in meeting debate.

Observers

(17) Staff members and Council members of the University are encouraged to attend meetings of Academic Board. 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.

(18) The Chair will provide observers with the Academic Board meeting protocols.

Section 4 - Chair

(19) A meeting of the Board must be presided over by the Chair, or in the Chair's absence, by a Deputy Chair, or in the absence of the Chair and all Deputy Chairs, by a member elected for the purpose by the members present at that meeting, provided there is a quorum.

Section 5 - Secretary

(20) The Vice-President Governance and University Secretary (or nominee) will act as secretary to Academic Board.

Section 6 - Terms of Office

(21) The Chair and Deputy Chairs will serve a term of office of up to three years commencing from the date of their appointment, and finishing on December 31 of the year no more than three years subsequent to their election. The Chair and Deputy Chairs may be appointed for a further term of two (2) years but may not hold office for more than two (2) consecutive terms. The terms of appointment of the Chair and Deputy Chairs should not commence or expire at the same time.

(22) Elected staff members serve a two (2) year term commencing from the date of their election, and finishing on December 31 of the year no more than two years subsequent to their election. Elections will be held each year for half of the elected staff membership. An elected member may be elected for a maximum of three (3) consecutive terms.

(23) Elected student members serve a two (2) year term commencing from the date of their election and finishing on December 31 of the year no more than two years subsequent to their election, providing that they remain enrolled in a course.

(24) Members appointed into a vacant position as a result of a casual vacancy will fill the term of the vacated position.

(25) Members nominated by the Chair serve a two (2) year term from the date of appointment and are eligible for reappointment.

(26) An elected or appointed member of the Board vacates their office if the member is absent, without apology, from three (3) consecutive meetings of the Board.

(27) An elected member may resign from their position on Academic Board by notifying the Vice-President Governance and University Secretary in writing.

Section 7 - Quorum

(28) At a meeting of the Academic Board a quorum is constituted as 50% plus one members of the Academic Board.

Section 8 - Meetings

(29) The Chair of the Board or, if the Chair is unable to act, a Deputy Chair must call as many meetings of the Board as are necessary for the performance of the Board's functions. The Board must meet a minimum of five (5) times per year and the interval between meetings must not exceed three (3) months.

Section 9 - Resolution of the Academic Board

(30) Matters requiring a resolution by the Board are to be determined by consensus of the members present.

(31) A member may call for a vote on any matter requiring resolution before the Board. In this circumstance, the Chair will have only a casting vote.

(32) Where a member holds more than one (1) Board position concurrently, they will receive one (1) vote only.

Section 10 - Agenda

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

Section 11 - Minutes and Reporting

(34) The minutes from the meeting of the Academic Board will be provided to the next meeting of the University Council.

(35) The minutes will detail the item under discussion, the main points of the discussion, the resolution reached and the primary reasons for reaching that determination.

(36) Information relating to matters under consideration and issues resolved will be disseminated to the University.

Section 12 - Conflicts of Interest

(37) 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 13 - Non-Compliance

(38) 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.

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

(40) 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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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.