

GUIDELINES ON APPOINTMENT OF COUNCIL MEMBERS BY COUNCIL AND BY THE GOVERNOR IN COUNCIL

The appointment of Council members is subject to consideration by the Nominations Committee and recommendation either to the Minister (in the case of Governor in Council appointments) or to Council (in the case of members appointed by Council).

1. Requirements specified by the Minister and in Guidelines for the Appointment and Remuneration of Part-time Non-Executive Directors of State Government Boards and Members of Statutory Bodies and Advisory Committees (Feb 2010)

- 1.1 Council should be comprised of an appropriate mix of expertise, experience and a range of perspectives; consideration should be given to gender balance and cultural diversity; each member should add value to the work of the body and work well with other members.
- 1.2 Due process and the principles of merit selection are to be observed.
- 1.3 A shortlist of potential candidates should be developed and each potential candidate should be interviewed.
- 1.4 At the discretion of the Minister, prior to the forwarding of recommendations to the Minister, the Chancellor may be invited to discuss with the Minister the names of short-listed potential candidates for Council membership to determine the Minister's views.
- 1.5 The number of persons recommended to the Minister must be two times greater than the number of prospective vacancies. The Minister may recommend to Cabinet the appointment of a nominee of the University or another person identified by the Minister.
- 1.6 Skills Victoria (on behalf of the Minister) requires a current curriculum vitae for each candidate, on the prescribed form.
- 1.7 In the case of recommendations to the Minister on the reappointment of current members of Council, details of the number of meetings attended by the member during their term of office need to be provided (normally 75% of meetings should have been attended).
- 1.8 The renewal of Members of Council appointed by the Governor in Council may be limited to two terms.

2. Identification of Potential Candidates for Council Membership

The Nominations Committee will identify a list of potential candidates for Council membership from:

- suggestions put forward by Council members each year, on the invitation of the Council Secretary
- suggestions put forward by the Chancellor, the Vice-Chancellor and members of the Nominations Committee
- names provided to the University by the Minister following a call to members of the public for expressions of interest in being appointed as a member of Council
- other sources identified by the Committee from time to time.

3. Selection Process

- 3.1 Where a member appointed by Council or by the Governor in Council is eligible for reappointment, before the expiry of his or her term, the member will be invited to advise the Chancellor whether he or she wishes to seek reappointment. Where a member wishes to be considered for reappointment, the matter will be considered by the Nominations Committee having regard to:
 - the member's frequency of attendance at Council and committee meetings

- the overall composition of the Council and the matters identified in 3.3 below.
- 3.2 For all appointments to vacant positions, the Nominations Committee will consider the list of potential candidates for appointment to Council identified in paragraph 2, above, having regard to the matters identified in 3.3 below.
- 3.3 In considering appointments or reappointments, the Nominations Committee will consider:
- (a) the balance of skills and experience of Council members as required by sections 7(1B) and 7(1BA) of the Deakin University Act 1974 (Vic). Consideration will also be given to whether a prospective candidate has:
 - experience relevant to the University’s strategic priorities and Council’s identified functions
 - previous board or like experience
 - senior management experience
 - (b) the balance of attributes of Council members, including:
 - representation of University community stakeholder groups
 - geographic spread of membership
 - (c) gender balance of membership (the gender balance of the Council is expected to be 50:50¹)
 - (d) the requirements of National Governance Protocols 5 and 6 (NGP 5 requires that “There must be at least two members having financial expertise (as demonstrated by relevant qualifications and financial management experience at a senior level in the public or private sector) and at least one member with commercial expertise (as demonstrated by relevant experience at a senior level in the public or private sector)”; NGP 6 requires that “Members so appointed must be selected on the basis of their ability to contribute to the effective working of the governing body by having needed skills, knowledge and experience, an appreciation of the values of a higher education provider and its core activities of teaching and research, its independence and academic freedom and the capacity to appreciate what the higher education provider’s external community needs from that higher education provider”)
 - (e) any other matters which it may regard as material.

4. Recommendations by the Nominations Committee on Appointments and Reappointments by the Governor in Council and Reporting to Council

- 4.1 The Nominations Committee will recommend to the Minister that a named person or persons be appointed and/or reappointed to Council by the Governor in Council. For each vacancy two names are to be provided.
- 4.2 At the next opportunity, the Nominations Committee will report to Council that it has put forward recommendations to the Minister.

¹ Skills Victoria advises that from January 2009 the gender balance on university Councils is required to be 50%, which is consistent with Victorian Government requirements for all Councils of Victorian public entities.

5. Advice on Governor in Council Members Appointed or Reappointed

- 5.1 Skills Victoria advises the University of the Minister will recommend to Cabinet and provides probity forms to be completed by the nominee. The forms include a police check which is arranged by Skills Victoria and the probity forms together with a curriculum vitae signed and dated no older than one month are provided to Skills Victoria. Nominations do not go to Cabinet until the forms have been received and a police check has been completed.
- 5.2 Skills Victoria will advise when the nominee has been approved by Cabinet and the Governor in Council.

The appointment will be reported to Council.

6. Recommendations by the Nominations Committee on Appointments and Reappointments by Council

- 6.1 The Nominations Committee will recommend to Council persons to be appointed to fill each vacancy.

7. Casual Vacancies

- 7.1 Where any member of Council resigns or is unable to continue to hold office for any reason described under section 15 of the Act, the Council Secretary will declare a casual vacancy before the expiration of the term for which the member was appointed. The process for filling a casual vacancy will be the same as that for filling an ordinary vacancy (refer to section 15 of the Act).
- 7.2 If the vacancy occurs within three months before the expiry of the member's term of office, the office may be left vacant for the remainder of the term.
- 7.3 A member appointed to fill a casual vacancy should normally be similarly qualified as the member whose office has become vacant.
- 7.4 A member appointed to fill a casual vacancy is entitled to hold office for the remainder of that term.

Approved by Council on 15 April 2010