



6.1.1 Acknowledge Education Governance Framework

1.0 Purpose

The purpose of this document is to outline the governance framework of Acknowledge Education (AE) and to define the roles and responsibilities of key bodies involved in institutional governance. It aims to establish clear guidelines for decision making, accountability, and compliance with regulatory requirements, while promoting and achieving AE's objectives and goals.

2.0 Scope

The governance framework applies to all aspects of AE's operations and encompasses the roles and responsibilities of the Board of Directors, AE Academic Board, Executive Management, Risk and Compliance Committee, and other governing bodies within the organisation. It also includes guiding principles, objectives, and guidelines for meetings and reviews.

3.0 Governance Structure

Acknowledge Education's governance framework consists of three principal bodies, each having core roles and responsibilities: the Board of Directors, the AE Academic Board, and the CEO and Executive Management.

3.1 Board of Directors (The Board)

Acknowledge Education Pty Ltd is a company established in accordance with the *Corporations Act 2001*. The Act specifies that the Board is ultimately responsible for all matters related to the running of Acknowledge Education.

The Board has the authority to determine the overall strategic direction, performance targets, policies, and processes necessary to achieve its objectives.

Moreover, the Board is accountable to both shareholders and stakeholders for the successful operations of the company as an educational institution.

AE's stakeholders include students, as well as regulatory agencies in higher education, vocational education and secondary education. It is the Board's responsibility to ensure that AE meets or exceeds all applicable educational standards and frameworks.

The Board is accountable for all operations in, or from, Australia, including the award of higher education qualifications and for the accuracy and integrity of its representation directly or through agents and other parties.



3.1.1 Delegations

At its discretion, the Board may delegate certain responsibilities to the Chief Executive Officer, the Academic Board, and other committees it establishes from time to time.

3.1.1.1 Schedule of Authorities

Certain decisions are reserved exclusively to the Board or to Shareholders. These decisions are set out in the *Schedule of Authorities – March 2022*.

3.1.1.2 Delegations Framework

The decision-making authorities delegated to the CEO and to the Academic Board are subject to the approval framework set out in *6.2.1 Delegations Framework*.

3.2 AE Academic Board

The Academic Board serves as the academic governing body. It establishes and supervises policies and processes that align with AE's strategic direction to achieve high-quality academic outcomes.

Composed of independent members, the Academic Board provides expert advice to allow informed and competent decision making and direction setting by AE.

The Academic Board sets academic standards, monitors academic outcomes, operates under the delegated authority of the Board and is accountable for monitoring and reporting academic outcomes. The Academic Board also serves as one of several forums where the student voice can be heard, and student participation is included in AE's deliberative and decision-making processes.

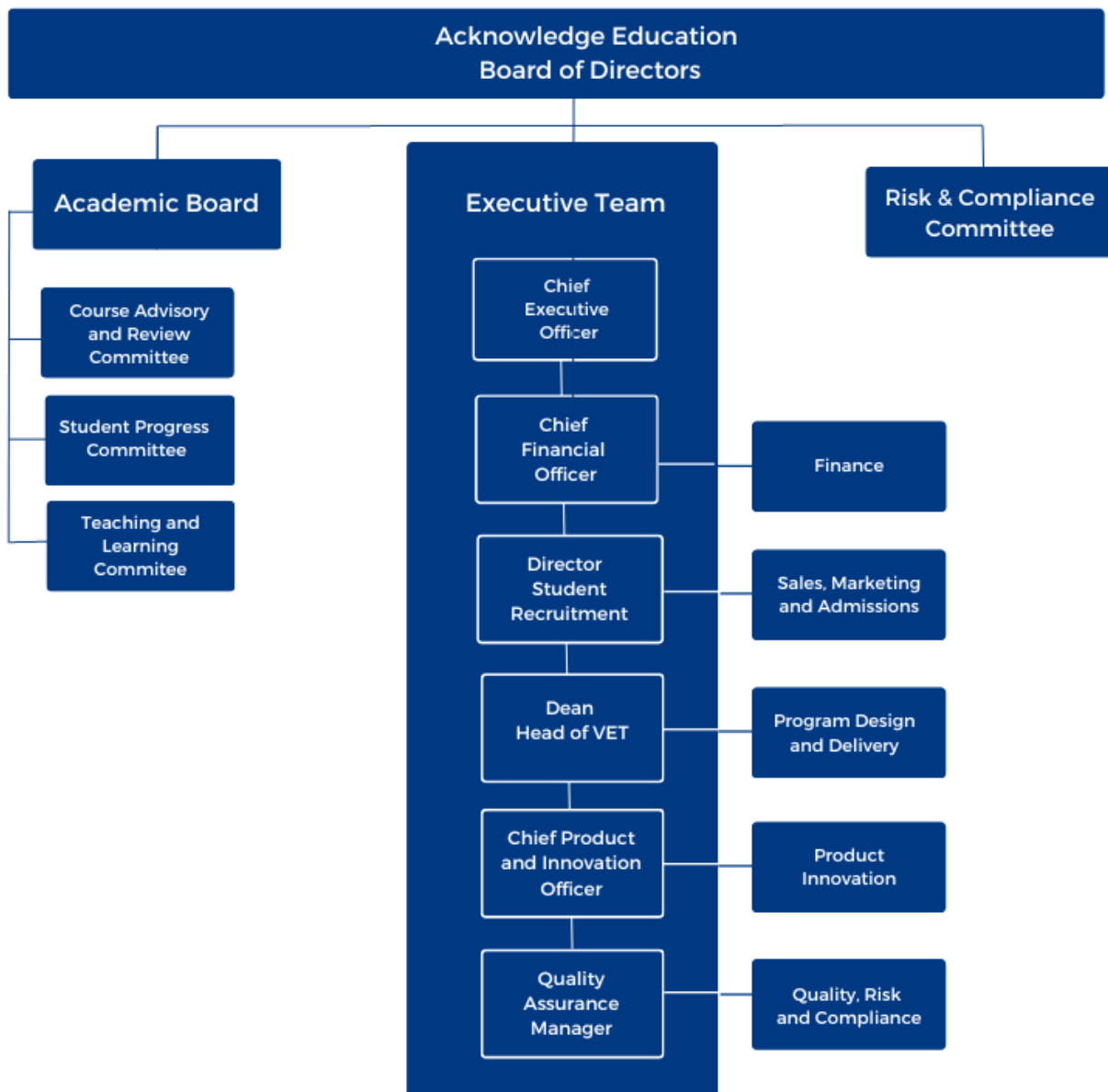
3.3 CEO and Executive Management

Executive Management comprises the Chief Executive Officer and other senior executives.

The CEO and Executive Management are responsible for implementing policies, programs, and processes, including making decisions about staffing, budgets, infrastructure and more. They operate under the delegated authority of the Board and are accountable for implementing corporate and academic objectives.

The Chief Executive Officer is ultimately responsible for the staffing in the organisation and may delegate decision making on staffing and budgeting to other members of Executive Management.

4.0 Organisational Structure



5.0 Guiding Principles and Objectives

5.1 Objectives, Goals and Values

AE adopts and employs governance practices that allow the company to meet its objectives and goals effectively and efficiently, to remain a challenging, relevant and creative leader in the education sector and to continue to meet its regulatory and financial obligations and responsibilities.

5.2 Principles of Governance

- AE's governing body, the Board, is formally established as a legal instrument under the *Corporations Act 2001*.
- Principal bodies are established and function in accordance with Terms of Reference approved by the Board.
- Terms of Reference of the principal bodies are regularly reviewed to ensure their continuing and effectiveness for driving continuous improvement.

5.3 Code of Conduct for Governing and Principal Body Members

- All members of AE's governing body and principal bodies 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.
- All members of AE's governing and principal bodies must comply with all relevant laws, educational industry standards, regulations and codes, principles of good governance, and established policies and procedures.
- All members are responsible for acting for the benefit of AE, exercising skill, care, and diligence, fulfilling fiduciary duty, ensuring efficient and legal operations, and conducting thorough analysis.
- All members must declare the existence or potential conflicts of interests that may affect the business of AE.
- In their decision making and discharge of duties, all members must demonstrate commercial reasonableness, good faith, honesty, and the generous contribution of their skill and expertise.
- Prohibited behaviours of members of governing and principal bodies include but are not limited to:
 - using the powers of their office for an improper purpose.
 - allowing personal interests to conflict with AE's interests.
 - allowing the interests of their associates to conflict with AE's interests.
 - engaging in conduct likely to discredit AE or likely to bring AE or the sector in which it operates into disrepute.
 - making improper use of information gained through their position.
- Members of governing bodies and members of senior management must 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:
 - act professionally and accord internal and external stakeholders of AE respect and respect the viewpoints and contributions of others.
 - actively raise and address relevant and pertinent issues.
 - ensure topics covered remain focused on relevant AE operations.
 - employ good judgment, common sense and tact when discussing potentially sensitive or highly contentious matters.
- Members of AE's governing body must comply with the TEQSA 'fit and proper person' determination.

5.4 Meetings

Meetings to discuss governance issues are critical for effective governance, decision making, communication, alignment, accountability, and strategic management within AE.

As such, the following requirements are extended:

- Meetings 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 principal bodies who may be present, and make formal decisions.

- Appropriate documentation must be prepared and provided, including agendas that lead efficient discussion, documents for review or approval, and minutes of each meeting.
- Any documents to be presented for review or approval of members of governing bodies should be prepared and presented in advance of meetings to enable informed decisions and discussion.
- Minutes of meetings must be prepared, approved, and stored securely.

5.5 Governance Framework Review and Amendment Process

5.5.1 Date of Effect

- This Governance Framework comes into effect immediately on approval by the Board.
- This Framework applies until superseded by a subsequently approved version.
- This document supersedes any previous version and in effect prevails over any conflicting document.

5.5.2 Review

This Governance Framework must be reviewed on an ongoing basis to ensure continuing relevance to the operations of AE, 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.

5.5.3 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) 2021. The purpose of the external review is to assess the effectiveness of the governing body, and academic governance processes, and to ensure that the finding of the review is considered by the organisation and that agreed actions are implemented.

5.5.4 Amendment

This Governance Framework may be amended by approval of the Board. Any amendment of this Governance Framework must comply with all relevant Commonwealth and State laws and regulations.

6.0 Terms of Reference

6.1 Board of Directors (The Board) - Terms of Reference

6.1.1 Introduction

The Board bears ultimate responsibility to the shareholders and stakeholders for both corporate and academic outcomes, overseeing the management and operation of AE.

6.1.2 Purpose

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

The Board bears responsibility for:

- Ensuring AE's compliance with all relevant Commonwealth and State laws and regulations, including fulfilling all directors' duties established by the *Corporations Act 2001*, including the prevention of insolvent trading, acting in the best interests of the organisation, acting in good faith and exercising care and diligence.
- Ensuring that AE is compliant with the Higher Education Standards Framework, and identifying any lapses in compliance and initiating prompt corrective action to rectify them.
- Ensuring compliance with other regulatory frameworks as required by regulatory bodies, including the National Code 2018.
- Ensuring compliance with professional accreditation bodies, such as the Australian Community Workers Association.
- Overseeing the long-term governance and strategic direction of the organisation, including setting directions, approving an effective strategic plan and periodically reviewing the organisation's progress against defined targets and performance indicators.
- Upholding an environment that fosters free intellectual inquiry, treats staff and students equitably, fosters the wellbeing of staff and students and provides opportunities for students to participate in decision-making processes.
- Conferral of awards as recommended by the Academic Board.
- Monitoring complaints, misconduct and critical incidents and ensuring action is taken to address underlying causes.
- Appointment and guidance of the Chief Executive Officer.
- Development, approval, review and renewal of operational and governance policies and procedures.
- Overseeing finances, financial viability, and budgeting, in consultation with the Group Chief Financial Officer.
- Monitoring, continually improving and assuring the quality of organisational performance.
- Appointing and engaging in discourse with the Academic Board.

- Ensuring compliance and implementing, managing, and monitoring risk management programs.
- Fulfilling any other duties incidental to the governance of the organisation.

The Board has the authority to establish and delegate power to governing bodies, sub-committees, or management positions as it deems appropriate. These entities may govern, review, provide advice or make recommendations regarding any of AE's operations as the Board sees fit.

6.1.3 Authority

In accordance with the powers vested in it by the *Corporations Act 2001* and the Company Constitution, the Board holds ultimate authority to make decisions regarding AE's operations and to uphold the integrity and quality of the organisation's activities.

The Board of Directors has delegated its authority for effective policy development and management of academic governance to the Academic Board. The Board monitors the implementation of this delegation through regular reports from the Academic Board. These reports contain the minutes of the Academic Board meetings, recommendations, and suggestions. In addition, internal audits conducted by the Chair of the Academic Board, the Dean and the Quality Assurance Manager help monitor implementation of policy and decision making and identify risks to higher education operations. The purpose of this oversight is to effectively manage and mitigate material risks.

6.1.4 Membership

i) Composition

The Board is structured to include members with the diverse range of skills and experience necessary for effective governance. The Board must consist of individuals who annually meet the criteria to be deemed fit and proper persons, as per TEQSA requirements, with at least two members being ordinary residents in Australia. The Chair must be an independent Director.

Independent members form part of the composition, offering impartial independent corporate and academic advice to facilitate informed and competent decision making and direction setting. This composition ensures that the Board has access to a comprehensive pool of expertise to fulfill its governance responsibilities.

ii) Appointment

- Members shall be appointed in accordance with the Company Constitution, taking into consideration 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 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.

iii) Dismissal

- Members may be dismissed from their positions in accordance with provisions outlined in the Company Constitution, or their respective letter of appointment.

6.1.5 Functions and Responsibilities

i) Long-term governance and strategic direction

The Board is responsible for establishing and providing formal leadership for the strategic framework of the organisation. This includes setting goals and offering strategic direction to guide AE's activities.

The Board must ensure that strategic plans are prepared and subject to review at least every three years.

ii) Appointment of Chief Executive Officer

The Board is responsible for appointing the Chief Executive Officer.

iii) Policies and Procedures

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

The Board 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
- AE's mission statement, values and objectives.

6.1.6 Finances and Budgeting

The Board holds responsibility for management and review of AE's financial operations and performance, including:

- Ensuring that financial reporting is 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.
- 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.
- Compliance with the law and exercising all directors' duties established by the *Corporations Act 2001*, including the prevention of insolvent trading.

6.1.7 Quality Assurance

- The Board must establish and administer processes for the continuous improvement of administrative and governance practices.
- The Board must conduct annual reviews and prepare reports of all aspects of AE'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, the Quality Assurance Manager, and the Dean.

6.1.8 Compliance and Risk Management Programs

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

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

Compliance requirements include, but are not limited to, the *Higher Education Standards Framework (Threshold Standards) 2021*, the *Standards for VET Regulators 2015* and the *ESOS National Code*. The Risk and Compliance committee will also oversee risk assessment and management relating to Child Safe Standards.

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

All recommendations and changes implemented by the Board 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.

6.1.9 Other Duties

The 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.

6.1.10 Delegation of Power and Duties

- The Board may delegate power and duties to other internal bodies, the Chief Executive Officer, Executive Management Team, other managers, or other members of AE staff as it sees fit.
- The Board may establish internal bodies or sub-committees to facilitate the efficient and diligent commission of its duties.

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

6.1.11 Relationship with the Academic Board

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

The Board, having established the Academic Board and appointed its members in the interest of furthering AE'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 regarding academic governance.

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

6.1.12 Relationship with the Chief Executive Officer and Executive Management Team

The Board grants the Chief Executive Officer 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 approved by the Board. The CEO may delegate the performance of these functions to members of the executive management team.

6.1.13 Passing Resolutions

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

6.1.14 Meeting Documentation

- Agendas must be prepared prior to each meeting of the 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 seven (7) days of meetings and must be approved at the next meeting.
- Meetings should be held with members in physical attendance where possible.
- The Board shall meet in ordinary sessions at minimum intervals of three months.
- Special meetings may be held as required.

6.2 The Risk and Compliance Committee – Terms of Reference

6.2.1 Introduction

The Risk and Compliance Committee (RCC) is established as a standing committee of the Board. The RCC's primary role is to examine, review, make recommendations and report to the Board on matters of risk and compliance.

6.2.2 Purpose

The RCC is responsible for assisting the Board in establishing and maintaining effective compliance and risks management programs to ensure AE meets its obligations and effectively mitigates risks.

6.2.3 Authority

The RCC has delegated authority from the Board to undertake the following responsibilities:

- i) Monitor and review AE's performance against the higher education risk framework, proposing corrective actions where required.
- ii) Monitor, review, and provide advice on a regular basis regarding the risk register.
- iii) Monitor the activities and outcomes of internal and external audit reviews.
- iv) Review internal and external audit reports to ensure recommendations and agreed actions are promptly implemented and enacted.
- v) Oversee the effectiveness of AE's compliance framework.
- vi) Monitor compliance with professional accredited bodies, such as the Australian Community Workers Association and the Australian Association of Social Workers.

6.2.4 Membership

The RCC comprises no fewer than three members and must include:

- At least one independent member of the Board (excluding the Chair of the Board)
- A member of the Academic Board or external risk/governance expert
- Quality Assurance Manager
- The Dean
- The Head of VET

6.2.5 Functions of the RCC

The RCC's functions and responsibilities include:

- Reviewing and considering compliance with the Higher Education Standards Framework (Threshold Standards) 2021, Standards for VET Regulators 2015 and the ESOS National Code.
- Monitoring, reviewing, and providing advice on risk assessment and management related to the Child Safe Standards.
- Reviewing and making recommendations on compliance and risk management practices.

- Monitoring the activities and outcomes of internal and external audit reviews.
- Reviewing internal and external audit reports to ensure recommendations and agreed actions are promptly implemented and enacted.
- Ensuring adherence to relevant laws, standards, codes, principles of good governance, and community and ethical standards.
- Monitoring compliance with professional accredited bodies, such as the Australian Community Workers Association and the Australian Association of Social Workers.

6.2.6 Quality Assurance

- The suitability and effectiveness of compliance and risk management practices shall be assessed by the Board on an annual basis.
- All recommendations and changes implemented by the Board must strictly comply with or be dependent on advice regarding compliance with all relevant laws, standards, and codes.

6.2.7 Meetings

- Meetings of the committee will take place not less than twice per year.
- Motions regarding the RCC's functions and responsibilities may be passed by a majority vote of members, including at least one independent board member.
- Agendas must be prepared prior to each RCC meeting, with related documents provided to members in advance.
- Minutes of each meeting must be prepared and circulated within seven (7) days and approved at the next meeting.

6.3 Academic Board – Terms of Reference

6.3.1 Introduction

The Board has delegated its authority for the governance of higher education academic operations of AE 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 AE'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) 2021 and Standards for VET Regulators 2015
- Ensuring compliance with professional accreditation bodies such as the Australian Community Workers Association and the Australian Association of Social Workers
- 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
- oversight of academic grievances, as required
- providing advice and reports to the Board
- any other duties incidental to the academic governance of the organisation.

6.3.2 Purpose

The Academic Board has responsibility for ensuring the quality and integrity of AE'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 this governance framework.

6.3.3 Authority

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

The Board and management of AE 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 AE including the provision of education of the highest possible quality and integrity.

6.3.4 Membership

The Academic Board shall comprise at least six and at most 12 members. Members may be appointed by resolution of the Board 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.

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

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

- Quality Assurance Manager
- Staff Representative
- The Chair of the Academic Board is:
 - Appointed by the Board, or
 - An appointed member may be raised to the position of Chair by approval of the Board, following nomination by the members of the Academic Board.
- The Academic Board members may select a deputy chair from within the membership, subject to the Board's approval.
- Meetings of the Academic Board will occur two weeks before Board of Directors meetings, allowing reporting and minutes to be provided to the Board in a timely fashion.
- The Course Coordinator and Staff representatives will be nominated by the Dean and formally approved and appointed by the Academic Board.

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

- 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 two years, or as determined by the Board.
Appointed members:	At least two years, or as determined by the Board.
Ex Officio members:	For the duration the office is held.
Student representative:	Typically, one year or on a rotating rota from each representative council.

- 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.

6.3.5 Functions and Responsibilities

i) 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 on the validity of academic policies, procedures and other documents, including advice as to their compliance with or adherence to:

- AE'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
- ii) 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 or the Teaching and Learning committee, with approval for resourcing by the Board.
 - 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 on the recommendation of senior academic staff or management.

iii) Advice and Reporting

The Academic Board is responsible for advising the Board 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 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.

iv) Establishment of Course Advisory and Review Committees

The Academic Board may establish Course Advisory and Review Committees (CARC) 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 Committees must:

- be formally established in writing by resolution at a meeting of the Academic Board.
- comprise no fewer than three and no more than seven members.
- be composed of members appointed based on relevant standing and experience as determine appropriate by the Academic Board and approved by the Board of Directors.

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
- consulting with course coordinators regularly and openly
- tabling regular reports with the Academic Board reporting findings and making recommendations for 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.

v) 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.

vi) 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.

vii) 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.

viii) Reporting

- The Chair of the Academic Board, or a delegate of the Chair, shall attend meetings of the Board and provide interim progress reports regarding the quality and integrity of AE's academic programs and the promotion of high learning and teaching standards.
- The Academic Board must prepare an annual report for the Board 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.

ix) Other duties

The Academic Board must exercise any other function delegated to it by the Board so far as it is consistent 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 approved policy or procedure documents until such time as those duties are extinguished or incorporated into these terms.

x) 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.

6.3.6 Meetings

i) Passing resolutions

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

ii) 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.

iii) Location and Frequency of Meetings

- The Academic Board shall meet in ordinary sessions no fewer 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.
- 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.

6.3.7 Dispute Resolution

i) Disputes between the Academic Board and the Board

The Board has ultimate primacy of governance over all AE's operations.

Notwithstanding this Dispute Resolution clause, in the event of dispute between the Academic Board and the Board 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.

ii) Resolving disputes

- In the event of dispute between the Academic Board and the Board, attempt should first be made to resolve the dispute at a joint meeting of the Academic Board and the Board.
- The Academic Board and the Board 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 AE Pty Ltd Constitution, by which the Board has ultimate authority and responsibility.

6.4 Course Advisory and Review Committees – Terms of Reference

6.4.1 Introduction

This section outlines the framework for Course Advisory and Review Committees within AE. These committees play a crucial role in evaluating course performance, seeking industry input, and making recommendations for improvement.

6.4.2 Purpose

The purpose of Course Advisory and Review Committees is to develop, assess and enhance the quality and relevance of courses offered by AE. These committees provide valuable input on course development, industry alignment, and academic program improvements.

6.4.3 Authority

Course Advisory and Review Committees must be formally established in writing by resolution at a meeting of the Academic Board. The appointment of committee members is determined by the Academic Board and approved by the Board of Directors.

6.4.4 Membership

CARC membership is based on relevant expertise and experience, ensuring balanced representation.

- The Dean is required to sit on each Course Advisory and Review Committee.
- Membership also considers industry accreditation requirements, such as including a student representative for courses such as Diploma of Nursing.
- CARC's must comprise of no fewer than three and no more than seven members and be composed of members appointed based on relevant standing and experience as determined appropriate by the Academic Board and approved by the Board.
- Include external industry and academic representatives.

6.4.5 Functions

The functions of the CARC include:

- Evaluating the performance of the course under their responsibility, during review and on an ongoing basis.
- Examining, evaluating and ensuring the course's practicality 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.
- Reviewing course documentation to ensure that it meets appropriate standards for rigor and substance for a course at the appropriate Australian Qualifications Framework (AQF) level.
- Reviewing and commenting on new unit outlines and learning outcomes.

6.4.6 Relationship with the Board

CARC's may also report directly to the Board, either based on the committee's own initiatives or on the request of the Board.

6.4.7 Relationship with the Academic Board

The Academic Board is responsible for reviewing, considering, and accepting or declining the recommendations put forth by CARCs. This review takes place at the first Academic Board meeting following the receipt of the CARC's recommendations.

6.4.8 Meetings

- CARCs are 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 CARCs are tasked with routine review and continuous improvement of a course, or suite of courses. Independent comprehensive course reviews will occur separately to CARCs as part of the quality assurance activities for all courses.

6.4.9 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.

6.5 Student Progress Committee – Terms of Reference

6.5.1 Introduction

The Student Progress Committee is established to evaluate the performance of individual students and assess the quality of teaching and consistency of assessment. It operates under the authority of the Academic Board to ensure academic intervention strategies are in place and to report findings and actions taken.

6.5.2 Purpose

The purpose of the Student Progress Committee is to monitor student progress, assess teaching quality, and ensure consistent assessment practices. It aims to support academic intervention strategies and provide regular reports to the Academic Board.

6.5.3 Authority

The authority of the Student Progress Committee is derived from a resolution passed at a meeting of the Academic Board. It operates within the guidelines and policies set by the Academic Board.

6.5.4 Membership

Student Progress Committees must:

- be formally established in writing by resolution at a meeting of the Academic Board
- comprise no fewer than three and no more than seven members.
- be composed of members appointed based on 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.

6.5.5 Functions

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.

6.5.6 Meetings

- Meetings of the Student Progress Committees will take place at the end of each trimester. The Dean will establish these meetings and arrange for agendas and minutes.
- A Student Progress Committee may, by a majority vote of members or their proxies present at meetings, pass motions about any of the functions and responsibilities described in or allowed by these terms.

6.6 Teaching and Learning Committee – Terms of Reference

6.6.1 Introduction

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

6.6.2 Purpose

The purpose of the Teaching and Learning Committee is to formulate and implement teaching and learning policies, provide progress reports to the Academic Board, monitor compliance, advise on current and emerging issues, consult with experts, manage curriculum development proposals, and engage in cohort monitoring.

6.6.3 Functions

- To collaborate with and respond to the Academic Board on the formulation and implementation of teaching and learning related policies and procedures;
- To provide regular reports to the Academic Board on the progress of the implementation of matters delegated to it by the Academic Board;
- To initiate, review and monitor compliance with relevant legislation, policies and procedures;
- To advise and make recommendations to the Academic Board regarding current and emerging issues related 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

6.6.4 Membership

The committee comprises no more than 10 members, who 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.

6.6.5 Meetings

- 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.
- 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.

6.6.6 Passing motions

The Committee may, by a majority vote of members or their proxies present at meetings, pass motions regarding any of the functions and responsibilities described in or allowed by these terms.

6.7 CEO and Executive Management

6.7.1 Introduction

Executive management comprises the Chief Executive Officer appointed by the Board and senior management staff appointed by the Chief Executive Officer.

Members of Executive 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 and in accordance with the Policies and Procedures approved and endorsed by the Board.

6.7.2 Responsibilities

Members of executive 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 practiced and effective
- ensuring compliance and risk management programs are practiced and effective
- human resources management
- physical and academic resource management
- marketing
- short-term management of finances
- advising and reporting to the Board and the Academic Board as required
- any other duties incidental to the day-to-day management of the organisation as delegated by the Board or the Academic Board and that do not conflict with the Terms of Reference of the Board or the Academic Board.

Policy Information

Policy Name	Acknowledge Education Governance Framework
Document Number	6.1.1
Approving Authority	Board of Directors
Version number:	6.2
Date Approved:	27 July 2023
Effective date:	27 July 2023
Next Review due date:	27 July 2024
Related documents	Delegations Framework, Risk Register, QA Framework
Contact	regulatorcompliance@ae.edu.au 03 9663 3399

Change Log

Last amendment date/by:	04/07/2023 (Narelle Whatley)
Review due date:	31/12/2023
Related documents	Delegations Framework, Risk Register, QA Framework
Responsibilities	Board of Directors, Academic Board, Executive Management
