



JAMES COOK  
UNIVERSITY  
AUSTRALIA

# ACADEMIC BOARD CHARTER

**Approved by Council 23 November 2021  
Last Reviewed by the Board 8 November 2021**

## ACADEMIC BOARD – CHARTER

### 1. Establishment

- 1.1. There is an Academic Board ('the Board') reporting to the Council. The Board is established under Part 4 – Bodies connected with the University – Division 4 – Academic Board of the *James Cook University Act 1997* (the JCU Act). The Board was first established by Council in 1971.
- 1.2. The purpose of this charter is to outline the role, responsibilities, composition and operating guidelines of the Board in accordance with the *James Cook University Act 1997*, other relevant legislation and other appropriate University Policies and Procedures and has been approved by the Council of James Cook University.
- 1.3. The Charter will be reviewed annually by the Board to ensure it remains consistent with the Board's authority, objectives and responsibilities. The Board or its Chairperson may propose to Council, following that review and from time to time, amendments to this Charter for approval.

### 2. Authority, Independence and Relationships

- 2.1 The Board has no authority, unless delegated to it by the Council.

The Board is a Committee of the University and is directly responsible to the Council. In discharging its responsibilities the Board has the authority to:

- Conduct or authorise investigations into matters within its scope of responsibility.
- Access information, records and personnel of the University for such purpose.
- Request the attendance of any employee, including executive staff, and contractors to the University, at Board meetings.
- Conduct meetings with any relevant Division/College/Directorate, as necessary.
- Seek advice from external parties and independent experts, as necessary, which the Board reasonably considers necessary to execute its duties and responsibilities; obtaining the necessary funding approvals should this be necessary.

- 2.2 The Board will liaise with other Committees of Council as required, to ensure:

- its statutory and operational responsibilities are met;
- there is no material overlap between the functions and duties of the Committees; and
- frank and meaningful interchange of information.

### 3. Purpose, Functions, Duties and Responsibilities

- 3.1 The JCU Act establishes the Academic Board and specifies the purpose of the Board:

*Division 4 – Academic board*

*40 Establishment of academic board*

*(1) The council may establish an academic board of the university.*

*(2) The council is to decide—*

- a) the membership of the academic board; and*
- b) the functions of the academic board in relation to academic matters, including teaching and learning, academic policies and research.*

- 3.2 Council has further determined that the Board will:

- a) monitor the quality of teaching, research and scholarship in the University and provide leadership in the development of policies on quality improvement;
- b) provide leadership in the development of policies on student admission, progress and discipline;
- c) have academic governance oversight of all JCU operations, including collaborative arrangements and off-shore operations.

- 3.3 The Board will:

- a) perform the duties and responsibilities specified in Schedule A;
- b) make decisions on behalf of the Council in line with the delegations specified in the [JCU Delegations Schedule](#);
- c) act on behalf of the Council on such other matters as are required of it from time to time by the Council; and
- d) advise the Council on such other matters that are within its duties and responsibilities, as referred by the Council or the Vice Chancellor or as it deems appropriate.

### 4. Membership

- 4.1 The Board shall comprise the following members:

- (a) *ex-officio*
  - (i) Chairperson, Academic Board (acknowledged academic leader) – appointed by Council (Chair)
  - (ii) Deputy Chairperson – appointed by Council, staggered term with Chairperson (Deputy Chair)
  - (iii) Vice Chancellor

(iv) Chairs of the Academic Board Sub-Committees (2) or nominee

(b) Appointed – by the Executive Committee of the Board

- Academics, who are also Experts (6) (selected on application, on skills/expertise – engagement, research, teaching and learning, Indigenous education, quality, scholarship)
- Students (2)

(c) Additional – appointed by the Executive Committee of the Board

The Board shall have the power to co-opt up to two additional members who have the appropriate skills and/or experience in relation to the business conducted by the Board.

4.2 The Executive Committee of the Board shall comprise the following members:

- a) The Chairperson
- b) The Deputy Chairperson
- c) The Vice Chancellor

4.3 The Chairperson will be appointed in accordance with the “Procedures for the Appointment of the Chairperson and Deputy Chairperson of the Academic Board” (Schedule B appended to this Charter).

4.4 The Chairperson will be appointed by the Council for a period of up to three-years.

4.5 The Deputy Chairperson will be appointed by the Council for a period of up to three-years which does not coincide with the term of the Chairperson.

4.6 The Duties of the Chairperson of the Academic Board are in accordance with the “Statement of Duties of the Chairperson” (Schedule C appended to this Charter).

The Deputy Chairperson is to act as Chairperson –

- (a) when there is a vacancy in the office of Chairperson; and
- (b) while the Chairperson cannot perform the functions of the office.

4.7 Co-opted Additional members will have appropriate qualifications/experience and may be from outside the University.

4.8 Appointments including appointments of Co-opted Additional members will be for a period of no less than one-year and no greater than two-years. For Appointed and Co-opted Additional members their appointment will be until their term of office expires or until they resign from the Board, and for Council members until their successors are appointed or they cease to be members of the Council. Should an appointed member vacate their office before the expiry of their term, the Secretary shall follow the prescribed procedures to replace this member (Schedule D appended to this Charter).

4.9 Before appointing a member, the Board will:

- (a) undertake consultation as appropriate; and
- (b) give consideration to and be mindful of geographic reach, gender and organisational membership, consistent with the process of appointment of members of Council Committees.

4.10 Any person assuming a role in Board business on behalf of another person as a consequence of an acting or nominee arrangement (e.g. acting as an *ex officio* member, Deputy Chairperson assuming chair, nominee of the Chairs of the Board’s sub-committees) will, as far as practicable consult and report through that other person.

4.11 Attendance by others at Meetings – the Board or its Chairperson may invite other University staff members and persons external to the University, as required for the purposes of the Board, to attend meetings as advisors.

The following advisors shall be invited to attend meetings and shall have rights of audience and debate:

- a) Dean – Learning, Teaching and Student Engagement;
- b) Campus Dean and Head of Learning, Teaching & Student Engagement – JCU Singapore; and
- c) Manager, Admissions and Curriculum Information.

4.12 One meeting of the Board each year will be classified as a ‘meeting in the round’ where members of the University community may attend with Observer Status. The following arrangements apply.

- a) Observers are not permitted to speak at the meeting, unless invited to do so by the Chairperson, or to be in attendance during the discussion of confidential matters.
- b) Members of the University community wishing to attend meetings of the Academic Board are required to apply to the Chairperson of Academic Board by email through the Secretariat. At least 72 hours’ notice is required, in order to ensure the availability of the appropriate agenda papers.
- c) Observers at meetings of the Academic Board can ask to be provided with an electronic copy of the Agenda, excluding any confidential material. The appropriate e-mail address for point 4.12.b. above is: [secretariat@jcu.edu.au](mailto:secretariat@jcu.edu.au).

## 5. Secretariat

- 5.1 The University Secretary or nominee will be the Secretary to the Board. There may be an Assistant or Minutes Secretary to assist the Secretary and to take minutes.
- 5.2 The Secretary, in consultation with the Chairperson, will prepare and send notices of meetings, agendas, will accurately transcribe all decisions of the Board and table all correspondence, reports and other information relevant to the Board's activities and operations. The Secretariat will provide the resources necessary for the performance of the Board.

## 6. Convening a Meeting

- 6.1 The Board will meet as often as necessary in order to perform its functions. It is recommended that the Board meet at least four times per year and the schedule of meetings will be agreed in advance, however the number of meetings may vary in accordance with the volume of business that falls within the remit of the Board.
- 6.2 Meetings will be convened by either the Chairperson or the Secretary and the Secretariat will send a notice of meeting in reasonable time to all members of the Board. For the purposes of accountability and meeting efficiency, all meetings will be run according to a pre-determined agenda with items presented under an item coversheet that clearly identifies the recommended action.
- 6.3 The Board should determine its own agenda, ensuring appropriate consultation to include emerging issues and emphasis on the most significant risks and threats. Proposals for agenda items from Board members are to be submitted to the Secretary for consideration by the Chairperson for inclusion on the agenda. The Chairperson, in consultation with the Secretary, will determine the agenda. The agenda and relevant papers will be distributed to members at least five working days before the meetings.
- 6.4 The Board may appoint sub-committees and working parties to report to the Board on specific matters which are the responsibility of the Board.

The Board has established the following sub-committees:

- a) Education Committee
- b) Research Committee.

## 7. Conduct of Meeting

- 7.1 Except as hereinafter provided the Chairperson will preside at all meetings of the Board. If the Chairperson is absent from a meeting, the Deputy Chairperson will preside. If the Deputy Chairperson is absent also, the members present will elect one of their number to preside.
- 7.2 A quorum exists at a meeting of the Board if a simple majority of its members are present.
- 7.3 Questions arising at a meeting of the Board will be determined by consensus, however when required a question will be determined by a majority of votes of the members of the Board present and voting. The Chairperson at a meeting of the Board will have a vote, and in the case of an equality of votes, a second or casting vote.

## 8. Rules for the Conduct of Business and Ethical Practices

- 8.1 Subject to the general control of the Council, the Board may make its own rules for the conduct of its business that are in keeping with its Charter.
- 8.2 Members are required to declare any interests, in accordance with the University's [Conflicts of Interest Policy – University Council and its Committees](#) and the [Code of Conduct – University Council](#) that could constitute a real, potential or apparent conflict of interest with respect to participation on the Board. The declaration must be made on appointment to the Board and in relation to specific agenda items at the outset of each Board meeting, and be updated as necessary.
- 8.3 Confidentiality issues shall be dealt with in accordance with the University's [Confidentiality Provisions - JCU Council, Council Committees, Controlled Entity Directors and Nominee Directors of Non-Controlled Entities](#). The Board will receive the provisions each year at its first meeting.

## 9. Reporting Obligations

- 9.1 As soon as practicable after each meeting, the Board will submit minutes of the meeting confirmed by the Chairperson to the Council. The minutes will include:
  - (a) advice, with recommendations as relevant, in respect of those matters set out in Schedule A;
  - (b) confirmation of action taken in respect of any matter for which delegated authority has been exercised; and
  - (c) advice on other matters referred to it by Council or any other Committee of Council or the Vice Chancellor or that the Board wishes to draw to the attention of the Council.
- 9.2 The Board will conduct its business in accordance with an Annual Schedule of Business for the Board. The Schedule of Business and the Board's membership list do not form part of the Charter.

## **10. Executive Actions/Circulating Resolutions**

- 10.1 Where circumstances do not allow a matter relevant to the duties and responsibilities of the Board to be put to a meeting of the Board, and a resolution of the Board is required, the Chairperson will cause the matter to be considered by members by circulating resolution. The principles and procedures adopted by University Council for managing business by circulating resolution apply.
- 10.2 Where it is not practicable for the matter in 10.1 above to be put to members by circulating resolution, the Chairperson or Secretary may act executively on the matter where delegated authority has been agreed (refer [JCU Delegations Schedule](#)).
- 10.3 Where it is necessary for the Chairperson to have a matter determined as in 10.1 or 10.2 above, the approval will be reported by the Secretary to the next meeting of the Board and where appropriate to the Council.

## **11. Related Documents**

1. Delegations of Authority of the Board (Schedule A);
2. Procedures for Appointment of the Chairperson and the Deputy Chairperson of the Academic Board (Schedule B);
3. Duties of the Chairperson of the Academic Board (Schedule C); and
4. Procedures for the Appointment of Academics who are also Experts (Schedule D).

## Schedule A

### Duties and Responsibilities of the Board

The Board is a committee of the Council and the principal academic body of the University with overall responsibility for academic leadership, academic governance and academic quality assurance of the academic operations at the University. The Board's functions and role are informed by the specific provider registration standards particularly relevant to academic governance as elaborated in Tertiary Education Quality and Standards Agency's (TEQSA) [Guidance note on Academic Governance](#) and driven by the matters listed below.

1. The Board is responsible for the following matters.
  - Academic Policy and Delegations, Processes and Procedures
  - Academic Leadership
  - Academic Quality Assurance
  - Developing Scholarship
  - Staff professional development
  - Maintenance of Academic Standards
  - Protection of Academic Integrity
  - Maintaining the relationship between Academic Board and Senior Management Group
  - Establishing academic sub-committees
2. The Board will provide advice to the Council on the matters above, any matter within its remit or referred to it by the Council or any other Committee of Council or the Vice Chancellor.
3. The Board may make recommendations to the Council on the matters above, any matters within its remit or referred to it by the Council or any other Committee of Council or the Vice Chancellor on matters relating to the advice.
4. In order to provide advice and recommendations, the Board will:
  - a) in respect of Academic Policy and Delegations, Processes and Procedures, the Board will:
    - 1) lead in the development of academic delegations, integrated academic policies and procedures;
    - 2) maintain oversight of the review of academic delegations, academic policies and procedures to ensure currency and adequacy; and
    - 3) monitor impact of academic policy and procedures and any corrective actions, on areas such as student performance and teaching and learning outcomes;
  - b) in respect of Academic Leadership, the Board will:
    - 1) ensure Academic Leadership in the development and maintenance of all academic standards, the Board will:
      - (i) provide strong independent academic leadership;
      - (ii) reflect the strategic intent across the University; and
      - (iii) contribute to the development and review of the academic components of the University Plan;
  - c) in respect of Academic Quality Assurance, the Board will:
    - 1) have oversight of academic quality assurance through monitoring of continuous improvement across academic operations, including regular consideration of comparative data on course performance, to provide evidence of improvement in academic outcomes over time. To ensure the quality of each course of study leading to a higher education award, the Board will:
      - (i) maintain oversight of academic and research integrity, including monitoring of potential risks;
      - (ii) monitor and initiate action to improve performance against institutional/sector benchmarks for academic quality and outcomes;
      - (iii) critically evaluate the quality and effectiveness of educational innovations or proposals for innovations;
      - (iv) evaluate the effectiveness of institutional monitoring, review and improvement of academic activities; and
      - (v) review its own operations and effectiveness (cyclical external reviews);
  - d) in respect of Developing Scholarship, the Board will:
    - 1) have oversight and lead the development of scholarship (including disciplinary and teaching and learning scholarship) across academic operations by:
      - (i) ensuring sustained and engaged scholarship which is inclusive of academic staff operating in a full-time, part-time and sessional capacity;
      - (ii) contributing to the development of quality approaches to teaching and developing teaching and learning pedagogies across a range of delivery modes; and
      - (iii) providing a systematic communications strategy;

- e) in respect of Staff professional development, the Board will:
- 1) provide input into the development of an academic staff professional development strategy (although ultimately management responsibility) by considering gaps in academic skills and mentoring and other professional development activities. The Board will monitor effectiveness of these activities to:
    - (i) strengthen the professional academic skills of workforce;
    - (ii) engage with academic professional development;
    - (iii) oversee staff and student academic integrity; and
    - (iv) improve quality of teaching, learning, research and research training.
- f) in respect of the Maintenance of Academic Standards, the Board will:
- 1) have oversight of the alignment of academic standards with strategic aspirations and oversight of compliance with the TEQSA Act (Threshold Standards) by:
    - (i) monitoring course and research performance;
    - (ii) undertaking cyclic course performance reviews;
    - (iii) leading University-wide discussion on JCU course structures;
    - (iv) monitoring the academic activity of Divisions and Colleges; and
    - (v) adopting and incorporating the Australian Government Higher Education Standards Framework (HESF) and critically scrutinising, approving and accrediting courses of study and their associated qualifications.
- g) in respect of the Protection of Academic Integrity, the Board will:
- 1) ensure that policies, procedures and processes are in place to monitor and protect the academic integrity of the student experience including:
    - (i) protection against plagiarism and cheating;
    - (ii) provide assurance that assessment processes and moderation practices are subject to scrutiny and review; and
    - (iii) ensuring that the support processes (including review mechanisms) are understood by both staff and students.
- h) in respect of maintaining the relationship between Academic Board and Senior Management Group:
- 1) the Chairperson shall be a member of the Vice Chancellor's Advisory Committee and the University Executive. The Charter recognises that the separation of roles between governance and management will be maintained.
  - 2) the Board acknowledges that:
    - (i) from time to time the Vice Chancellor's Advisory Committee is required to consider Academic Course proposals in line with delegated responsibilities;
    - (ii) the review and monitoring of academic related University Level Performance Measures; and
    - (iii) the Divisional review cycle.
- i) in respect of establishing sub-committees of Academic Board:
- 1) Academic Board is permitted to establish one or more committees for effectively performing its functions;
  - 2) any sub-committee established by the Board is taken to be properly constituted;
  - 3) where appropriate, Council may delegate some authority to a sub-committee of the Board, but only where the Chairperson of the Academic Board is a member of that sub-committee;
  - 4) where appropriate, some authority may be sub-delegated by the Vice Chancellor to the Chairperson of the Board, including the authority to approve academic curriculum matters, but only where the Chairperson of the Board is a member of the relevant Board of Studies in an Academic Division; and
  - 5) any authority delegated to a sub-committee or to the Chairperson will be formally documented in the appropriate record of Delegations and referenced in sub-committees' and Boards of Studies' Terms of Reference.
5. Nothing in the stated duties and responsibilities is intended to limit the matters on which the Board may provide advice. However, the Board should not go outside of the general scope of its charter without the approval of the Council.
6. Council delegates to the Board specific decision-making powers in respect of this duty or responsibility. Please refer to the [JCU Delegations Schedule](#) as amended from time to time.

## **Schedule B**

### **Procedures for the Appointment of the Chairperson and Deputy Chairperson of the Academic Board**

#### **1. Eligibility for appointment**

Members of the academic staff wishing to be considered by the Vice Chancellor for recommendation to Council for appointment to the position of Chairperson or Deputy Chairperson of the Board shall:

- 1.1 Hold an appointment of not less than 3 years; and
- 1.2 Not be an ex-officio member of the Board or a Head of Division (however officers may apply on the proviso that if appointed they would be prepared to relinquish their substantive position).

#### **2. Appointment Process**

- 2.1 Calls for Expressions of Interest from members of the academic staff eligible for appointment.
- 2.2 Details of short-listed candidates submitted by the Vice Chancellor to a Meeting of the Academic Board for comments, feedback and an indication as to the Board's preferred candidate.
- 2.3 Details of the short-listed candidates submitted by the Vice-Chancellor to a Meeting of the Council together with the Board input and a recommendation from the Vice-Chancellor on the appointment to the position of the Chairperson and/or the Deputy Chairperson of the Board.
- 2.4 Council appoints the Chairperson and/or Deputy Chairperson of the Board and the term of office that the Chairperson and/or Deputy Chairperson will hold being a period of not longer than 3 years.
- 2.5 The Chairperson and/or Deputy Chairperson of the Academic Board may have their appointment renewed but there should be an expectation of a maximum of two terms.

#### **3. Other Matters**

- 3.1 In the case of the Chairperson the position is full-time and the appointment must specify a reversionary clause.
- 3.2 In the case of both the Chairperson and the Deputy Chairperson the term of office may be terminated by the persons so appointed by written notice to the Vice Chancellor or by the Council upon 3 months' notice in writing.

## **Schedule C**

### **Duties of The Chairperson of the Academic Board**

The duties of the Chairperson of the Academic Board include, but are not limited to, the following:

- 1) Provide a lead role in academic governance and uphold the functions and roles of Academic Board as per the Charter.
- 2) Chairing meetings of the Academic Board, and participating as a member in meetings of the Committees of the Board currently Education Committee and Research Committee and as a member of the Boards of Studies of the Academic Divisions.
- 3) Ex-officio membership of the Council of James Cook University (7 meetings per year) and membership on various ad hoc committees as required.
- 4) The Chairperson presents the Academic Board report to Council.
- 5) Membership of the Board of James Cook Australia Institute of Higher Learning Pte Ltd (JCU Singapore); including endorsing deployment of lecturers and exam Board minutes.
- 6) Chairing and/or participating in Student Academic Misconduct Committees, Student Appeals Committees, Student Progression, and others as required by Policy.
- 7) Exercise any delegations of authority by Council to make academic decisions proposed by an Academic Division's Board of Studies.
- 8) Approving agendas, minutes, executive minutes and circularised resolutions as required and in addition to preparation time in respect of all meetings attended.
- 9) Participation and presentation of prizes in Graduation Ceremonies.
- 10) Chair and/or participate in University committees, reviews, selection committees, academic promotions, ceremonial occasions, senior executive and senior staff retreats, etc, as required.
- 11) Contribute to the overall strategic leadership of the University.
- 12) Communication and engagement with the University community through presenting academic forums, and providing systematic and prominent feedback.
- 13) Any other matters referred by Council.
- 14) Any other matters referred by the Vice Chancellor, these currently include: Keypath Lead Academic, JCU Brisbane Senior Leadership Group Chair, Tertiary Education Quality and Standards Agency (TEQSA) Primary Contact and Multicultural Queensland Ambassador for JCU.



## Schedule D

### Procedures for the Appointment of Academics who are also Experts

#### Expressions of Interest (EOI) Procedures – Academic Board Six Expert Members

1. **Call for Nominations**
  - a) Send email to all academic staff notifying them of the Expressions of Interest (EOI) process attaching the EOI Information Sheet and Nomination Form to the email.
  - b) Allow at least **14 days** for nominations to be submitted.
  - c) Send two reminder emails to all academic staff within the 14-day time frame.
2. **Nominations Received**
  - a) Date and sign all nominations received.
  - b) Check all nominations received to ensure that there are adequate Nominators and the form is completed correctly.
3. **Appointment Process**
  - a) In advance of the closing date for EOIs make arrangements for an Academic Executive Committee (Chairperson, Deputy Chairperson and Vice Chancellor) meeting to consider and choose the successful candidates.
  - b) At close of the nominations process, draw up a summary table that records candidates against either one or more (where a candidate nominates for more than one category) of the expert categories.
  - c) Attach the summary table to the EOI Nomination Forms in order of category and send to the Academic Executive Committee in a timely manner for consideration at their meeting.
  - d) Provide a draft (successful/unsuccessful) letters to the Chairperson, Academic Board for distribution to the successful and unsuccessful candidates. The successful notices should include the candidates' terms of office and an invitation to attend an Induction.

#### Approval Details

Policy sponsor:	University Secretary
Approval authority:	Council
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#### Modification History

Version no.	Approval date	Implementation date	Details
21-1	23 November 2021	23 November 2021	Amendment to 4.1 (iv) and 4.10 - add nominee of the Chairs of the Board's sub-committees
20-1	18 June 2020	18 June 2020	Amendments to remove references to delegations in accordance with review of delegations governance and management. All delegations to Committees of Council are located in JCU Delegations Schedule.
18-2	5 November 2018	5 November 2018	Annual review and update of Charter
18-1	12/07/2018	13/07/2018	Consequential amendments following changes to JCU Act and duties of Chairperson, policy reference updates
15-2	03/09/15	03/09/15	Further amendments following Academic Governance Review and full alignment review.
15-1	14/05/15	14/05/15	Following Academic Governance Review.
13-1	12/04/2013		Formatted to new charter model; minor amendment to 6.4 and to Schedule 2 (details of amendments in Council minutes (2/13))