



Version 6
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Acknowledge Education Governance Framework

1. Governance Summary

Acknowledge Education Pty. Ltd. is committed to governance practices that allow the company to effectively and efficiently meet its objectives and goals, to remain a challenging and relevant leader in the education sector and to continue to meet its regulatory and financial obligations and responsibilities.

Acknowledge Education's governance framework is defined by the core roles and responsibilities of the three principal bodies for institutional governance:

Board of Directors is the corporate governing body which sets overall strategic directions and the policies and processes necessary to achieve institutional objectives and performance targets and to sustain the quality of higher education that is offered. It is ultimately responsible to shareholders and stakeholders for both corporate and academic outcomes. The Board of Directors assures itself that the organisation is financially viable and has the capacity to continue to apply sufficient financial and other resources to maintain viability of the entity and its business model, to meet and continue to meet the requirements of the *Higher Education Standards Framework*. It is accountable for all of the operations in or from Australia, including accountability for the award of higher education qualifications and the accuracy and integrity of its representation directly or through agents and other parties.

Academic Board is the academic governing body which sets and oversees the policies and processes necessary to achieve intended academic outcomes consistent with Acknowledge Education's overall strategic directions. The Academic Board is constituted with independent members who provide independent academic advice for informed and competent decision making and direction setting. Academic Board sets academic standards and monitors academic outcomes. It is delegated responsibility by the Board of Directors and is accountable to the Board of Directors for academic outcomes. The meetings of the Academic Board are attended by elected student representative(s) to ensure that the student body has a voice and participates in the deliberative and decision-making process of the organisation.

Executive Management includes the Managing Director and other senior executives and managers, and the Dean. The Executive Management is responsible for implementing policies, programs and processes, including the making of decisions about staffing, budgets, infrastructure, etc. It is



delegated responsibility by the Board of Directors and is accountable to the Board of Directors for effective implementation of both corporate and academic objectives. The Managing Director is ultimately responsible for the staffing in the organisation and may delegate decision making on staffing and budgeting to other members of the Executive Management.

2. Governance Principles and Objectives

2.1 Objectives, goals and values

Acknowledge Education's operations are governed in adherence with the objectives, goals and values set out in the Mission and Goals Statement and elsewhere, and always with regard to the primary purpose of education.

2.2 Principles of governance

Governing bodies must be established, perform functions and exercise duties in accordance with Terms of Reference endorsed by the Board of Directors.

Terms of Reference of governing bodies must be regularly reviewed to ensure their continuing relevance to the operations of Acknowledge Education and their effectiveness in informing continuous improvement.

Members of Acknowledge Education's governing bodies and of senior management must act with integrity and diligence in accordance with their roles as the instruments by which the organisation may achieve its mission, objectives, goals and values.

Members of governing bodies and of senior management must at all times act in accordance with all relevant laws, educational industry standards, regulations and codes, principles of good governance, accepted community and ethical standards, and internally established policies and procedures.

2.3 Conduct and responsibilities of members of governing bodies and members of senior management

Members of governing bodies and members of senior management must be fit and proper persons. They are expected to comply with the spirit, as well as the letter, of the law and the principles of this governance framework.

Members of governing bodies and members of senior management must:

- act for Acknowledge Education's benefit
- act with skill, care and diligence
- fulfil their fiduciary duty to Acknowledge Education
- make appropriate enquiries to ensure Acknowledge Education is operating efficiently and legally to meet its objectives, values and goal
- undertake diligent analysis of all reports and proposals placed before them;
- demonstrate commercial reasonableness in their decisions
- discharge their duties in good faith and honest
- give generously of their skill and expertise.

Members of governing bodies and members of senior management must not:

- use the powers of their office for an improper purpose
- allow personal interests to conflict with Acknowledge Education's interests



- allow the interests of their associates to conflict with Acknowledge Education's interests
- engage in conduct likely to discredit Acknowledge Education or likely to bring Acknowledge Education or the sector in which it operates into disrepute
- make improper use of information gained through their position.

Members of governing bodies and members of senior management will act in a manner that best enables the effective and efficient functioning of the bodies to which they belong or performance of the office they occupy.

To this end during formal meetings and the conduct of business they must:

- accord other members of governing bodies, all staff members and students respect, and respect their view
- act in a professional manner
- actively raise and address issue
- not reproach others for expressing views or opinions
- minimise tangential conversation and chatter that detracts from operational conversations
- refrain from interruption or interjection
- employ good judgment, common sense and tact when discussing potentially sensitive or highly contentious issues.

2.4 Meetings of governing bodies

Meetings of governing bodies must be held regularly to allow members to obtain and exchange information with other members, obtain and exchange information with members of senior management and other governing bodies who may be present, and make formal decisions.

An agenda must be prepared for each meeting to efficiently lead discussion.

Any documents to be presented for review or approval of members of governing bodies should be prepared and presented a reasonable time in advance of meetings to enable informed decisions and discussion.

Minutes of meetings must be prepared, approved and kept.

2.5 Application, review and amendment

2.5.1 Application

This Governance Framework comes into effect immediately on ratification. This Framework applies until superseded by a subsequently ratified version.

This document supersedes any previous version and while in effect prevails over any conflicting document.

2.5.2 Review

This Governance Framework must be reviewed on an ongoing basis to ensure continuing relevance to the operations of Acknowledge Education, ensure that the organisation meets and continues to meet the requirements of the *Higher Education Standards Framework* and effectiveness, and as a tool informing continuous improvement.



2.5.3 External Review

In addition to ongoing informal reviews, regular formal reviews of this Governance Framework must be conducted at least every seven years as required by Standard 6.1.3(d) of the Higher Education Standards Framework (Threshold Standards) 2015. It is to assess the effectiveness of the governing body and academic governance processes to ensure that the finding of the review is considered by the organization and that agreed actions are implemented.

2.5.4 Amendment

This Governance Framework may be amended by approval of the Board of Directors.

Any amendment of this Governance Framework must comply with all relevant Commonwealth and State laws and regulations.

2.6 Diagram – governance structure



3. Board of Directors - Terms of Reference

3.1 Introduction

The Board of Directors takes ultimate responsibility to the shareholders and stakeholders for



both corporate and academic outcomes. It bears overarching responsibility for the management and operation of Acknowledge Education Pty. Ltd.

The Board of Directors is composed to have access to the full range of skills and experience required for the effective governance of the organisation. The Board of Directors must comprise of persons who are fit and proper persons, and at least two members must be ordinary residents in Australia.

The composition includes independent members who provide independent corporate and academic advice for informed and competent decision making and direction setting.

The Board of Directors bears responsibility for:

- ensuring that Acknowledge Education is compliant with all relevant Commonwealth and State laws and regulations, and specifically that all members of the Board of Directors exercise all directors' duties established by the Corporations Act 2001 (Cth) including the prevention of insolvent trading, to act in the best interests of the organisation, to act in good faith and to exercise care and diligence
- ensuring that Acknowledge Education is compliant with the *Higher Education Standards Framework* and identifying any lapses in compliance and initiate prompt corrective action to rectify
- ensuring compliance with other regulatory frameworks as become required by regulatory bodies, including the *National Code 2018*.
- Ensuring compliance with professional accreditation bodies, such as the Australian Community Workers Association
- the long-term governance and strategic direction of the organisation, with the responsibility of setting directions, approve an effective strategic plan and periodically review how the organisation is progressing against defined targets and performance indicators
- ensuring an environment in which free intellectual inquiry is upheld, staff and students are treated equitably, well-being of staff and students is fostered and students have opportunities to participate in decision making processes.
- Conferral of awards as recommended by the Academic Board
- Monitor complaints, misconduct and critical incidents and ensure action is taken to address underlying causes
- appointment and direction of the Managing Director
- development, approval, review and renewal of operational and governance policies and procedures
- overseeing finances, financial viability and budgeting
- monitoring, continually improving and assuring the quality of organisational performance
- the appointment of and discourse with the Academic Board
- ensuring compliance and implementing, managing and monitoring risk management programs
- any other duties incidental to the governance of the organisation.



The Board of Directors may establish and delegate power to governing bodies, sub-committees or management positions, which may govern, review, provide advice or make recommendations regarding any of Acknowledge Education's operations as the Board of Directors sees fit, including, without limitation, governance of the secondary schooling program.

3.2 Purpose

The Board of Directors is the principal governing body of Acknowledge Education. It bears ultimate responsibility for ensuring that Acknowledge Education is well managed and its operations are successful, having regard to the primary purpose of education.

3.3 Authority

In accordance with the powers vested in it by the Company Constitution the Board of Directors has ultimate authority to make decisions regarding Acknowledge Education's operations and the maintenance of the integrity and quality of Acknowledge Education activities.

The Board of Directors has delegated its authority for effective policy development and management for academic governance to the Academic Board. The Board of Directors monitors the implementation of the delegation through regular reports from the Academic Board which contains the minutes of the Academic Board meetings, recommendations and suggestions of the Academic Board; and internal audits conducted by the Chair of the Academic Board and the Dean to monitor implementation of policy and decision making, and to identify risks to higher education operations with the intent of managing and mitigating effectively the material risks. A member of the Board of Directors is to be a member of the Academic Board for the purpose of providing communication between the two bodies.

3.4 Membership

The Board of Directors shall comprise at least two and at most ten members. At least two members of the Board of Directors must be ordinary residents in Australia. All members must be fit and proper persons.

Members shall be appointed in accordance with the Company Constitution on the basis of relevant standing, experience and/or expertise in areas such as education, law, commercial management, and accounting and finance. Members should be appointed in such a way that ensures a balanced membership of the Board of Directors in terms of the skills and experience present.

On appointment members will receive information regarding the roles and responsibilities inherent in their office and a formal letter of appointment.

Members may be dismissed in accordance with the Company Constitution.

3.5 Functions and Responsibilities

3.5.1 Long-term governance and strategic direction

The Board of Directors is responsible for the establishment and formal leadership of strategic framework, setting goals and providing strategic direction.



Strategic plans prepared by the Board of Directors should be reviewed at least every three years.

3.5.2 Appointment of Managing Director

The Board of Directors is responsible for appointing a Managing Director, who may be a Director.

3.5.3 Policies and procedures

The Board of Directors is responsible for the development, review and approval of policies, procedures and other documents governing operations.

The Board of Directors must ensure or seek advice as to the compliance of policies, procedures and other documents with:

- Commonwealth and State legislation, regulations, codes and frameworks
- requirements of accrediting and regulating bodies
- industry-recognised best practices, Australian and International Standards, and quality indicators
- internal policy
- Acknowledge Education's mission statement, values and objectives.

3.5.4 Finances and budgeting

The Board of Directors is responsible for management and review of the financial operations and performance of Acknowledge Education, including:

- Ensuring that financial reporting is materially accurate and meets the requirements of the Australian accounting standards
- Ensuring that effective financial safeguards and controls are operating and that financial statements are audited by an independent qualified auditor registered with ASIC
- maintaining financial viability – by regularly monitoring the organisation's financial position, financial performance and cash flows of Acknowledge Education
- the preparation and approval of annual budgets
- the preparation and approval of any long-term budget
- the assessment and approval of significant capital expenditure
- the assessment and approval of material expenditure outside budgets.

In compliance with the law, members of the Board of Directors exercise all directors' duties established by the Corporations Act 2001 (Cth) including the prevention of insolvent trading.

3.5.5 Quality assurance

The Board of Directors must establish and administer processes for the continuous improvement of administrative and governance practices.

The Board of Directors must conduct annual reviews and prepare reports of all



aspects of Acknowledge Education's performance in meeting relevant strategic objectives, mission, goals and values. The annual review of Academic Governance includes an internal audit that is to be undertaken by the Chair of the Academic Board and the Dean.

3.5.6 Compliance and risk management programs

The Board of Directors bears responsibility for establishing and maintaining effective compliance and risk management programs to ensure compliance obligations are met and risks are mitigated.

The Board of Directors has established a Risk and Compliance Committee to review, consider and make recommendations to the Board of Directors (see 3.6.1)

Compliance requirements include, but are not limited to, the *Higher Education Standards Framework (Threshold Standards) 2015* and the *ESOS National Code*.

The suitability and effectiveness of compliance and risk management practices must be assessed by the Board of Directors on an annual basis.

All recommendations and changes implemented by the Board of Directors must strictly comply or must be made dependent on advice as to compliance with all relevant laws, standards and codes, principles of good governance and community and ethical standards.

3.5.7 Other duties

The Board of Directors must exercise any other function assigned to it by endorsed policy or procedure documents until such time as those duties are extinguished or incorporated into these terms.

3.6 Delegation of power and duties

The Board of Directors may delegate power and duties to other internal bodies, individual directors, the Managing Director, senior management, management teams, or other members of Acknowledge Education staff as it sees fit.

The Board of Directors may establish internal bodies or sub-committees to facilitate the efficient and diligent commission of its duties.

The Board of Directors is responsible for monitoring the actions of all bodies and sub-committees established pursuant to this term.

All bodies and sub-committees established pursuant to this term must report to the Board of Directors regularly.

The Board of Directors will review, consider and accept or decline the recommendations of bodies and sub-committees at the meeting of the Board of Directors which first follows receipt of the body or sub-committees' recommendations.

3.6.1 The Risk and Compliance Committee

The Risk and Compliance committee, as a standard committee of the Board of Directors, will examine, review, make recommendations and report to the Board of Directors on matters of risk and compliance.

The committee comprises no less than three members and must include:



- At least one independent member of the Board of Directors (excluding the Chair)
- A member of the Academic Board or external risk/governance expert
- The Risk and Compliance manager
- The Dean

3.6.2 Functions of the Risk and Compliance Committee

The committee has delegated authority from the Board of Directors to undertake the following responsibilities:

- To monitor and review Acknowledge Education's performance against the higher education risk framework, proposing corrective actions where required
- To monitor, review, and provide advice on a regular basis, regarding the risk register
- To monitor the activities and outcomes of internal and external audit reviews
- To review internal and external audit reports to ensure recommendations and agreed actions are promptly implemented and enacted
- To oversee the effectiveness of Acknowledge Education's compliance framework
- To monitor compliance with professional accredited bodies, such as the Australian Community Workers Association and the Australian Association of Social Workers.

3.6.3 Meetings

Meetings of the committee will take place not less than twice per year

The committee may by a majority vote of members (and must include at least one independent board member) pass motions with regard to any of the functions and responsibilities described in, or allowed by, these terms.

3.7 Relationship with the Academic Board

The Board of Directors delegates the authority for academic governance to the Academic Board, which performs its functions and exercises its duties in accordance with this Governance Framework.

The Board of Directors, having established the Academic Board and appointed its members in the interest of furthering Acknowledge Education's mission, goals and objectives and assuring the quality of academic practices, must allow the Academic Board to critically assess academic practices and make decisions in regards to academic governance.

The Board of Directors will receive, review and make recommendations on reports of the Academic Board at regular meetings.

3.8 Relationship with the Managing Director and senior management

The Board of Directors grants the Managing Director responsibility for short-term governance, day-to-day management and for the making of operational decisions which are



consistent with the strategic plan, mission, values and objectives established and endorsed by the Board of Directors. The Managing Director may delegate the performance of these functions to members of senior management.

3.9 Passing resolutions

The Board of Directors may by a majority vote of members present at meetings pass binding resolutions with regard to any of the functions and responsibilities described in or allowed by these terms.

3.10 Agenda and minutes

Agendas must be prepared prior to each meeting of the Board of Directors. All related documents should be presented to all members at such time as to allow a reasonable time for their perusal.

Minutes of each meeting must be prepared and circulated within seven (7) days of meetings and must be approved at the next meeting.

3.11 Location and frequency of meetings

Meetings should be held with members in physical attendance where possible.

The Board of Directors shall meet in ordinary sessions at minimum intervals of three months.

Special meetings may be held as required.



4. Academic Board – Terms of Reference

4.1 Introduction

The Board of Directors has delegated its authority for the governance of higher education academic operations of Acknowledge Education (trading as Stott's Colleges) to the Academic Board.

The Academic Board is composed as an independent review, advisory and decision-making body to ensure quality, integrity, and continuous improvement of all of Acknowledge Education's Higher Education academic activities.

The Academic Board bears responsibility for:

- Governance oversight of academic quality and standards
- Ongoing compliance with academic quality and standards elements of the Higher Education standards Framework (Threshold Standards) 2015
- Ensuring compliance with professional accreditation bodies such as the Australian Community Workers Association and the Australian Association of Social Works
- development, review and renewal of academic policies and procedures
- development, review and renewal of courses, and the establishment of Course Advisory Committees
- monitoring, assessing and measuring student progress, performance and satisfaction with academic programs, and the establishment of Student Progress Committees
- monitoring academic staff scholarship and professional development activities
- management of academic resources
- determining academic grievances, as required
- providing advice and reports to the Board of Directors
- any other duties incidental to the academic governance of the organisation.

4.2 Purpose

The Academic Board has responsibility for ensuring the quality and integrity of Acknowledge Education's academic programs through active academic governance and the promotion of high learning and teaching standards.

The Academic Board performs its functions and exercises its duties in accordance with the Stott's Colleges Governance Charter.

4.3 Authority

The Board of Directors has delegated its authority to the Academic Board for the management of academic policy and the planning, development, and operation of all academic programs.



The Board of Directors and management of Acknowledge Education rely upon the Academic Board to provide independent advice and academic governance. This separation is vital to ensuring the consistency of business operations with the values and objectives of Acknowledge Education including the provision of education of the highest possible quality and integrity.

4.4 Membership

The Academic Board shall comprise at least six and at most twelve members.

Members may be appointed by resolution of the Board of Directors on the basis of relevant expertise, experience and/or standing.

Members may be dismissed by resolution of the Academic Board or on the basis of misconduct by resolution of the Board of Directors.

At no time may any more than one third of the Academic Board be composed of concurrent members of the Board of Directors.

The Academic Board comprises:

- An Independent Chair
- At least three appointed independent members
- A student representative
- Ex Officio members:
 - The Dean
 - Associate Dean
 - Course Coordinator representative
 - Compliance Manager
 - Staff representative

An appointed member may be raised to the position of Chair by appointment of the Board of Directors following nomination by the members of the Academic Board.

A deputy chair will be selected by the Academic board members from within the membership. Appointment will be made following Board of Directors approval.

Meetings of the Academic board will occur two weeks prior to Board of Director meetings, allowing reporting and minutes to be provided to the Board of Directors in a timely fashion.

The Course Coordinator and Staff representatives will be nominated by the Teaching and Learning committee and appointed by the Academic Board.

The Chair of the Academic Board is responsible for governing the operations of the Academic Board, including by properly:

- convening and conducting meetings; and
- ensuring the Academic Board fulfils its duties and meets its purpose



The members of the Academic Board shall hold office for durations as follows:

- **Chair**
At least three years, or as determined by the Board of Directors.
- **Appointed members**
At least three years, or as determined by the Board of Directors.
- **Ex Officio members**
For the duration the office is held.
- **Student representative**
Typically one year (in line with Policy and procedure – student representation)

Members may resign from office before the expiry of their nominated term.

On appointment members will receive information regarding the roles and responsibilities inherent in their office and a formal letter of appointment.

Proxies may be provided if a member is unable to attend a meeting.

4.5 Functions and responsibilities

4.5.1 Academic policies and procedures

The Academic Board is responsible for the governance of academic quality and standards within the institute, including development and review of academic policies, procedures and other academic documents.

The Academic Board must advise the Board of Directors on the validity of academic policies, procedures and other documents, including advice as to their compliance with or adherence to:

- Acknowledge Education’s mission statement, values, and objectives
- Commonwealth and State legislation, regulations, codes and frameworks
- Frameworks as relevant to academic quality and standards
- Academic quality and standards requirements of accrediting and regulating bodies
- industry-recognised best practices, relevant academic Australian and International Standards, and designated quality indicators
- internal policy

4.5.2 Development, review and renewal of courses

The Academic Board is responsible for overseeing the development, review and renewal of new and existing courses to ensure their academic quality, validity and relevance.



The Academic Board will receive reports and results of internal and external moderation conducted periodically and make, accept or decline recommendations.

At the midpoint of each program's accreditation cycle, where the program has been accredited for 7 years, the program will be evaluated by an external reviewer, appointed by the Academic Board. For a program that has been accredited for a shorter period, the timing of a midcycle review will be determined by the Academic Board.

Reviews may be initiated by the Academic Board or at the request of the Board of Directors or The Teaching and Learning committee, with approval for resourcing by the Board of Directors.

Courses will be developed by specific Course Advisory and Review Committees established by the Academic Board comprising appropriate academic and management staff members, including senior members with relevant expertise, experience or standing and independent industry and academic representation.

Course development shall be initiated by the Board of Directors upon the recommendation of senior academic staff or management.

4.5.3 Advice and reporting

The Academic Board is responsible for advising the Board of Directors on:

- academic policies and procedures
- academic plans and priorities
- academic quality assurance mechanisms
- teaching and research activities
- the outcomes of course reviews, including where relevant the findings and recommendations of Course Advisory Committees.

The Academic Board must prepare an annual report for the Board of Directors which includes comprehensive information about the activities of the Academic Board in regard to its functions and responsibilities.

The Academic Board is responsible for considering and reporting on any other matter referred to it by the Board of Directors.

4.5.4 Establishment of Course Advisory and review Committees

The Academic Board may establish Course Advisory Committees tasked with making recommendations as to course structure, content, and educational principles underlying the operation of individual courses. At times it may be appropriate for a Course Advisory and Review Committee to oversee multiple courses from the same narrow fields of education.



Course Advisory and Review Committee Terms of Reference

Course Advisory and Review Committees must:

- be formally established in writing by resolution at a meeting of the Academic Board;
- comprise no less than three and no more than seven members
- be composed of members appointed on the basis of relevant standing and experience as determined appropriate by the Academic Board and approved by the Board of Directors.
- Include external industry and academic representatives.
- Consider industry accreditation demands when determining membership of course advisory and review committees
- The Dean is required to sit on each Course Advisory and review committee.

The functions of the Course Advisory Committees include:

- evaluating the performance of the course for which the Committee is responsible, during review and on an ongoing basis
- examining and evaluating the course for which the Committee is responsible to ensure its practicability and desirability to employers
- seeking opinions and conducting research in developing high quality industry-relevant academic programs;
- tabling regular reports with the Academic Board reporting findings and making recommendations for changes.
- Consider and give advice to the Academic Board on the development of new courses
- Provide advice to the Teaching and Learning committee, through the Academic board, of developments and advancements in discipline specific teaching and research practice.
- Review course documentation to ensure that it meets appropriate standards for rigour and substance for a course at that Australian Qualifications Framework (AQF) level
- Review and comment on new and revised unit outlines, learning outcome and other minor or material changes.

Course Advisory Committees may also report and/or make recommendations directly to the Board of Directors on the Committee's initiative or on request of the Board of Directors.

The Academic Board must review, consider and accept or decline the recommendations of Course Advisory Committees at the meeting of the Academic Board which first follows receipt of the Course Advisory Committees' recommendations.



- The Course Advisory and Review Committee is expected to meet three times per year. The Chair will establish these meetings and arrange for agendas and minutes. More frequent meetings may be held during course development or during course review.
- The Course Advisory and review committee is tasked with routine review and continuous improvement of a course, or suite of courses. Independent comprehensive course reviews will occur separately to the Course Advisory and Review committee as part of the quality assurance activities for all courses.

4.5.5 Student progress, performance and satisfaction

The Academic Board bears responsibility for assessing the progress and performance of students in all courses.

Student performance and satisfaction must also be assessed as part of the process of course review.

4.5.6 Establishment of Student Progress Committees

The Academic Board may establish Student Progress committees tasked with reviewing the academic performance of students in specific or across multiple courses.

Student Progress Committee Terms of Reference

Student Progress committees must:

- be formally established in writing by resolution at a meeting of the Academic Board
- comprise no less than three and no more than seven members
- be composed of members appointed on the basis of relevant standing and experience by the Academic Board with one academic representative per narrow field of education.
- have one independent member of the Academic Board, or the chair of the Academic Board, as a member
- The Dean will act as the chair of the committee

The functions of Student Progress committees include:

- evaluating the performance of individual students and initiating academic intervention strategies where none are yet in place
- evaluating the performance of classes and cohorts of students to assess as far as possible quality of teaching and consistency of assessment;
- undertaking moderation prior to reporting finalised results



- tabling regular reports with the Academic Board, reporting findings and actions taken.

Meetings

- Meetings of the Student Progress Committee will take place at the end of each trimester. The Dean will establish these meetings and arrange for agendas and minutes.

Passing Motions

- The Student Progress Committee may by a majority vote of members/ their proxy present at meetings pass motions with regard to any of the functions and responsibilities described in or allowed by these terms.

4.5.7 Academic staff

Regular reviews of academic staff performance must be conducted. The Academic Board may have reference to formal performance reviews, student results and outcomes and data collected from formal and informal student and staff surveys.

4.5.8 Academic resources

The Academic Board is responsible for reviewing and implementing effective resource allocation systems as they relate to the acquisition and use of academic resources.

4.5.9 Academic grievances

The Academic Board may be called upon to assess and review academic grievances formally lodged by students as an Appeal Panel where an Appeal Panel cannot be otherwise constituted or where a constituted Appeal Panel cannot reach a satisfactory decision.

4.5.10 Reporting

The Chair, or a delegate of the Chair, shall attend meetings of the Board of Directors and provide interim progress reports regarding the quality and integrity of Acknowledge Education's academic programs and the promotion of high learning and teaching standards.

The Academic Board must prepare an annual report for the Board of Directors which includes comprehensive information about the activities of the Academic Board in regard to its functions and responsibilities.



The Academic Board is responsible for considering and reporting on any other matter referred to it by the Board of Directors.

4.5.11 Other duties

The Academic Board must exercise any other function delegated to it by the Board of Directors so far as it is coherent with the purpose of the Academic Board and the principle of independence previously outlined.

The Academic Board must exercise any other function assigned to it by endorsed policy or procedure documents until such time as those duties are extinguished or incorporated into these terms.

4.6 Delegation of power and duties

The Academic Board may not validly delegate its duties to create and monitor sub-committees, review student and staff performance and provide advice and report to the Board of Directors.

4.7 Passing resolutions

The Academic Board may by a majority vote of members present and entitled to vote at meetings pass binding resolutions with regard to any of the functions and responsibilities described in or allowed by these terms of reference.

4.8 Agenda and minutes

An agenda must be prepared prior to each meeting of the Academic Board. All related documents should be presented to all members at such time as to allow a reasonable time for their perusal.

Minutes of each meeting must be prepared and circulated within five days of meetings and must be approved at the next meeting.

4.9 Location and frequency of meetings

The Academic Board shall meet in ordinary sessions not less than five times each year.

Extraordinary meetings may be held as required.

The Academic Board must meet within two weeks of being given direction to do so by the Board of Directors.

During times of discontinuity, meetings may be held remotely. To ensure participation across all campuses, some form of virtual meeting is expected for all meetings.

4.10 Dispute resolution

4.10.1 Disputes between the Academic Board and the Board of Directors



The Board of Directors has ultimate primacy of governance over all Acknowledge Education's operations.

Notwithstanding 4.10.1, in the event of dispute between the Academic Board and the Board of Directors relating to an issue of academic governance the Academic Board's functions of independent assessment and decision-making in that area must so far as possible be preserved.

4.10.2 Resolving disputes

In the event of dispute between the Academic Board and the Board of Directors, attempt should first be made to resolve the dispute at a joint meeting of the Academic Board and the Board of Directors.

The Academic Board and the Board of Directors must cooperate in the conciliation and act in good faith and must make genuine attempts to reach resolution.

Disputes not able to be resolved by conciliation must otherwise be resolved by reference to the Acknowledge Education Pty Ltd Constitution, by which the Board of Directors has ultimate authority and responsibility.



4.10 Teaching and Learning Committee Terms of Reference

The Teaching and Learning Committee, as a Standing Committee of the Academic Board, will collaborate with, and report to Academic Board to ensure high quality teaching and learning across the institution.

The committee comprises no more than ten members and must include:

- The Dean (to chair the committee)
- Risk and Compliance Manager
- One academic representative per narrow field of education
- Student Support Manager
- Representation from all campuses
- Student Representative nominated in accordance with the Policy and Procedure on Student Representation and Participation
- The Chair of the Academic Board will be invited to each meeting and is considered a non-voting member.

The committee may co-opt complementary expertise for specific tasks and issues. In addition, it may also nominate an Aboriginal and Torres Strait Islander academic representative to the Committee and/or in some cases, where required by external accreditation standards, the Committee's membership may also include relevant industry or professional representatives.

4.10.1 Functions of the Teaching and Learning Committee

- To collaborate with and respond to Academic Board on the formulation and implementation of teaching and learning related policies and procedures;
- To provide regular reports to Academic Board on the progress of the implementation of matters delegated to it by Academic Board;
- To initiate, review and monitor compliance with relevant legislation, policies and procedures;
- To debate, advise and make recommendations to Academic Board regarding current and emerging issues in relation to teaching and learning, including:
 - Evaluation and improvement of teaching, assessment and moderation standards against internal and external standards, quality indicators and benchmarks;
 - Student and course data including but not limited to attrition, retention, completion, grade distribution, and student experience;
 - Professional development in all aspects of teaching and learning;
 - Promoting internal scholarly opportunities, activities and professional development;
 - Development and implementation of AE's Teaching and Learning Plan;
 - Policies and procedures in relation to learning and teaching, including new education technologies and student engagement strategies;



- Leadership in teaching and recognition of high-quality teaching
- Coordinate the distribution of student surveys
- To consult with experts in the fields of curriculum and teaching and learning, as required
- To manage proposals for curriculum development

Meetings of the Committee will take place monthly, with reports provided of activity to each Academic Board meeting (as a standing item on that committee's agenda) and quarterly reporting to the Board of Directors.

Both HE and VET will be represented in the Teaching and Learning committee, ensuring that pathways from AQF level 6 to higher degrees are compliant, credible, and appropriate.

The Teaching and Learning Committee is an advisory committee with authority to make recommendations only.

The Teaching and Learning Committee will engage in a granular approach to cohort monitoring to provide greater insights and diagnostic capability to current reporting on student performance. Data used for cohort monitoring will include education agent, country of origin, English language skills, credit granted and achievement levels of prior study. This must be conducted in a manner consistent with Privacy Laws and Data Security protocols

- 4.10.2 Passing motions: The Committee may by a majority vote of members/or their proxy present at meetings, pass motions with regard to any of the functions and responsibilities described in or allowed by these terms

5. Executive Management

5.1 Introduction

Executive management comprises the Managing Director appointed by the Board of Directors (the Managing Director is interchangeably referred to as the Managing Director) and senior management staff appointed by the Managing Director.

Members of senior management are delegated authority to manage the operational and academic practices of the organisation on a short-term basis according to the Mission, goals, values and objectives established by the Board of Directors and in accordance with the Policies and Procedures approved and endorsed by the Board of Directors.

5.2 Responsibilities

Members of senior management are responsible for:

- administrative operations



- initiating policies and approving administrative policies and procedures and ensuring policies and procedures are adhered to by staff and students
- ensuring all aspects of quality assurance and management are practised and effective
- ensuring compliance and risk management programs are practised and effective;
- human resources management
- physical and academic resource management
- marketing
- short term management of finances;
- advising and reporting to the Board of Directors and the Academic Board as required
- any other duties incidental to the day-to-day management of the organisation as delegated by the Board of Directors or the Academic Board and/or that do not conflict with the Terms of Reference of the Board of Directors or the Academic Board.

Document approval

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Responsibilities	Board of Directors, Academic Board, Executive Management
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