



Australian  
**Chiropractic  
College**

# GOVERNANCE FRAMEWORK

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# ACC GOVERNANCE FRAMEWORK

## 1. OVERVIEW

This Governance Framework defines the roles, responsibilities, membership requirements and reporting relationships at the Australian Chiropractic College Ltd (ACC/the College) including the ACC Board of Directors, the Academic Board, and all sub-committees. Additionally, the Governance Framework clarifies the role of ACC management in relation to governance at ACC.

The College's main points of reference for effective governance by its Boards and Committees are listed in Schedule A - Major Applicable Acts, Regulations, Standards, Guidelines and Awards, and Schedule B - TEQSA Guidance and Good Practice Notes, which are also appended to the College's Governance Framework.

The ACC was incorporated on 21<sup>st</sup> April 2016 as a company limited by guarantee. Its ACN is 612 258 072. ACC operates under the standard Corporations Law constitution and specifies education as a principal purpose.

ACC is based at 83 Currie St, Adelaide SA, 5000.

## 2. PURPOSE

The College's purpose is to offer and deliver higher education courses in the chiropractic field, subject to all necessary government approvals and accreditations. In its start-up phase, the College has been provided with support by its creator, the Australian Chiropractic Education Foundation (the Foundation), in the nature of financial support and professional networks. The College has also been supported by a strategic partnership with the New Zealand College of Chiropractic (NZCC), a fully accredited higher education College that has been operating since 1994 and is an international leader in its field. The strategic partnership with NZCC has gifted to the College access to fully developed and validated curriculum and clinical training design, benchmarking, and applied research. ACC has adapted this foundational curriculum to develop the Bachelor of Chiropractic under the requirements of Australian law and to align with the specifications of the Australian Qualifications Framework (AQF).

The ACC curriculum has also been designed to meet the requirements of the Council on Chiropractic Education Australasia (CCEA) Ltd as the independent and nationally recognised body responsible for ensuring competency and high education standards in chiropractic for the Australasian community, and to meet the standards required of graduates by the Australian Chiropractors Association (ACA).

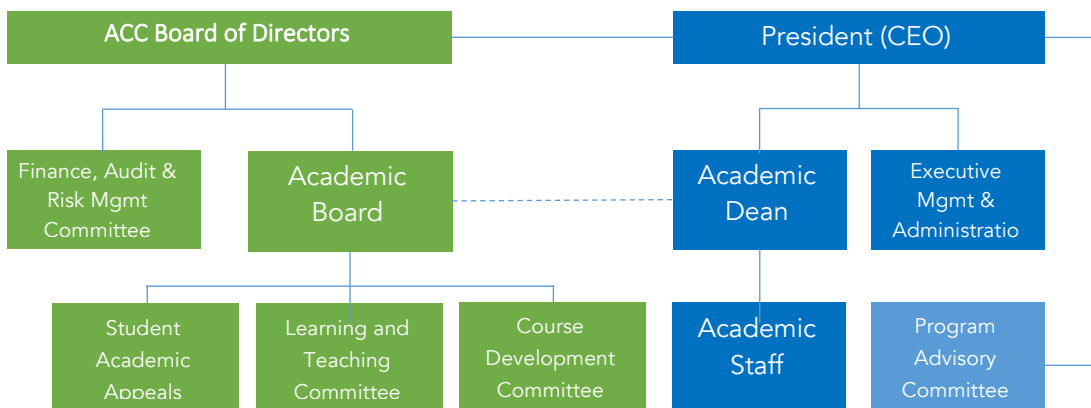
The ACC Board of Directors is the corporate governing body of ACC. The Board of Directors has delegated oversight of the academic pursuits of ACC directly to its Academic Board. In doing so the Board has created an important separation of powers between the Board of Directors and the Academic Board. Whilst the Academic Board reports to the Board of Directors it has delegated authority from the Board of Directors with regard to the governance of academic matters.

While all the elements of the ACC governance framework are interdependent, each has specific Terms of Reference which are defined below.

ACC’s management structure is clearly separated from governance. However, the smooth running of the College requires that ACC management interact, cooperate, communicate and collaborate with the governing bodies to achieve and deliver ACC’s objectives. To this end, the Board of Directors has appointed a President (Chief Executive Officer) who is a member of the Board of Directors. The Chief Academic Officer (Dean) of the College is a member of the Academic Board. Figure 1 sets out the ACC Governance and Management Structure.

**Figure 1: ACC GOVERNANCE AND MANAGEMENT STRUCTURE**

From 01/01/2020



### 3. THE BOARD OF DIRECTORS: Terms of Reference

#### a) Purpose

Under the terms of the ACC Constitution, the Board of Directors is the corporate governing body of ACC. It is responsible for the strategic direction, financial sustainability and successful management of the ACC. The Board of Directors oversees and is accountable for ACC's higher education operations including any third parties. Its purpose includes the conferral of ACC's higher education qualifications; ongoing compliance with the Higher Education Standards Framework and other relevant legislative and regulatory requirements; and the ethical and accurate representation of ACC. The Board of Directors is responsible for ensuring that the College meets its obligations and responsibilities as a higher education institution. Whilst the Board of Directors delegates authority for specific functions to Academic Board and relevant subcommittees, it has ultimate responsibility/accountability for all governance outcomes.

#### b) Functions of the Board of Directors

- i) Determine the mission and strategic direction of ACC, set targets and indicators of success, and ensure regular monitoring of progress towards their achievement and appropriate action
- ii) Oversee the development and implementation of clear and transparent plans, systems, policies and processes reflective of Higher Education Standards and statutory obligations under the Corporations Act 2001, and ensure that operational outcomes are appropriately documented and regularly monitored, reviewed and reported;
- iii) Use external reference points and higher education sector benchmarks to inform the development and review of plans, policies and procedures, practices and new initiatives;
- iv) Approve ACC's financial and business plans, ensuring that the College is viable and sustainable and is resourced adequately and responsibly to support realisation of its strategic objectives and support the overall quality of the higher education operations;
- v) Approve and monitor systems of financial control and accountability including ensuring effective financial management, reporting and performance which aligns to Australian standards and laws;
- vi) Appoint an appropriately qualified CEO/President of ACC to manage the affairs of the College, establish key performance indicators, and regularly review performance;
- vii) Establish, delegate authority to, and receive regular reports from the Academic Board for the oversight of ACC's academic governance, including determining the Academic Board's membership profile, approving the appointment of members and its Chair, and monitoring its activity;
- viii) Establish, delegate authority to, and receive regular reports from the Finance, Audit and Risk Management Committee for the oversight and monitoring of internal and external audit and risk management (academic as well as financial risk) through formal mechanisms designed to identify and mitigate risks to any aspect of ACC;

- ix) Ensure that ACC's financial statements are subject to a scheduled cycle of independent and qualified audit that meets Australian accounting standards, including approval of the appointment of an external independent auditor;
- x) Define, approve and monitor delegated authorities to any other College Committees and officers of ACC for the effective governance, administration, and management of the College;
- xi) Oversee and monitor quality assurance processes at ACC including reviewing, assessing and approving corporate or institutional plans, frameworks and policies and ensuring their compliance with mandatory higher education standards (Higher Education Standards Framework, 2015) and legal and regulatory requirements;
- xii) Confer and protect the award of higher education qualifications, on the recommendation of the Academic Board including taking measures to ensure protection against fraudulent issuance;
- xiii) Ensure that ACC implements policies that support equity, diversity and freedom of thought and academic inquiry;
- xiv) Receive reports relating to the security, safety, integrity and conduct at ACC to assure the Board of Directors that the College complies with all relevant laws, regulations and requirements and to ensure remediation action is in place to treat significant incidences that may arise;
- xv) Put in place credible plans and mechanisms to ensure that the College protects students in the case that ACC is unable to deliver courses of study as planned;
- xvi) Approve major submissions to external regulators, including submissions for re-registration as a higher education provider, for accreditation of new courses and the renewal of accreditation for existing courses, for CRICOS approval, for approval to offer FEE-HELP, for statutory reporting, and for professional accreditation of its courses (where relevant);
- xvii) Establish any sub-committee of the Board of Directors as required that will report and be accountable to the Board of Directors; and
- xviii) Oversee and review itself and its own effectiveness, including the induction and professional development of members and the evaluation of the performance of its committees including academic governance processes.

#### **c) Matters Reserved for the Board of Directors**

- i) Appoint the CEO/President and Chair of Academic Board;
- ii) Approve or vary the Strategic Plan;
- iii) Confer higher education awards;
- iv) Approve the College's annual budget or its business plan;
- v) Approve the annual report of the College;
- vi) Approve the introduction of new courses to ACC's profile; and
- vii) Monitor ACC's commercial activities to the extent required to ensure they do not have any adverse impact on or pose an unreasonable risk to the finances and operations of the College.

#### **d) Membership**

The Board of Directors will be comprised of a majority of independent experts whose collective skills and experience are appropriate to effectively govern ACC as a higher education provider. Independent members are defined as individuals who do not ordinarily

have a role or have material interests in the College. This collective profile is to include members with higher education expertise, chiropractic expertise and financial expertise. Additionally, all members must meet the Australian residency requirements, or otherwise the Board of Directors must include at least two members who are ordinarily resident in Australia.

The Board of Directors shall have a minimum of three (3) members, as follows:

- i) A majority of independent members;
- ii) An independent Chair with relevant higher education experience;
- iii) The President (Chief Executive Officer) as an ex-officio member;

At least one member will have significant senior higher education experience and credentials;

At least one member will have depth of experience in chiropractic expertise; and

At least one member will have business management experience or financial expertise.

#### e) Quorum

Board meetings require a quorum of two (2) directors. All other meeting procedures are as set out within the Constitution of the Company or will be prescribed by the Board.

#### f) Members' duties

All members of the Board of Directors have the following duties:

- i) A duty to act honestly, in good faith and for proper purposes;
- ii) A duty not to improperly use inside information;
- iii) A duty to retain discretion;
- iv) A duty not to abuse a corporate opportunity;
- v) A duty not to disclose confidential information;
- vi) A duty of care and diligence;
- vii) A duty not to engage in insolvent trading;
- viii) A duty to avoid conflict of interest and to disclose material personal interests;
- ix) A duty to declare and disclose any financial or other material interest that may be, or perceived to be a conflict to the interests of the College;
- x) A duty to oversee the conferral of all higher education awards;
- xi) A duty to keep proper accounts and records;
- xii) A duty to ensure the company prepares annual statements and a directors' report
- xiii) A duty to meet and maintain the requirements of being 'fit and proper persons' and submit a TEQSA Fit and Proper Declaration to the Board of Directors upon appointment. Changes in circumstances must be declared to the Board of Directors; and
- xiv) A duty to understand and be aware of current regulatory requirements under which the College operates.

#### g) Term of Office

The members of the Board of Directors shall normally serve for three (3) years in the first instance and be eligible for reappointment. Interim membership may be utilised in the case of sudden departure due to illness, or other circumstances.



#### **h) Removal from Office**

- i) The Board of Directors may remove a member of the Board of Directors from office for breach of a duty set out above in Members' Duties.
- ii) The removal from office may be actioned only at a meeting of the Board of Directors of which notice (including notice of the motion that the member concerned be removed from office for breach of duty) was duly given.
- iii) The motion for removal must not be put to the vote of the meeting unless the member concerned has been given a reasonable opportunity to reply to the motion at the meeting, either orally or in writing.
- iv) If the member to whom the motion for removal refers does not attend the meeting, a reasonable opportunity to reply to the motion is taken to have been given if notice of the meeting has been duly given.

#### **i) Frequency of Meetings**

The Board of Directors shall meet no less than four (4) times a year and will ordinarily meet six (6) times a year. The Chair may convene a special meeting at any time with reasonable notice and if required the Board of Directors can make resolutions by flying minute between scheduled meetings. A meeting may be held either face-to-face, by synchronous electronic means or by circular asynchronous means.

#### **j) Administration**

The Board will appoint a Secretary who is responsible for preparing and distributing the agenda and papers prior to each meeting and preparing and distributing minutes and actions after each meeting. Agenda and papers for meetings will be distributed in advance of any meeting. Minutes of each meeting will be available for ratification by the Chair normally within seven days after each meeting. Unconfirmed minutes will be distributed to members after ratification by the Chair for approval at the next meeting.

#### **k) Review of Terms of Reference**

The Board of Directors may review these terms of reference at any time. Amendments must be approved by the Board of Directors.

## **4. THE ACADEMIC BOARD: Terms of Reference**

#### **a) Purpose**

Under delegation from the Board of Directors, the Academic Board is the governing academic body at ACC with primary responsibility for the quality of the academic governance of the College. This includes setting academic benchmarks for the College and monitoring the progress against key indicators relating to the quality and standards of teaching, learning and scholarship at ACC. The Academic Board determines academic policy and has responsibility for the achievement of the educational objectives of ACC's accredited higher education courses. It provides academic leadership through advising the Board of Directors on the academic aspects of ACC's plans and fostering discourse on issues related to higher education and the Mission, Vision and Goals of ACC. It assures that ACC develops and delivers higher education that engages with advanced knowledge and inquiry and that

prepares students for employment or further study. To ensure appropriate cohesion between corporate and academic governance at ACC the Chair of the Academic Board reports to the Board of Directors as a standing item.

#### **b) Functions of the Academic Board**

- i) Establish and nurture a culture of scholarship throughout ACC;
- ii) Facilitate intellectual enquiry, promote excellence and ensure academic integrity;
- iii) Oversee the quality assurance and risk management of the academic functions of ACC; including the regular monitoring of student performance data by cohort and identification of approval of strategies to improve student outcomes;
- iv) Oversee and approve and the development and review of academic policies and related procedures;
- v) Oversee course development and review processes and endorse all course initial accreditation applications and applications for renewal of accreditation to be submitted to TEQSA, ensuring that all courses meet standards required under the Higher Education Standards Framework and professional accreditation requirements, and that they are aligned with the requirements of the Australian Qualification Framework (AQF);
- vi) Delegate and oversee the implementation of external and internal course reviews to the Course Development Committee and Learning and Teaching Committee, and govern the timely implementation of approved course changes;
- vii) Consider and approve changes to units and courses recommended by the Course Development Committee, Learning and Teaching Committee and Program Advisory Committee, and provide recommendations to the Board of Directors;
- viii) Consider, make decisions on and monitor progress with respect to all aspects of academic governance including but not limited to program of external referencing and benchmarking, teaching and assessment practices, processes for ensuring academic integrity, requirements of students for graduation, and criteria for the award of prizes and scholarships;
- ix) Approve all assessment results and attainment of qualifications including advising the Board of Directors that students have met the academic requirements for completion of studies and are eligible for graduation subject to conferral by the Board of Directors;
- x) Oversee the development of and approve a Learning and Teaching Plan that sets objectives and targets to ensure that ACC maintains and improves the quality of all aspects of the students' academic experience;
- xi) Monitor and assess the implementation of progress against Learning and Teaching Plan targets and, where relevant, recommend to management action required to improve performance;
- xii) Monitor and support the development of scholarship of teaching and learning and disciplinary scholarship at ACC, including approval of an annual professional development plan for academic staff to maintain and further enhance their professional and discipline-based expertise;
- xiii) Delegate academic authority in accordance with the schedule of delegations approved by the Board of Directors and ensure that delegations are monitored and implemented;

- xiv) Serve as a final internal ruling authority on student academic appeals and academic misconduct processes and identify and make recommendations to the Board of Directors on strategies and processes for risk mitigation;
- xv) Refer relevant matters to such standing committees as the Board of Directors or Academic Board may establish from time to time;
- xvi) Consider and recommend on any matter referred to the Academic Board by the Board of Directors;
- xvii) Notwithstanding xv and xvi above, make regular reports to the Board of Directors at each meeting.

#### c) Membership

- i) The Academic Board collectively shall have significant academic experience in higher education, including in the development, design and delivery of higher education courses and of their quality assurance. Members may be drawn from internal academic staff, academics from other higher education providers, industry practitioners and members of professional bodies or associations. The Board of Directors appoints the Chairperson of Academic Board and appoints members on the recommendation of the Academic Board.

The Academic Board shall have a minimum of five (5) members, and be comprised as follows:

- A majority of independent members (excluding the student representative).
- An independent Chair with relevant higher education experience;
- The Academic Dean ex officio;
- The Registrar may be appointed ex-officio (Optional);
- The President may be appointed ex-officio (Optional);
- A student representative elected by the student body;
- Additional attendees who are experts in their areas, invited by the Chair as required to contribute to deliberations. Such attendees will have no voting rights.

#### d) Quorum

A quorum of the Academic Board is achieved by the presence of three (3) of its members, including two independent members.

#### e) Members' duties

All members of the Academic Board must:

- i) Meet and maintain the requirements of being 'fit and proper persons' and submit a TEQSA Fit and Proper Declaration to the Board of Directors upon appointment. Changes in circumstances must be declared to the Board of Directors;
- ii) Declare and disclose any financial or other material interest that may be, or perceived to be a conflict to the interests of the College;
- iii) Carry out their functions in good faith in the best interests of the College; and must not make improper use of their position;
- iv) Act honestly and exercise a reasonable degree of care and diligence in carrying out their functions; and
- v) Understand and be aware of current regulatory requirements under which the College operates.

#### **f) Term of Office**

- i) Independent Academic Board members are appointed for a two (2) year term and are eligible for reappointment.
- ii) The student representative is appointed for a 1 year term.
- iii) Appointment terms for ex officio members of Academic Board members are continuing.

#### **g) Frequency of Meetings**

The Academic Board shall meet no less than four (4) times a year and will ordinarily meet six (6) times a year.

In between meetings of the Board, the Chair shall have the authority of the Board to take executive action and make decisions on behalf of the Board that subsequently require ratification of the full Board within 5 business days.

The Chair may convene a special meeting at any time with reasonable notice and if required the Academic Board can make resolutions by flying minute between scheduled meetings. A meeting may be held either face-to-face, by synchronous electronic means or by circular asynchronous means.

#### **h) Administration**

The Academic Board will appoint a Secretary who is responsible for preparing and distributing the agenda and papers prior to each meeting and preparing and distributing minutes and actions after each meeting. Agenda and papers for meetings will be distributed in advance of any meeting. Minutes of each meeting will be available for ratification by the Chair normally within seven days after each meeting. Unconfirmed minutes will be distributed to members after ratification by the Chair for approval at the next meeting.

#### **i) Reporting to the Academic Board**

Sub-committees of the Academic Board will report to it as outlined in the terms of reference for each sub-committee.

The Dean will provide a standing report to each meeting. The report will cover major academic developments, evidence of progress toward strategic objectives, and a review of quality. Detailed reports on student progress, including attrition rates, progression, grade distributions, completion, student satisfaction and library and learning resources will be provided. Data will be reviewed and analysed on a cohort level. Benchmarking will be expected to identify academic risks and recommended actions. Action items for continuous improvement in quality or effectiveness of academic operations will be included.

#### **j) Reporting by the Academic Board**

The Academic Board will report regularly to the Board of Directors and will attach minutes of its meetings. The Academic Board will also be accountable for the delivery of an academic risks and student performance summary, relevant statistics and benchmarking results, and the summarization of actions being investigated or recommended as a result of the identified

risks. An Improvements Report itemising initiatives and recommendations for improvement will also be presented, including resources required for implementation.

#### **k) Review of Terms of Reference**

The Academic Board may review these terms of reference at any time and make recommendations to the Board of Directors for approval of any changes.

## **5. COURSE DEVELOPMENT COMMITTEE: Terms of Reference**

### **a) Purpose**

The Course Development Committee (CDC) is a subcommittee of the Academic Board. The role of the CDC is to oversee the development and review of courses to ensure that they meet the highest academic and industry standards. This is achieved through reviewing and incorporating the latest higher education and professional standards, sector developments, current disciplinary trends, and scholarly research as well as course feedback from students, peers and stakeholders. The CDC supports the Academic Board in nurturing and encouraging a culture of scholarship throughout ACC.

### **b) Functions**

The functions of the CDC are to:

- i) Prepare initial course proposals for approval by the Academic Board, with a focus on rationale (including alignment with ACC's strategic priorities), initial business case and development plan.
- ii) Develop course accreditation submissions for approval by the Academic Board ensuring that each course:
  - is designed to foster intellectual enquiry that is reflective of current disciplinary scholarship including conceptual and theoretical frameworks relevant to the field of education;
  - has a clear rationale, appropriate structure and content and has benchmarked learning outcomes;
  - course learning outcomes are mapped to the appropriate AQF level/s;
  - subject outlines and assessment clearly demonstrate constructive alignment and mapping to ensure that all assessment is designed to facilitate students gaining the requisite knowledge and skills and provide students with an opportunity to demonstrate the acquisition and application of knowledge and skills; and
  - that all applicable Standards defined in the Australian HES Framework are met.
- iii) Consider the recommendations of external experts in finalising the course proposal to the Academic Board for approval;
- iv) Ensure the timely preparation of all subject outlines including full curriculum materials and assessment for each teaching session;
- v) In relation to accredited courses, and once delivery has been commenced, undertake regular course review in accordance with the College's Quality Assurance Framework (QAF), ensuring that any proposed course and/or subject changes meet standards of rigour and depth appropriate to the award, are consistent with the course rationale, aims and content, and reflect best practice;

- vi) Integral to course review and quality assurance, consider reports and recommendations for changes and continuous improvements to the course design, content and delivery from the Learning and Teaching Committee based on survey data from students and staff, including reports and recommendations on:
  - student progress, examinations, assessment and academic appeals;
  - course and subject performance;
  - granting of credit, student appeals against assessment, grievances, discipline and misconduct; and
  - benchmarking and independent external subject review; and
  - innovative practices.
- vii) Document and report to the Academic Board the outcomes of development and/or review processes as they progress;
- viii) Recommend commendations for strongly performing courses and subjects to Academic Board;
- ix) Identify relevant external articulation arrangements that may be impacted by, or have an impact on course and subject performance;
- x) Monitor the initiatives for, and effectiveness of professional development for academic staff;
- xi) Oversee learning and teaching risk management, through assessment and monitoring of risks to learning and teaching and determining appropriate means of risk mitigation, and reporting on these risks to the Academic Board and the Finance, Audit and Risk Committee, which is responsible for oversight of audit and risk in relation to all operations of the ACC.

### c) Membership

The CDC membership is determined and approved by the Academic Board. It comprises at least three (3) members, with a majority of independent members, as follows;

- i) The Chair of the CDC, who will be a member of the Academic Board;
- ii) At least two members who will be cognate experts in fields relevant to the course(s) with either experience in course development and/or leadership; and
- iii) Other relevant persons as required to provide expertise in relation to the Course(s) under consideration.

### d) Term of Office

Independent CDC members are appointed for a two (2) year term and are eligible for reappointment.

Appointment terms for other relevant members may vary in accordance with the period for which their particular expertise is required.

### e) Quorum

The quorum for a meeting of the CDC is three (3), comprising the Chairperson and 2 other members.

#### f) Frequency of Meetings

The CDC will meet at least twice a year, or as needed and determined by the Academic Board and/or at the request of the Finance, Audit and Risk Management Committee.

## 6. LEARNING AND TEACHING COMMITTEE: Terms of Reference

#### a) Purpose

The Learning and Teaching Committee (LTC) is a subcommittee of the Academic Board. The purpose of the LTC is to implement, monitor, maintain, and report on quality assurance processes for learning and teaching within ACC. It does so through keeping a watchful eye on day-to-day academic operations to ensure that they meet quality Higher Education Standards and also through advising on policy, procedures and practice related to learning and teaching in ACC's accredited higher education courses.

#### b) Functions

The functions of the LTC are to:

- i) Make recommendations to the Academic Board, either through the CDC or directly as appropriate, on changes to existing courses, including matters pertaining to delivery;
- ii) Implement academic policies relating to all learning and teaching processes including student progress, examinations, assessment and academic appeals;
- iii) Oversee the process by which applicants are admitted to the course, including assessment of the extent to which they meet pre-requisite course and subject specifications, and the process by which applicants are granted credit for equivalent elements of study and recognition for prior learning (RPL);
- iv) Oversee the process by which students are assessed, including assessment moderation (internal and external);
- v) Approve all student results prior to publication;
- vi) Monitor and report on student progress, attrition and completion rates, and graduate destinations;
- vii) Review and advise on learning and teaching facilities that provide a physical environment conducive to higher education study;
- viii) Make recommendations regarding texts and other learning resources;
- ix) Consider issues arising in teaching and learning, course content and delivery, assessment and moderation, and make recommendations for improvement;
- x) Monitor implementation and report on any issues associated with student related policies and procedures including, but not limited to policy relating to student grievances, misconduct, access and equity, student support and wellbeing, and ethics;
- xi) Review and report on statistics relating to the granting of credit, student appeals against assessment, grievances, discipline and misconduct;
- xii) Undertake benchmarking of course outcomes in accordance with commitments embedded within the Quality Assurance Framework;
- xiii) Take steps to improve the quality of teaching through regular use and review of unit and course evaluations as a basis for continuous improvement;
- xiv) Together with the Academic Board and the Course Development Committee, encourage a culture of scholarship throughout ACC;
- xv) Ensure that innovative practices in learning and teaching are considered for application to relevant subjects in ACC courses and make recommendations to the CDC;

- xvi) Review subject documentation to determine the extent to which it meets standards of rigor and depth appropriate to the award, is consistent with the course rationale, aims and content, and that it reflect best practice, and make recommendations to the CDC accordingly;
- xvii) Investigate and act on, as appropriate, any quality assurance or other matters referred by the CDC and/or Academic Board; and
- xviii) Assist the CDC and Academic Board, as required, in activities integral to external accreditation, review, and renewal of accreditation of ACC's academic courses.

#### **c) Membership**

The LTC membership is determined and approved by the Academic Board. It comprises a minimum of four (4) members, as follows:

- i) The Academic Dean, as Chair;
- ii) The Academic Registrar;
- iii) Two or more Subject Coordinators; and
- iv) Co-opted members for particular purposes, such as external experts or students invited by the Chair, who will have rights of audience and debate but no voting rights.

#### **d) Term of Office**

The Academic Dean and Academic Registrar are ex office and their term of appointment is continuing.

Subject Coordinators are appointed for an initial two (2) year term, which may be renewed for further periods by the Academic Dean.

Co-opted members may serve for varying periods as determined by the Academic Dean.

#### **e) Quorum**

The quorum for a meeting of the LTC is three (3), comprising the Chairperson and 2 other members.

#### **f) Frequency of Meetings**

The LTC meets each month or as directed by the Academic Dean.

## **7. PROGRAM ADVISORY COMMITTEE: Terms of Reference**

#### **a) Purpose**

The Program Advisory Committee acts in an advisory capacity to the President. Its primary role is to ensure that the aims, design, content and mode of delivery of any new or existing award courses are professionally and contextually current and relevant. It therefore considers and responds to advice from a range of sources, including teaching staff, students, employers and external academic peers. This is an industry-based committee with external membership, which has been established to bridge any gaps between the ACC and industry.



## **b) Functions**

The functions of the Program Advisory Committee are to:

- i) Consider and give advice to the President on the development of new subjects, seeking expert advice where necessary to address specific issues;
- ii) Draw to the President's attention recent developments and trends in specific fields of study and research and directions in course development;
- iii) Receive and comment upon new and revised outlines for units of study within existing courses;
- iv) Consider major changes to existing courses and units of study and to seek additional expert advice where necessary;
- v) Receive and review any new course proposals (including evidence of their need and demand), units of study, assessment schedules, and admission and progression requirements; and
- vi) Draft formal recommendations on issues arising from its meetings and submit these recommendations to the President for consideration and implementation.

## **c) Membership**

Membership of the PAC is derived from stakeholders within the profession. There is no minimum nor maximum number of members but the range will normally be four to six (4-6), and will be drawn from:

- i) Technique groups
- ii) Political organisations
- iii) Key supporters
- iv) Academics
- v) Practice owners
- vi) Research organisations

The chair is elected from the members.

## **d) Term of Office**

PAC members are appointed for an initial term of two (2) years with the potential for them to be re-appointed for a further (2) year period.

## **e) Frequency of Meetings**

The PAC reports to the President and meets on an annual basis or as directed by the President.

# **8. STUDENT ACADEMIC APPEALS COMMITTEE: Terms of Reference**

## **a) Purpose**

The Student Academic Appeals Committee is a non-standing sub-committee of the Academic Board, convened as required, and responsible for providing reports and/or advice to the Academic Board in relation to Student Academic Appeals. Notwithstanding its ad hoc status, it is an integral element of ACC's Quality Assurance Framework.

## **b) Functions**

The Functions of the Student Academic Appeals Committee are as follows:

- i) Consider ACC student appeal applications to determine their eligibility for an academic appeal hearing in accordance with grounds for appeal and other relevant sections of the Student Academic Appeals Procedure;
- ii) Hear and determine appeals from ACC students on academic matters as defined within the Student Academic Appeals Procedure;
- iii) Ensure appeals from students are heard in a timely and independent manner, applying the rules of natural justice;
- iv) Co-operate and provide all information and assistance to the Academic Board should a student appeal the decision of the Committee; and
- v) Report all decisions made by the Academic Appeals Committee to the Academic Board.

## **c) Membership**

The Student Academic Appeals Committee is comprised of:

- i) An independent member of the Academic Board who will act as Chair;
- ii) An independent member of the Board of Directors;
- iii) Academic Dean; and
- iv) Student Support Officer;
- v) Nominated members who may be called upon, including:
  - Academic staff representatives from subjects other than that involved in the appeal from a student;
  - Staff members with operational expertise relevant to the nature of the appeal which is involved with the matter before the Committee; and
  - Any relevant expert staff, as required.

Any nominated member who has had involvement, made a determination or has a conflict of interest in the matter that is the subject of the appeal, shall be ineligible to sit as a member of the Student Academic Appeals Committee convened to hear that same matter. The appointed members will then select a new representative for the nominated seat.

Any appointed member who has a conflict of interest with a matter before the Committee, will be asked to nominate a representative to sit in their place.

## **d) Quorum**

A quorum of the Student Academic Appeals Committee is achieved by three members of the Committee including the Chair.

## **e) Frequency of Meetings**

The Committee will be convened as necessary by the Academic Board.

## **f) Communication of Decisions**

The result of the all appeals shall be provided in writing to the following:

- i) Committee Members;

- ii) Student making the appeal;
- iii) College President;
- iv) College Admissions and Administration for student record management;
- v) Academic Dean;
- vi) Academic Staff involved within the appeal;
- vii) The Academic Board; and
- viii) Any other relevant parties that maybe affected by the result.

Notification on of result will be e-mailed to the student with formal written correspondence issued to the address provided in the appeal application within 5 days of the decision.

## 9. FINANCE, AUDIT AND RISK MANAGEMENT COMMITTEE: Terms of Reference

### a) Purpose

The Finance, Audit and Risk Management Committee (FARC) is a subcommittee of the Board of Directors, responsible for effective financial and resource planning, management, reporting and monitoring; robust internal and external auditing; identification, assessment, monitoring and mitigation of strategic, operational and project risks; and compliance with all applicable policies, standards, laws and regulations. To this end, FARC receives and reviews reports on academic risk from the CDC and Academic Board with a view to making recommendations to the Board of Directors. FARC typically convenes on a quarterly basis but will meet more frequently if appropriate.

### b) Functions

The Committee's role is to provide advice and recommendations to the Board of Directors in relation to the following areas of responsibility:

- i) Financial management including:
  - Reviewing annual budgets (for BOD approval);
  - Reviewing budgets prior to beginning any new activities that require significant financial expenditure;
  - Reviewing plans (for BOD approval) prior to beginning any new strategic direction or initiative;
  - Reviewing annual financial statements; and
  - Considering and making recommendations to the Board on any matters having significant financial impact on the ACC.
- ii) Risk Management including:
  - Ensuring the development and implementation of appropriate risk management systems and processes for all categories of risk defined in the College's Risk Management Policy and Framework
- iii) Control Framework including:
  - Ensuring that accounting and other internal control processes are appropriate and compliant.
- iv) Audit, including:

- Providing advice to the Board on the selection of auditors for internal and external audit purposes;
- Recommending specific areas for audit on a rolling basis; and
- Reviewing all audit reports and monitoring Management's implementation thereof.

### c) Authority

The Committee has delegated authority to approve:

- i) Unbudgeted operating expenditure up to \$50,000;
- ii) Capital expenditure up to \$50,000; and
- iii) Financial guarantees (such as securing property leases and credit cards) up to \$10,000.

### d) Policies of central relevance to the work of the FARC include:

- i) Risk Policy and Framework
- ii) Learning and Teaching Plan and related policies
- iii) Corruption and Fraud Policy
- iv) Business Plan
- v) Capital Planning Process
- vi) Financial Plan
- vii) Marketing Advertising Policy
- viii) Marketing Plan

### e) Membership

The Committee will be comprised of at least four (4) members and not more than six (6), including:

- i) An independent non-executive member of the Board of Directors of the ACC as Chairperson;
- ii) The CEO/President;
- iii) The Business Manager;
- iv) Selected key stakeholders as appointed by the Board, at least one of whom is independent and non-executive with expertise in financial and/or risk management.'

The term of the Chair will normally be 2 years with the potential for renewal for further terms. No member will serve as Chair longer than 2 consecutive terms, or 3 terms non-consecutively. The term for independent members and key stakeholders is 2 years with the option to renew.

### f) Quorum

A meeting quorum will be 3 members of the Committee and must include at least one of the Chair and/or CEO

### g) Frequency of Meetings

Meetings will be held as often as set by the Chair, but not less than once per quarter. If required, subgroup meetings will be arranged at a time convenient to subgroup members.

## 10. EXECUTIVE MANAGEMENT COMMITTEE: Terms of Reference

The Board of Directors delegates responsibility for the efficient conduct of ACC's business to the President, who convenes the Executive Management Committee (EMC) to assist by providing essential management coordination and support.

It is the role of the President and the Executive Management Committee, in accordance with direction provided by the Board of Directors, including and without limitation, to:

- i) Develop, present for approval, and implement ACC's operational plans, with a particular focus on financial and human resources, physical infrastructure, marketing, student services, risk management and workplace health and safety;
- ii) Prepare ACC's annual budget for review and endorsement by the FARC and recommendation to the Board of Directors;
- iii) Implement approved policies and procedures to enable the efficient and effective operation of ACC;
- iv) Implement and provide regular progress reports on ACC's Business Plan;
- v) Coordinate the conduct of admission and enrolment processes, and monitor and ensure the timely reporting of outcomes;
- vi) Maintain a quality assured learning and teaching environment for all stakeholders, including students and academic teaching and professional staff;
- vii) Closely monitor and report on operational effectiveness in achieving ACC's annual performance targets and on progress towards achieving ACC's strategic development goals; and
- viii) Regularly review and report on management strategy for consideration by the Board of Directors and adjust strategy as directed by the Board.

### a) Membership

Membership of the EMC comprises:

- i) The President
- ii) The Dean
- iii) The Academic Registrar
- iv) The Corporate Services Manager
- v) Other staff of the ACC as required
- vi) Co-opted as required key advisors such as financial/accounting and legal personnel.

The President is the Chair.

### b) Term of Office

The term of office for EMC members relates to the office that they hold with the College and is continuing, unless the President determines otherwise.

### c) Frequency of Meetings

The EMC is convened on a regular basis, as determined by the President, but no less than monthly.

## 11. MANAGEMENT: The Role of the President (CEO)

The President is the Chief Executive Officer of the College. Day-to-day leadership and management of the affairs of the company is delegated to the President. This is given effect through the specifications in the President position description and a formal instrument of delegation consistent with that description. In the early phase of the College's establishment, an Interim President may be appointed.

The President is specifically responsible for the following:

- i) Financial control with oversight by Board of Directors and within financial delegation limits established by the Board;
- ii) Appointment of the Dean, in consultation with the Academic Board and the Board of Directors;
- iii) Supervision and professional development of the Dean;
- iv) Hiring and appointment of all other staff – noting the further delegation to the Dean in relation to appointment, supervision and development of academic staff;
- v) Marketing control – with oversight by Board of Directors;
- vi) Making adequate arrangements for infrastructure (including physical, systems, library and learning resources) necessary to operate the College;
- vii) Developing all necessary systems to ensure safe, compliant and effective operation of the College, including putting in place a range of measures necessary for the delivery of quality higher education and as required by the Higher Education Threshold Standards. These include, but are not limited to fraud detection and prevention, ethical conduct frameworks, developing a suitable range of student support services and policies to ensure students are treated fairly and enabled to succeed, and putting in place tuition protection arrangements to ensure the protection of students in the event of default or course closures;
- viii) Regulatory approvals and compliance, with consent of the Academic Board and approval by the Board of Directors required for all formal external applications / submissions); and
- ix) General superintendence, noting the role of the Academic Board.

## 12. ACADEMIC LEADERSHIP: The Role of the Dean

Day-to-day leadership and management of all academic matters of the College will be delegated from the President to the Dean. This will be given effect through the specification in the Dean position description and a formal instrument of delegation consistent with that description.

The Dean's position includes both academic and administrative duties and, working with relevant Boards and Committees (CDC and TLC), the Dean is responsible for the following:

- i) Reporting to the Academic Board on academic matters including academic integrity issues and staff scholarship;
- ii) Managing the operational relationship to the Academic Board;

- iii) Development of the Learning and Teaching Plan for consideration and approval by the Academic Board;
- iv) Maintenance of the academic policy library and implementation thereof;
- v) Appointment of academic staff, with endorsement of the Chair Academic Board, and within formally approved financial delegation limits, academic staff qualifications policy and workforce plan, applicable at the time of decision to appoint;
- vi) Oversight of academic operations in relation to delivery of teaching and learning;
- vii) Working in partnership with academic support and student support staff to ensure optimal outcomes for students;
- viii) Monitoring and reporting on academic risk and integrity (to the President and the Academic Board and FARC); and
- ix) Defined financial delegations, including those pertaining to the academic staff salary budget and conditions of appointment for individual academic staff.

## Version Control

<b>Document:</b> ACC Governance Framework		
<b>Responsible Officer:</b> CEO/President		
<b>Initially Approved by:</b> Board of Directors		<b>Date:</b> 10 May 2016
<b>Reviewed and approved by:</b> Board of Directors		<b>Date:</b> 27 July 2020
<b>Version:</b> V4.0	<b>Replaces Version(s):</b> V3.0	<b>Next Review:</b> July 2022
<b>Nature of Change</b>	July 2020: <ul style="list-style-type: none"> <li>• Added Schedule A and Schedule B</li> <li>• Minor text amendments</li> <li>• Reformatted document to align with corporate style.</li> </ul>	

## Schedule A – Major Applicable Acts, Regulations, Standards, Guidelines and Awards

Though not exhaustive, the following are the main legal and regulatory instruments that have a significant role in the strategic planning, management and operations of ACC. The Executive Management Team member(s) primarily responsible for ensuring compliance with each is also shown.

Act, Regulation, Standard, Guideline or Award	Responsible EMT Member(s)
<b>Higher education</b>	
<ul style="list-style-type: none"> <li>Tertiary Education Quality and Standards Agency Act (2011) (Cwth) (and the Higher Education Standards Framework (Threshold Standards) 2015 made under that Act)</li> </ul>	CEO and Dean
<ul style="list-style-type: none"> <li>Education Services for Overseas Students Act (2000) (Cwth) (and the National Code of Practice for Providers of Education and Training to Overseas Students 2018 made under that Act)</li> </ul>	CEO, Dean & Registrar
<ul style="list-style-type: none"> <li>Higher Education Support Act (2003) (Cwth) (and the Higher Education Provider Guidelines 2012 made under that Act)</li> </ul>	Registrar
<ul style="list-style-type: none"> <li>Higher Education Support (HELP Tuition Protection Levy) Act (2020) (Cwth)</li> </ul>	Registrar
<b>Overarching General Laws</b>	
<ul style="list-style-type: none"> <li>Corporations Act (2001) (Cwth)</li> </ul>	CEO
<ul style="list-style-type: none"> <li>Competition and Consumer Act (2010) (Cwth)</li> </ul>	CEO
<ul style="list-style-type: none"> <li>Copyright Act (1968) (Cwth)</li> </ul>	Librarian
<ul style="list-style-type: none"> <li>Electronic Communications Act (2000) (SA)</li> </ul>	Business Manager
<b>Employees, contractors and the workplace</b>	
<ul style="list-style-type: none"> <li>Fair Work Act (2009) (Cwth)</li> </ul>	CEO
<ul style="list-style-type: none"> <li>Educational Services (Post Secondary Education) Award 2010</li> </ul>	CEO & Dean
<ul style="list-style-type: none"> <li>Work Health and Safety Act (2012) (SA) (and the Workplace Health and Safety Regulations 2012 (SA) made under that Act)</li> </ul>	Director of Student Services & Campus Wellbeing
<ul style="list-style-type: none"> <li>Return To Work Act (2014) (SA)</li> </ul>	CEO
<ul style="list-style-type: none"> <li>Return To Work Regulations (2015) (SA)</li> </ul>	Director of Student Services & Campus Wellbeing
<ul style="list-style-type: none"> <li>Fair Work Act (1994) (SA)</li> </ul>	CEO
<ul style="list-style-type: none"> <li>Environmental Protection Act (1993) (SA)</li> </ul>	CEO



## Privacy

- Privacy Act (1988) (Cwth) (including Schedule 1 - Australian Privacy Principles) CEO & Registrar
- Surveillance Devices Act (2016) (SA) CEO
- My Health Records Act (2012) (Cwth) CEO & Registrar

## Equity and diversity

- Equal Opportunity Act (1984) (SA) Director of Student Services & Campus Wellbeing
- Equal Employment Opportunity (Commonwealth Authorities) Act (1987) (Cwth) CEO & Dean
- Disability Discrimination Act (1992) (Cwth) (and the Disability Standards for Education 2005 made under that Act) Director of Student Services & Campus Wellbeing
- Racial Discrimination Act (1975) (Cwth) CEO and Dean
- Sex Discrimination Act (1984) (Cwth) CEO and Dean
- Human Rights and Equal Opportunity Commission Act (1986) (Cwth) CEO and Dean

## Finances and accounting

- Income Tax Assessment Act (1936) (Cwth) Business Manager
- Income Tax Assessment Act (1997) (Cwth) Business Manager
- Fringe Benefits Tax Assessment Act (1986) (Cwth) Business Manager
- Superannuation Guarantee (Administration) Act (1992) (Cwth) Business Manager
- A New Tax System (Goods & Services Tax) Act (1999) (Cwth) Business Manager
- Payroll Tax Act (2009) (SA) Business Manager

## Immigration

- Migration Act (1958) (Cwth) CEO & Registrar

## Children

- Children and Young People (Safety) Act (2017) (SA) CEO and Dean
- Child Safety (Prohibited Persons) Act (2016) (SA) CEO and Dean

## Schedule B - List of TEQSA Guidance and Good Practice Notes

### Academic Governance

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-academic-governance>

### Academic Integrity

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-academic-integrity>

### Academic leadership

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-academic-leadership>

### Academic Quality Assurance

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-academic-quality-assurance>

### Corporate Governance

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-corporate-governance>

### Diversity and Equity

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-diversity-and-equity>

### External Referencing

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-external-referencing-including-benchmarking>

### Financial Assessment

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-financial-assessment>

### Financial Standing

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-financial-standing>

### Grievance and Complaint Handling

<https://www.teqsa.gov.au/for-providers/resources/guidance-note-grievance-and-complaint-handling>

### Scholarship

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-scholarship>

### Staffing, Learning Resources and Educational Support

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-staffing-learning-resources-and-educational-support>

### Technology Enhanced Learning

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-technology-enhanced-learning>

### Third Party Arrangements

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-third-party-arrangements>

### Wellbeing and Safety

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-wellbeing-and-safety>

### Work Integrated learning

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-work-integrated-learning>

### Workforce Planning

<https://www.teqsa.gov.au/latest-news/publications/guidance-note-workforce-planning>

### Good Practice Notes:

#### Addressing Contract Cheating to Safeguard Academic Integrity

<https://www.teqsa.gov.au/latest-news/publications/good-practice-note-addressing-contract-cheating-safeguard-academic>

#### Improving Retention and Completion of students in Australian Higher Education

<https://www.teqsa.gov.au/latest-news/publications/good-practice-note-improving-retention-and-completion-students-australian>

#### Making Higher Education Admissions Transparent for Prospective Students

<https://www.teqsa.gov.au/latest-news/publications/good-practice-note-making-higher-education-admissions-transparent>