



Academic Board

Terms of Reference

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Approved Date:	14 December 2023 <small>(amendment 27/2/2024)</small>	Review period	3 Years
Approval Reference:	Board Resolution No 240227/03 Approval of Terms of Reference of Academic Board		

Academic Board Terms of Reference

1. Preamble

The Lyons College Board of Directors (Board) is responsible for the corporate governance of the College's higher education operations. The Board delegates the higher education academic governance to the Academic Board (AB).

While the AB is established by the Board and the AB reports to the Board on matters considered to be of strategic importance, the Board delegates the highest level of decision-making authority on academic matters and academic policy to the AB.

The AB is responsible for the academic governance of Lyons College's higher education operations and the Chief Executive Officer (CEO) delegated with executive authority for the management of higher education operations.

2. Purpose

The purpose of the Academic Board is to:

- 2.1. Be responsible for all academic governance for Lyons College.
- 2.2. Review and approve the development and implementation of courses.
- 2.3. Ensure maintenance and moderation of academic quality standards.
- 2.4. Report to the Board on all higher education academic matters.
- 2.5. Review and make directives on the enhancement of the quality of courses and the quality of teaching.

3. Duties and Responsibilities

The duties and responsibilities of the AB include:

- 3.1. Provide information and reporting to the Board allowing them to fulfil their obligation of having oversight of higher education operations and the monitoring of academic activities.
- 3.2. oversight of development, review and renewal of new and existing courses to ensure the academic quality, relevance and integrity. Courses must be reviewed and renewed at least every five years.

- 3.3. The creation, approval, implementation and review of all policies and procedures directly relating to academic courses.
- 3.4. Review then approve or reject the Graduands recommended by the LTC.
- 3.5. Where Graduands are approved, recommend to the Board which students should be conferred an award from Lyons College.
- 3.6. Ensuring the quality and content of Lyons College's higher education courses.
- 3.7. Benchmarking the content, implementation, and results of academic courses against those of other higher education providers.
- 3.8. Continuous benchmarking of course content and outcomes.
- 3.9. Identification of risks within the College's higher education academic courses and recommendation of mitigation recommendations.
- 3.10. Ensuring the academic courses of the College are run in compliance with relevant legislative and regulatory requirements including the Higher Education Standards Framework (Threshold Standards) 2021 and the National Code 2018 and AQF.
- 3.11. Management of student discipline and grievance processes.
- 3.12. Monitoring and maintaining standards of academic excellence and integrity within the College.
- 3.13. Periodic review of academic policies and procedures.
- 3.14. Assuring the quality of academic policies and procedures in relation to academic standards, quality assurance, course monitoring, admissions, student progress, academic integrity and community service.
- 3.15. Monitor student wellbeing, course progression and experience.
- 3.16. Monitor and review student progress and success data, student feedback and other comprehensive reviews and use benchmarking and external referencing to inform admission criteria and approaches to course design, teaching, supervision, learning and academic support to mitigate future risks to the quality of the education provided and to guide and evaluate improvements.
- 3.17. Monitor the participation, progress and completions of identified cohorts from under-represented and disadvantaged backgrounds (including students from Aboriginal and Torres Strait Islander heritage) and use the findings to inform admissions policies and processes, improvement of teaching and learning and support strategies for each identified subgroup.

4. Committees

The Academic Board has authority to establish committees as it needs to complete all tasks of academic governance.

Under this Charter, the Directors agree that:

1. The AB will establish each committee's terms of reference setting out its responsibilities, delegations, modus operandi and membership;
2. The AB shall appoint the members of each committee. Members of the committee shall be removed by resolution of the Board;
3. All Committees established by the AB will report to the AB;
4. The common purpose of AB Committees is to support the work of the AB and its decision-making by providing expert review and advice on matters before the committee and recommending action to the AB; and
5. Once a recommended course of action has been endorsed by the AB, providing guidance and oversight for implementation may be delegated by the AB to the relevant Committee.

5. Composition and Membership

The Academic Board has a delegated authority from the Board of Directors. The chair of the Academic Board will be appointed by the Board of Directors. External members will be appointed by the Academic Board.

Members will be appointed by the AB based on submitted application. Factors that will be considered will include experience in senior academic management and sitting on Boards, as well as the balance of skills and expertise needed on the AB.

5.1. Members

Member	Basis of Appointment	Duration of Appointment
Chair	Appointed by the Board of Directors <i>Chair must be independent</i>	2 years
Dean	Ex officio voting member	Duration of Appointment

Up to three external members with expert Academic and or Industry experience	Appointed by AB	2 years
Up to three Academic Staff members	Appointed by the Dean	2 years
Student Representative	Elected by student body	1 year

Members may be nominated to serve additional terms, but may not serve more than three consecutive terms.

Chair

The Chair of the Academic Board is appointed by the Board of Directors.

The Chair of the AB will direct and lead the AB during meetings. The Chair will ensure that meetings are conducted in an orderly and proper fashion, and that they at all times reflect the values and vision of the College.

In accordance with the Board of Directors Terms of Reference, the Chair of the AB will attend Board Meetings in an ex-officio capacity. This appointment is to provide regular information flow from the AB to the Board. The Chair of the AB will not be a member of the Board of Directors and does not have the authority to participate in decision making or vote on resolutions of the Board.

The Chair of the AB is also responsible for:

- Liaising with the Secretary to produce meeting minutes, agendas and notes;
- Ensuring that meetings are run in an orderly and efficient manner;
- Providing members of the AB with feedback on their decisions and behaviour;
- Put questions and amendments to vote and report the result of the vote; and
- Engage with and consult Lyons College Management and the AB about policy matters.

Student Representative

The role of the Student Representative (SR) is to act as the conduit and voice between the student body and Lyons College. The SR is expected to accurately and objectively represent students' suggestions, ideas, information and concerns at the Academic Board. The SR is responsible for:

- attend scheduled Academic Board meetings and participate in decision making as a Member of the Academic Board
- provide accurate feedback to the student body on the proceedings of the Academic Board
- being available to listen to student views and concerns, and actively represent them in an objective and accurate manner
- provide independent support, advice and advocacy to students free of charge
- maintain confidentiality and independence when representing students
- provide independent support, advice and advocacy to students in relation to Lyons College's *Student Complaints and Appeals Policy and Procedure*, Academic Misconduct and Non-Academic Misconduct
- provide independent support, advice and advocacy for students to resolve misunderstandings or disputes with Lyons College or other students
- act in the overall best interests of students with regard to Lyons College's Policies and Procedures
- act as a reference point to clarify and explain Lyons College's Policies and Procedures to students
- raise student concerns with Lyons College

5.2. Conditions of Membership

The following conditions must be followed by members of the AB. Failure to observe these conditions may result in dismissal from the AB as outlined in *5.4 Dismissal from the AB*.

Members of the AB must at all times:

- 5.2.1. Make themselves available for at least three of the four regular meetings of the AB in a year. Members cannot send a proxy to a meeting;
- 5.2.2. Members must be fit and proper persons
- 5.2.3. Positively reflect the image of the College;
- 5.2.4. Abide by the conditions described in *4.3 Conflict of Interest*;

- 5.2.5. Engage constructively and civilly in AB discussions;
- 5.2.6. Give appropriate notice of their intention to attend meetings and attend scheduled meetings; and
- 5.2.7. Promptly perform their role effectively, each member will need to develop and maintain their skills and knowledge, including and understanding of the Committees responsibilities and the College's business, operations and risk.

4.3 Conflict of Interest

Members of the AB are required to declare any conflicts they might have. This might include being employed by an external entity, holding shares in a company, or anything else that would make them a personal stakeholder. If a staff member has a significant conflict of interest, this may prevent them from being on the AB.

Where a smaller conflict of interest exists, the staff member may be restricted from voting on certain issues. If a member of the AB has evidence to suspect another member of the AB has a conflict of interest, they should notify the Chair who then becomes responsible for investigating the issue. Where a member of the AB has a conflict of interest that they have not declared, they may be removed from the AB.

6. Procedures

6.1. Meetings

The Secretary of the AB is responsible for organising the AB's meetings. This includes finding an appropriate location to meet and a date and time that is suitable for the majority of members. The Secretary will also create an agenda for the AB's meetings. This agenda will cover the topics to be discussed and will include time for open discussion where members can raise issues that have not been covered. The agenda should also include a time for the student representative to raise issues and concerns from the student body. This agenda is to be given to all members of the AB a week prior to the meeting.

Once the meeting commences, the Chair is responsible for ensuring the discussion follows the agenda, and that the discussion is conducted in a rational and constructive manner.

The AB is to meet at least four times per year. Additional meetings may be called as required. The AB must meet within two weeks of being given direction to do so by the Board of Directors.

6.2. Quorum

Meetings need to have at least one half of the current sitting members plus one present to proceed.

6.3. Minutes

The Secretary of the AB is responsible for compiling the minutes. The Secretary is also responsible for the timely distribution of the minutes, which will be distributed to the sitting AB members for approval. The approved AB minutes will be provided to the Board of Directors.

6.4. Dismissal from the AB

Failure to abide by the conditions of membership described in *4.1 Conditions of Membership* may result in dismissal from the AB.

The Chair may be dismissed by a resolution of the Board of Directors. Other members may be dismissed by a resolution of the Academic Board.

6.5. Motions

Any member of the AB may introduce a motion to be voted on. The Chair will decide the most appropriate means of voting (show of hands or secret ballot). If a majority of the AB votes in favour of the motion, the motion is considered to have passed.

All members of the AB are eligible and authorised to vote, with the exception of the Secretary.

7. Review of the AB and Terms of Reference

The AB will undergo an external review every five years or earlier as required. The AB (or Board) will review this document every three years, or more frequently if required. This is to ensure alignment with Board directives.

Version Control and Change History					
Version Number	Approval Date	Approved by	Amendment	Created by	Review Date
V0.1			Document creation		
V0.2			Refining purpose and duties and responsibilities. Define membership composition.		
V1.0			Final version		Five years from date of approval or as required
V1.1	14 July 2017	Board	Changes to reflect the dissolution of the Higher Education Governance Board (HEGB) referring authority back to the Board Renaming the Higher Education Academic Board (HEAB) to the Academic Board (AB)		July 2020 or as required
V1.2	14 December 2017	Board	Added more detailed numbering and corrected errors in section numbers. Minor typographical amendments. Changed "Chairperson" to "Chair". Change 5.1 Meetings responsibility to Secretary. General formatting amendments. Board Resolution 20171214/04		Prior to December 2020

V1.3	18 July 2019	Board	<p>Incorporate improvements and suggestions stemming from TEQSA Assessment Report. The following amendments have been included to address the concerns raised by TEQSA:</p> <ul style="list-style-type: none"> ➤ Clearly articulate the AB's role in providing information for the Board's oversight of higher education and monitoring of academic activities. ➤ Add the Chair of Academic Board as an ex-officio member of the Board. ➤ Clearly articulate the AB's role in the award of higher education qualifications. ➤ Clarify Secretary is a non-voting member. 		Prior to July 2021
1.4			<p>Provide more detail around how the AB will use monitoring, review and analysis to inform continuous improvements.</p> <p>Explicitly ensure that monitoring and review includes identified cohorts from under-represented and disadvantaged backgrounds (including students from Aboriginal and Torres Strait Islander heritage).</p> <p>The Addition of the roles and responsibilities of the Student Representative.</p>		

211221	21 December 2021	Board	Change method of appointment and dismissal of Chair and members Update duties and responsibilities Update composition of Board Update board review section Board Resolution No 20211221/3	Ben Saporta	December 2027
231214	14 December 2023	Board	Create “Committee” section of TOR	Ben Saporta	December 2027
240227	27 February 2024	Board	Remove “Secretary” from document	Ben Saporta	December 2027