

# Academic Board

## Terms of Reference

<b>Date first approved:</b>	26 August 2020
<b>Date of effect:</b>	26 August 2020
<b>Date last amended:</b>	19 March 2025
<b>Dates amended:</b>	28 May 2024 19 March 2025
<b>Date of next review:</b>	4 March 2027
<b>Approved by</b>	Board of Directors
<b>Authorised Officer</b>	Chair, Academic Board
<b>Supporting documents, procedures and forms of this policy</b>	
<ul style="list-style-type: none"> <li>Stanley College Constitution</li> <li>Stanley College Quality Assurance Framework</li> <li>Stanley College Governance Charter: Summary</li> <li>Authorisations and Delegation Policy</li> <li>Risk Management Framework &amp; Policy</li> <li>Terms of Reference—Board of Directors</li> <li>Terms of Reference—VET Council</li> <li>Terms of Reference—Audit &amp; Risk Committee</li> <li>Terms of Reference—Learning and Teaching Committee</li> <li>Terms of Reference—Course Advisory Committee</li> </ul>	<ul style="list-style-type: none"> <li>Learning and Teaching Plan</li> <li>Research and Scholarly Activity Plan</li> <li>Student Services Plan</li> <li>Facilities Development Plan</li> <li>ICT Development Plan</li> <li>Workforce Plan</li> <li>Institutional Benchmarking Framework</li> <li>Academic Integrity Policy (and Procedure)</li> <li>Admissions Policy (and procedure)</li> <li>Course Development and Review Policy (and procedure)</li> <li>Policy and Procedure on Research, Scholarship and Professional Development for Academic Staff</li> <li>Work Integrated Learning Policy (and Procedure)</li> <li>Research Policy and Procedure</li> <li>Research Ethics Policy and Procedure</li> </ul>

<ul style="list-style-type: none"> <li>• Terms of Reference: Research and Research Higher Degrees Committee</li> <li>• Terms of Reference: Research Ethics Committee</li> </ul>	
<b>Related Legislation</b>	<ul style="list-style-type: none"> <li>• Higher Education Standards Framework 2021</li> <li>• Tertiary Education Quality and Standards Agency (TEQSA) Act 2011</li> </ul>
<b>Audience</b>	Public

## 1. PURPOSE

1.1 These Terms of Reference constitute a written policy document, established under delegation by the Stanley College Board of Directors to the Academic Board. They set out the purpose, accountability and responsibility, composition, timing and conduct of meetings, the roles and responsibilities, and authority of the Academic Board as the peak body of academic governance at Stanley College.

1.2 The Academic Board enables a clear separation between the higher education academic, vocational education and training, and corporate governance of Stanley College proper to the requirements of the College's higher education purpose (particularly in respect of free intellectual inquiry), whilst also maintaining such connection between academic and corporate decision-making as allows the efficiency of the organisation in achieving its higher education purpose.

## 2. SCOPE

As the peak body of higher educational academic governance at Stanley College, the Academic Board provides independent oversight of all academic matters for all the Higher Education activities of the College. It informs the College's executive and management staff in their attendance to these matters. Oversight and governance of vocational education training (VET) related matters is provided by the VET Council.

## 3. PROVISIONS

### Role and principles

3.1 The Stanley College Board of Directors delegates responsibility for academic governance, academic decision-making and monitoring to the Academic Board for matters relating to Higher Education courses.

3.2 Stanley College has established a system of academic governance that provides oversight and monitoring of all academic activities. This encompasses monitoring from unit to course level, to the institutional level. The Academic Board will:

- a. Provide institutional academic leadership with oversight of the following subcommittees:
  - Learning and Teaching Committee

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- Course Advisory Committee
  - Board of Examiners
  - Student Representative Committee
  - Research and Research Higher Degrees Committee
  - Research Ethics Committee
- b. Approve new courses and periodically review existing courses, programs, and units/subjects of study;
- c. Set academic standards and ensure that they are maintained:
- Student outcomes – pass rates, attrition rates;
  - Student/Graduate Experience – student support, student satisfaction, graduate satisfaction, employer satisfaction;
  - Academic Staff Profile – student/staff ratio, staff qualifications, tenure;
- d. Develop, monitor and review the academic policies that guide all academic and research activities;
- e. Ensure that the policies, systems, strategies, and resources are in place to fulfil its roles;
- f. Ensure student participation in academic governance, and
- g. Offer advice to corporate decision making on academic and research matters, particularly to the Board of Directors.

The Academic Board plays a key role in all these matters though it is not the only part of the organisation that has responsibility in these areas<sup>1</sup> (see the *Stanley College Quality Assurance Framework*).

3.3 The higher education Academic Governance functions at Stanley College are guided by the following principles:

- a. **Independence and integrity.** Protect the academic integrity and quality of the College’s higher education programs, maintaining clear separation between corporate and academic governance.
- b. **Collegiality.** Be transparent and consultative, and all stakeholders should have the opportunity to provide meaningful input into decisions that significantly affect them.
- c. **Efficiency and Effectiveness:** Make the most efficient and effective use of time to deliberate on significant issues and policies. Committees should undertake or delegate to the most appropriate level the authority to meet their terms of reference.
- d. **Good Conduct.** Act in good faith, fairly, honestly and for a proper purpose; members should be appropriately informed and prepared before the meetings and act in the interest of the whole of the College.
- e. **Review.** Be regularly reviewed using external benchmarks in relation to both the performance of the Academic Board, its committees and committee members.

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<sup>1</sup> Baker, A., Hougaz, L. and Wickert, R. (2013) Towards maturity: Academic governance in the non-university higher education sector, *ACPET Journal for Private Higher Education*, 2/2. pp. 23–32, p.30.

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- f. **Strategic focus.** Be strategically focussed, providing policy and evaluative oversight of the academic activity for which they are responsible.
- g. **Communication.** Establish clear means of communication and reporting to assist efficient, informed decision-making and effective distribution of information.
- h. **Inclusivity.** Have a broad and balanced membership with the appropriate skills, knowledge and experience while keeping the number of members as low as practicable.

## Functions

### 3.4 Capacity building and institutional development

- a. Serve as a forum for the debate of College-wide higher education academic issues.
- b. Approve three-year strategic Learning and Teaching Plan and Research and Scholarly Activities Plan for academic staff.
- c. Approve annual Professional Development Plan and Research and Scholarly Activities Annual Plan for academic staff.
- d. Facilitate free intellectual enquiry and ensure academic and research integrity.
- e. Provide formal advice in relation to academic matters
  - i. To the corporate governing body and management, and
  - ii. Through the corporate planning process and the College’s mission and goals.
- f. Facilitate student participation in academic governance.
- g. Contribute to institutional academic leadership.
- h. Provide advice on and monitor the College’s higher education staffing profile by reviewing academic staff qualifications, appointments and position descriptions.

### 3.5 Course development and review

- a. Critically evaluate and make decisions on the development, review and accreditation or re-accreditation of higher education courses, programs, and units/subjects of study.
- b. Approve documents for submission to TEQSA and other government agencies and accredited bodies in relation to higher education registration, course accreditation, articulation pathways, application for major changes and projected student numbers, subject to endorsement by the Board of Directors.

### 3.6 Oversight of the learning and teaching environment

- a. Foster excellence in learning and teaching in higher education at the College.
- b. Assure quality:
  - i. Ensure academic standards are maintained and improved.
  - ii. Review and act on reports assessing performance against the Learning and Teaching Plan, the Research and Scholarly Activities Plan, the institutional Strategic Plan and appropriate benchmarks.
  - iii. Review and act on reports from the Learning and Teaching Committee, the Research and Research Higher Degrees Committee, and Research Ethics Committee.
  - iv. Evaluate the effectiveness of institutional monitoring, review and improvement of academic activities.

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- v. Consider and make recommendations to the College on all learning and teaching policy including policy relating to the admission and progress of students, teaching, assessment, academic appeals and requirements for graduation.
  - vi. Consider and make recommendations to the College on learning and teaching data including data related to student progress rates and grade distributions, course completions, graduate satisfaction, graduate destinations, student grievances and misconduct.
  - vii. Monitor and undertake reviews of its own Terms of Reference and effectiveness.
  - viii. Monitor and undertake reviews of the Terms of Reference and effectiveness of other committees and structures that contribute to academic governance.
- c. Review and advise the College on learning and teaching and research facilities and resources and delivery modes.
  - d. Review and approve reports on domestic and international academic collaborations and partnerships pathway agreements relating to higher education.
  - e. Set policy in conjunction with the College and receive reports on prizes, awards and those scholarships based on academic excellence.
  - f. Formulate, coordinate and review academic and research policy and regulations.
  - g. Review student results and recommend candidates for graduation to the Board of Directors.
  - h. Oversee the College’s responsibility to support the wellbeing and promote the safety of students.

### 3.7 Risk Management

Monitor risks specifically pertaining to Higher Education – learning, teaching and student wellbeing – and keep the Audit and Risk Committee apprised of measures taken to identify and mitigate these risks.

### 3.8 Oversight of research and scholarly activities

Support, guide, and monitor the development and nurturing of a scholarship culture within the College, in line with the Learning and Teaching Plan, the Research and Scholarly Activities Plan, the institutional Strategic Plan and appropriate benchmarks.

## Processes

### 3.9 Communications

- a. Report to the Board of Directors on each of its meeting through its Chair or nominee.
- b. Provide advice to the Board of Directors and other committees of the College as required.
- c. Consider academic and research matters referred to it by the Board of Directors.
- d. Receive reports from the President on the College’s strategic orientation and operational matters forming the context for academic and student affairs.
- e. Receive reports from the Vice-President, Higher Education, and from the Registrar, on the progress of academic and student affairs.
- f. Consider academic and research matters referred to it by the College’s executive.

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- g. Receive reports from the committees of the Academic Board and any other subcommittees, technical committees or working parties that are from time to time established.
- h. Receive reports from student representatives.

### Delegations

- 3.10 Perform functions delegated to it by the Board of Directors.
  - a. Delegate certain functions to its committees, (Board of Examiners, Course Advisory Committee, Research and Research Higher Degree Committee and Learning & Teaching Committee) or such other sub-committees or working groups as it shall establish from time to time.

### Membership

- 3.11 Membership of the Academic Board is on the basis of particular expertise and includes the College's academic leaders.
- 3.12 The membership of the Academic Board should consist of:
  - a. An independent Chairperson of high academic standing and academic governance experience;
  - b. A senior College executive (responsible for academic matters);
  - c. Up to three Academics employed at Stanley College;
  - d. The College Registrar (responsible for Student Services);
  - e. Senior higher education academics, preferably with academic governance experience and/or expertise in relevant discipline and professional areas; and
  - f. Up to two Student representatives
  - g. Graduate representative
- 3.13 The Board of Directors will appoint the Chair of the Academic Board.
- 3.14 There should be at least five members. A Deputy Chair may be an appointed position, or a Deputy can be elected from the membership if the Chair is absent.
- 3.15 Members will be appointed by the Chair of the Academic Board in consultation with the members of the Academic Board, and subject to ratification by the Board of Directors. The term of office will be for up to two years. Members may be re-appointed at the end of the term. Reviews of the Academic Board and its standing committees will be undertaken at least every two years by an independent reviewer. Membership will be reviewed by the Board of Directors and, where appropriate, recommendations for new members will be sought from the Academic Board.
- 3.16 The Academic Board may engage external experts where required to support the work of the Academic Board.
- 3.17 Members shall undergo an induction process as outlined by the Chair of the Academic Board.

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- 3.18 Academic Board members are required to declare and manage any actual, perceived or potential conflict of interest that might arise in the course of their service on the Academic Board.
- 3.19 Upon approval of the Chair of the Academic Board, where a College staff member is unable to attend, the member may nominate a representative who will be considered a voting member in the absent member's stead.
- 3.20 Casual vacancies will be filled by nominations from the Academic Board to the Board of Directors for approval, ensuring that the relevant expertise held by the outgoing member is filled. Persons appointed to fill a casual vacancy shall hold office from the time that person is appointed until the expiry of the term of that person's predecessor.

### Code of Conduct

- 3.21 Members shall:
- a. Keep their comments to matters before the Board;
  - b. Attend meetings and be punctual;
  - c. Act in the best interests of Stanley College and not bring Stanley College into disrepute;
  - d. Exercise appropriate care and diligence;
  - e. Not make false statements or falsify records;
  - f. Act appropriately to not gain advantage for themselves or others;
  - g. Not make offensive statements or comments or behave improperly;
  - h. Shall cease speaking when called to order by the Chair;
  - i. Declare any potential conflicts of interest and stand aside from discussions and voting on such matters deemed to be a conflict of interest;
  - j. Keep all matters in confidence and not disclose any matters of business to the general public, members of staff or other associates of Stanley College.

### Quorum

- 3.22 The quorum for a meeting is more than half the membership. If a quorum has not been established after 15 minutes, then the Chair has the discretion to continue or cancel the meeting. Items of business at an inquorate meeting may be sent to members for approval out of session.

### Meetings

- 3.22 The Academic Board shall meet a minimum of four times per year according to a preestablished schedule. Meetings may be conducted face-to-face or online via web conferencing or similar technology.
- 3.23 Meetings shall be held according to the Schedule or at other times, such as when specifically requested by the Chair of the Academic Board, the Board of Directors or via a request from a majority of members. Not less than five working days' notice shall be given.
- 3.24 The Secretary will circulate an agenda and meetings papers at least five working days before the meeting. The Chair may permit additional business to be added at the meeting if time permits.
- 3.25 For urgent matters, the Chair may act on behalf of the Academic Board and report those matters at the next scheduled meeting. The Chair may seek the advice of some or all members of the Academic Board or convene the Executive Academic Board.

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3.26 For out of session non-urgent matters, a flying minute may be circulated to members.

3.27 The membership of the Executive Academic Board should consist of:

- a. The Chair of the Academic Board;
- b. A senior College executive (responsible for academic matters);
- c. The College Registrar

The Executive Academic Board supports the operation and workflow of the Academic Board. It may be asked by the Chair to assume the following responsibilities:

- Setting the agenda for meetings of the Academic Board.
- Reviewing meeting papers before their circulation to the Academic Board.
- Advising the Chair on urgent matters.

3.28 Conduct of meetings:

- a. The Chair shall conduct the meeting according to the following standing orders; ensure order is maintained; and give members an opportunity to speak and vote on matters tabled at the meeting.
- b. The order of business shall follow the agenda unless agreed otherwise.
- c. Matters for debate or to move a motion must be on the agenda and seconded, unless otherwise approved.
- d. Voting shall be by show of hands unless a secret ballot is requested.
- e. Matters will be passed by a majority of members.
- f. The Chair shall have the deciding vote if there is a tie.
- g. Members may speak more than once at the discretion of the Chair.
- h. A motion may be amended or withdrawn with the consent of the members.
- i. When an amendment is before the Chair, discussion shall be confined to that amendment.
- j. No further amendments can be made if they are substantially the same, or if the amendment is a direct negative.

3.29 Adjournment: The Chair may adjourn the meeting from time to time with the consent of the Academic Board or if directed by the Academic Board. Business at the adjourned meeting shall be confined to business that was left unfinished at the meeting where the adjournment took place. If a meeting has been adjourned for more than 10 working days, notice shall be given as for an ordinary meeting.

#### Effectiveness

3.30 The Academic Board must periodically evaluate and reflect on the effectiveness of academic governance and monitoring systems at the College drawing on a formal annual self-assessment, and an external review of academic governance at least once every four years.

#### Secretariat

3.31 The Academic Board will be provided with administrative support, and a secretary will distribute agendas and papers to members prior to meetings, and to record, prepare and distribute minutes and provide executive support. Agendas and papers for meetings will be distributed to members at least 5 working days in advance of any meetings.

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3.32 The secretary shall accurately record the minutes of each meeting. Minutes of each meeting will be available for review by the Chair no later than 5 working days after each meeting. Unconfirmed minutes will be distributed to members after approval by the Chair for approval at the next meeting.

3.33 The following details shall be recorded in the minutes:

- a. Date, time and venue of the meeting
- b. Names of members present and apologies and the name of the Chair
- c. An overview of discussions and business conducted; motions and outcomes of votes; action items and persons responsible
- d. Date, time and venue of next meeting
- e. Time the meeting finished.

3.34 The minutes of the preceding meeting shall be circulated to members. The Chair will:

- a. Seek confirmation of the minutes in their current state; or
- b. Seek confirmation of the minutes with amendments;
- c. Sign the confirmed minutes.

#### **Dismissal of members**

3.35 Members are required to adhere to the Code of Conduct listed above. Non-compliance with the code of conduct could result in the removal of the individual/s from the Board. Such inappropriate conduct includes, but is not limited to:

- a. Not adhering to the Code of Conduct listed above
- b. Not attending meetings; being unreliable; or not being punctual
- c. Having a criminal record
- d. Making commercial misrepresentations.

3.36 If a member's conduct is in question, and it appears to be a minor issue, then the Chair should contact the member and discuss the matter to determine if it can be resolved. If it cannot be resolved or the matter is deemed to be serious, then a formal notice should be sent by the Chair to the member outlining the issue. Evidence should be included where relevant, and/or details of a complaint if appropriate.

3.37 Members should be given an opportunity to respond to the notice. After the third written notice, the member is dismissed from the Board. Members may appeal the proposed action and should be given the opportunity to meet with the Board of Directors. Members may bring a representative to any appeal meetings. The outcome of the appeals meeting is final.

3.38 If the matter is considered extremely serious, then only one notice is necessary; such as having a criminal record that has not been disclosed. Other disciplinary action may include temporary dismissal for a period of time.

#### **Amendment of standing orders**

3.39 These standing orders may be amended by a motion which has been presented according to these standing orders.

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**Review of Terms of Reference**

3.39 These Terms of Reference may be reviewed from time to time as directed by the Board of Directors or the Academic Board. Any amendments agreed by the Academic Board will be recommended by the Chair of the Academic Board for ratification by the Board of Directors.

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