

Deakin University

Council Regulations

Part 1 – Preliminary

1. Title

These regulations may be cited as the Council regulations.

2. Authorising Provision

These regulations are made by Council pursuant to Part 5 of the Act.

3. Commencement

These regulations come into operation on the day they are published on the University website.

4. Definitions

The definitions in the Act and the University Statute apply to these regulations, unless the context requires otherwise.

Part 2 – Council Responsibilities and Membership

5. Role and Responsibilities of Council

- 5.1 Council is responsible for the governance of the University. It sets the University's strategic direction, approves the financial plan, oversees the management of risk and ensures that appropriate plans are in place to achieve the University's goals.
- 5.2 Council is committed to the highest standards of governance, integrity and ethical conduct and to making the best possible decisions for the sustained success of the University.

6. Membership

In accordance with section 11 of the Act, the membership of Council, shall be:

- (a) three official members;
- (b) five government appointed members;
- (c) five Council appointed members; and
- (d) two elected members, being:
 - (i) one person elected by and from the staff of the University in accordance with these regulations, for a term not exceeding three years; and

- (ii) one person elected by and from the students of the University in accordance with these regulations, for a term not exceeding one year.

Part 3 – Appointment of Chancellor and Deputy Chancellors

7. Appointment of a Chancellor

- 7.1 Where practicable, not less than six months before the position of Chancellor is scheduled to fall vacant or as soon as practicable after notice of a vacancy is received, Council shall approve a process for the appointment of a Chancellor.
- 7.2 A nominee for Chancellor may be an existing Council member if appointed under sections 11(1)(b) or 11(1)(c) of the Act, or any other person who is not a member of staff or an enrolled student.
- 7.3 A Chancellor shall be eligible for re-appointment provided that the cumulative terms of office do not exceed 10 years.
- 7.4 All members of Council shall be entitled to vote on the appointment of a Chancellor.
- 7.5 The Chancellor shall hold the position of Chair of Council.

8. Appointment of Deputy Chancellor

- 8.1 Members of Council appointed under sections 11(1)(b) and 11(1)(c) of the Act are eligible to nominate for a position of Deputy Chancellor.
- 8.2 All members of Council shall be entitled to vote on the appointment of a Deputy Chancellor.

Part 4 – Election of Staff and Student Members

9. Election of Staff and Student Members

- 9.1 Elections required under **regulation 6(d)** shall be conducted in accordance with these regulations and University policies and procedures.
- 9.2 Staff are
 - (a) eligible to nominate for election under **regulation 6(d)(i)** if employed under a contract of employment of at least 50% full time employment; and
 - (b) eligible to vote in the election if employed under a contract of employment of any duration.
- 9.3 Students are eligible to nominate for election under **regulation 6(d)(ii)** and to vote in the election if they are enrolled in a course leading to a University award and meet the eligibility criteria published by the Returning Officer.
- 9.4 Subject to the approval of the Chancellor, the elected student member of Council may intermit their studies without creating a casual vacancy and is designated as an enrolled Student during that period of intermission.

Part 5 – Council Procedures

10. Council Meetings and Procedure

- 10.1 An ordinary meeting of Council shall be held at least six times in each calendar year on dates to be determined by Council and on such other days as may be necessary.
- 10.2 Council members shall be given at least seven days' notice of a meeting, including the time, place and agenda of the meeting.
- 10.3 An extraordinary meeting of Council:
 - (a) may be called by the Chancellor, a Deputy Chancellor or, in their absence, the Vice-Chancellor, to consider urgent business on whatever notice is appropriate in the circumstances;
 - (b) shall be called by the Chancellor, a Deputy Chancellor or, in their absence, the Vice-Chancellor, within 14 days of receiving a request from at least six members of Council. The request shall set out the reasons why a meeting is required.
- 10.4 Subject to these regulations, Council may regulate its own meeting procedures.

11. Council Committees

- 11.1 Council may establish (or dis-establish) committees that are required from time to time with defined terms of reference.
- 11.2 Committees established by Council are set out in **Schedule 1**.
- 11.3 Committees of Council shall report on each of their meetings to the next meeting of Council.

Part 6 – Vice-Chancellor and Deputy Vice-Chancellors

12. Vice-Chancellor

- 12.1 A Vice-Chancellor has the functions, powers and duties conferred or imposed:
 - (a) by the Act;
 - (b) by the instrument of appointment;
 - (c) by or under the University Statute and the University regulations;
 - (d) by any instrument of delegation approved by Council, or
 - (e) as determined by Council.
- 12.2 In conferring powers on the Vice-Chancellor in accordance with section 26(6) of the Act, Council shall stipulate any limits applying to those powers which may include limits and conditions applying to:
 - (a) approving financial expenditure;
 - (b) entering contracts on behalf of the University;

- (c) approving commercial activities; or
 - (d) other limits or conditions determined by Council.
- 12.3 Subject to any specific requirements imposed by Council, the Vice-Chancellor shall ensure that:
- (a) the University's financial records and accounts are properly maintained in accordance with the applicable accounting standards;
 - (b) appropriate compliance and risk management frameworks are in place;
 - (c) an appropriate internal audit function with an internal audit charter to formally define the purpose, authority and responsibility of the internal audit function and an audit plan is in place as required and approved by Council; and
 - (d) any other governance requirements specified by Council are met.
- 12.4 The Vice-Chancellor shall report to Council:
- (a) half yearly on the performance of the University against key performance indicators set out in the strategic plan;
 - (b) at least four times each year on the financial performance of the University through the Chief Financial Officer;
 - (c) on other matters as set out in Council's annual business schedule, including but not limited to:
 - (i) student enrolments and student satisfaction;
 - (ii) staff satisfaction, engagement and wellbeing;
 - (iii) academic and research performance;
 - (iv) major initiatives and projects;
 - (v) significant policies, systems and developments relating to the management of the University;
 - (vi) significant changes in the environment in which the University operates;
 - (vii) commercialisation initiatives;
 - (viii) alumni and donor relations; and
 - (ix) government and community stakeholder relationships.
- 12.5 A Vice-Chancellor may resign from office by notice in writing to Council delivered to the Chancellor.

13. Deputy Vice-Chancellors and Vice-Presidents

- 13.1 Council, on the recommendation of the Vice-Chancellor, may appoint one or more persons to the offices each of Deputy Vice-Chancellor or Vice-President.

- 13.2 A Deputy Vice-Chancellor or a Vice-President has the functions, powers and duties conferred or imposed:
- (a) by the relevant contract of employment;
 - (b) by or under the University Statute and University regulations;
 - (c) by any instrument of delegation, or
 - (d) as determined by Council.
- 13.3 The Vice-Chancellor will determine the duties and manage the performance of a Deputy Vice-Chancellor or a Vice-President, including termination of the contract of employment.
- 13.4 A Deputy Vice-Chancellor or a Vice-President may resign office by notice in writing to Council delivered to the Vice-Chancellor.

14. Absence of the Vice-Chancellor

- 14.1 In the absence of the Vice-Chancellor, an acting Vice-Chancellor may be appointed:
- (a) for a period of up to 3 months by the Vice-Chancellor;
 - (b) for a period in excess of 3 months, by Council on the recommendation of the Vice-Chancellor.
- 14.2 An acting Vice-Chancellor shall exercise all the powers, carry out all the functions and be subject to the duties and responsibilities of the office of the Vice-Chancellor.

Part 7 – Academic Board

15. Academic Board

- 15.1 In addition to the powers and duties conferred by the Act and University Statute and any resolution of Council, Academic Board is responsible for the oversight of academic quality and standards across the University, and shall:
- (a) set, monitor and review academic policy including the standards for course and unit entry, assessment, academic progress and completion requirements and research conduct;
 - (b) review and where appropriate approve courses and units for delivery that meet the standards;
 - (c) monitor the management of academic risk across the University;
 - (d) promote debate and engagement on academic matters;
 - (e) uphold academic freedom and academic and research integrity;
 - (f) receive reports and consider recommendations and advice from Faculty Boards;
 - (g) contribute to continuous quality improvement measures including University reviews in relation to academic matters;
 - (h) make any recommendation to Council it deems appropriate regarding the academic affairs of the University.

- 15.2 The membership of Academic Board shall be set out in the Academic Board regulations. Academic Board shall establish terms of reference and operating procedures to enable it to meet its objects and functions.
- 15.3 The Chair of Academic Board shall be appointed or elected by Academic Board from the professors of the University in accordance with the Deakin University Academic Board Regulations.
- 15.4 The Chair of Academic Board is the president of Academic Board for the purposes of section 11(2)(c) of the Act and an official member of Council pursuant to section 11(1)(a) of the Act.
- 15.5 After each meeting of Academic Board (or other defined interval) the Chair of Academic Board shall report to Council on:
 - (a) decisions made by Academic Board or by the Chair of Academic Board under delegation from Academic Board; and
 - (b) other matters that Academic Board deems necessary or as required by Council from time to time.

Part 8 – Faculties and Institutes

16. Faculties

- 16.1 Council may establish (or dis-establish) Faculties to undertake activities that facilitate or are conducive to the objects of the University. On the recommendation of the Vice-Chancellor, Council shall appoint a Principal Officer of each Faculty, who shall be responsible to the Vice-Chancellor for the good management of the Faculty.
- 16.2 Faculties specified by Council under section 21 of the Act are set out in **Schedule 2**.
- 16.3 The Principal Officer of each Faculty shall establish and maintain a Faculty Board as required by the Vice-Chancellor Regulations.

17. Institutes

- 17.1 Council may establish (or dis-establish) Institutes to undertake activities that facilitate or are conducive to the objects of the University.
- 17.2 Institutes specified by Council under section 21 of the Act are set out in **Schedule 3**.
- 17.3 The Vice-Chancellor shall:
 - (a) approve the objects for each Institute; and
 - (b) appoint a Principal Officer for each Institute.

- 17.4 The Principal Officer is responsible for the administration of the Institute and for reporting on the Institute's performance as required by and at least annually to:
 - (a) the Institute Board;
 - (b) the Vice-Chancellor; and
 - (c) the Academic Board.
- 17.5 If the Vice-Chancellor considers that an Institute is not fulfilling its objects or ceases to be aligned with the strategic direction of the University, the Vice-Chancellor may recommend to Council that the Institute be dis-established.

Part 9 – Matters Reserved for Council Decision, Delegations and the University Seal

18. Matters Reserved for Council Decision

In accordance with its governance responsibilities, Council shall approve a list of matters reserved for Council decision, which will be published on the University's website.

19. Matters Governed by Part 6 of the Act

In accordance with Part 6 of the Act, and subject to the guidelines and the requirements set out in **Schedule 4**, Council may approve an arrangement, or an amendment to an arrangement for the University to:

- (a) acquire or dispose of land;
- (b) create and administer trust funds;
- (c) receive and borrow money;
- (d) undertake investments;
- (e) be a member of a company, association, trust or partnership;
- (f) form, manage or participate in the formation of a company, trust or partnership;
- (g) enter into a joint venture or joint undertaking with another person or persons; and
- (h) undertake a commercial activity.

20. Delegations

- 20.1 Delegations of authority directly made by Council shall be listed in the Register of Council Delegations published on the University website.
- 20.2 Council shall receive an annual report on actions taken under delegation of authority from Council.
- 20.3 In addition to delegations made by Council and subject to the Act, the University Statute and this regulation, Council, the Vice-Chancellor, a Deputy Vice-Chancellor, a Vice-President and Academic Board may delegate powers and functions in writing, including:
 - (a) a member of staff of the University or other person; or

- (b) a committee or other body of persons.
- 20.4 A delegation in accordance with **regulation 20.1** or **20.3** does not detract from the rights or responsibilities of the delegator, who may continue to exercise such delegated power or powers, but shall constitute sufficient authority for that person or body to exercise the delegated powers.
- 20.5 Council, the Vice-Chancellor, a Deputy Vice-Chancellor, a Vice-President and other University staff (as designated) have the powers and functions to make contractual commitments and financial decisions necessary for the operation and good order of the University in accordance with **Schedule 4**.

21. Use of the University Seal

- 21.1 The University shall have and apply a University seal in accordance with the University's policies and procedures.
- 21.2 The University may execute any document (including a deed) without affixing the University seal if the document is signed in accordance with **Schedule 4**.

Part 10 – Awards

22. Conferral of Awards

- 22.1 Council may confer or grant an award:
- (a) on a person who has completed the requirements of that award, as set by Academic Board;
 - (b) on any person admitted to an honorary degree in accordance with **regulation 23**.
- 22.2 A student will be ineligible for conferral of an award under **regulation 22.1** if:
- (a) they have not satisfied all financial or other obligations to the University;
 - (b) any disciplinary proceedings against the student have not been determined, unless the Vice-Chancellor otherwise directs.
- 22.3 If a student fails to apply to graduate in accordance with University policies and procedures, the University may require that person to graduate in absentia at an appropriate conferring ceremony.

23. Conferral of Honorary Degrees

- 23.1 The Vice-Chancellor, acting on the advice of the designated committee of Council, may recommend to Council that it confer on a person or admit a person to an honorary degree. An honorary degree is not an academic award of the University but is awarded to honour an individual's achievements aligned to the University's objects and values.

- 23.2 Council may confer on that person:
- (a) the Deakin Honorary Doctorate in recognition of an eminent individual who has made an inspiring or significant and sustained contribution to the community aligned to the University's objectives; or
 - (b) the Honorary Master of Innovation in recognition of an individual who has made a meritorious and worthy contribution in their chosen field that is making a difference in the community.
- 23.3 Honorary degrees shall be conferred in accordance with relevant University policies and procedures.
- 23.4 No fee shall be payable for the admission to any degree conferred under **regulation 23**.

24. Revocation of Awards

- 24.1 Irrespective of the date the award was granted or conferred (whether or not before the commencement of this regulation), Council may revoke an award conferred or granted by it:
- (a) under **regulation 22.1(a)** (or its predecessor), if it is satisfied that the award was improperly obtained by a person as a result of error, fraud or misconduct; and
 - (b) under **regulation 22.1(b)** (or its predecessor), if it is satisfied that the recipient, the degree or the University are brought into disrepute.
- 24.2 Any application for the revocation of an academic award shall be directed to the Vice-Chancellor, who shall make a recommendation to Council.
- 24.3 A decision of Council to revoke an award is final, and not subject to University appeal.

Schedule 1 | Committees Established by Council

1. Audit and Risk Committee
2. Chancellor's Advisory Committee
3. Finance and Business Affairs Committee
4. Honorary Degrees Committee
5. Investment Committee
6. Legislation Committee
7. Remuneration Committee

Schedule 2 | Faculties Established by Council

1. Faculty of Arts and Education
2. Faculty of Business and Law
3. Faculty of Health
4. Faculty of Science, Engineering and Built Environment

Schedule 3 | Institutes Established by Council

1. Institute for Frontier Materials
2. Institute for Intelligent Systems Research and Innovation
3. Institute for Physical Activity and Nutrition
4. National Indigenous Knowledges, Education, Research and Innovation Institute
5. Alfred Deakin Institute for Citizenship and Globalisation
6. Institute for Health Transformation
7. Deakin Applied Artificial Intelligence Institute
8. Institute for Mental and Physical Health and Clinical Translation

Schedule 4 | Financial Decisions, Contractual Commitments and Part 6 Activities

Authority to make decisions, including financial commitments, are to be made in accordance with the Delegations policy approved by Council and any associated procedures.

Contractual commitments are to be made in accordance with the Contracts policy approved by Council and any associated procedures.

Part 6 Activities (Property, Finances and Commercial Activities) are to be undertaken in accordance with the Act, the Ministerial guidelines and University policies and procedures dealing with University commercial activities.

History

Version	Date Approved	Approved By	Commencement Date	Amendment/s
1	23 July 2020	Council	1 January 2021	New Regulation