

# Council Membership Rule

## Section 1 - Preliminary

### Purpose

(1) The purpose of this Rule is to establish:

- a. the composition of the Council of Southern Cross University in accordance with Part 3, Division 1 of the [Southern Cross University Act 1993 \(NSW\)](#) (the SCU Act) (constitution rules);
- b. procedures for the appointment of the Chancellor, Deputy Chancellor and other appointed Council members in accordance with the [Act](#) and the [Southern Cross University By-law 2005](#) (NSW) (the SCU By-law); and
- c. procedures for election of Council members as contemplated in section 30 of the SCU Act (election rules).

(2) This Rule may only be amended by resolution passed by at least two thirds of the members of Council.

## Section 2 - Definitions

(3) For the purpose of this Rule, the following definitions apply:

- a. External member means a University Council member who is not enrolled as a student of the University or employed by the University.
- b. Roll means a roll maintained by the Council Secretary in accordance with Section 4 of this Rule.

(4) Unless otherwise stated, the definitions set out in section 9 of the [Act](#) and clause 3 of the [SCU By-law](#) apply to this Rule.

## Section 3 - Council Composition

(5) The University Council will consist of a total of thirteen members, divided into the following categories:

- a. three official members:
  - i. the Chancellor;
  - ii. the Vice-Chancellor; and
  - iii. the Chair, Academic Board;
- b. four elected members:
  - i. two elected (academic staff) members;
  - ii. one elected (non-academic staff) member; and
  - iii. one elected (student) member,
- c. four external Council appointed members; and
- d. two external Ministerially appointed members.

(6) In accordance with section 9E of the [SCU Act](#), one of the four Council appointed members will be an external person who is a graduate of the University.

(7) Council must include:

- a. members with strong expertise in and knowledge of higher education or other education sectors;
- b. at least two members with financial expertise (as demonstrated by relevant qualifications and by experience in financial management at a senior level in the public or private sector); and
- c. at least one member with commercial expertise (as demonstrated by relevant experience at a senior level in the public or private sector).

(8) Council must have a majority of external members.

(9) A Council member must not be a current member of any State or Commonwealth parliament or legislative assembly other than where specifically selected by Council.

(10) Council members cannot serve more than 12 consecutive years of office, unless otherwise determined by the Council.

## Section 4 - Rolls

### Rolls

(11) For the purposes of section 9D of the [SCU Act](#) and clauses 11 and 41 of the [SCU By-law](#), the Council Secretary must keep:

- a. a roll of academic staff, containing the names and addresses of the people who are classified as full-time or fractional-time members of the academic staff of the University;
- b. a roll of professional staff, containing the names and addresses of the people who are classified as full-time or fractional-time members of the non-academic staff of the University;
- c. a roll of students, containing the names and addresses of the students enrolled in courses that are listed in the register of courses of the University that have a minimum duration of one year full-time or equivalent;
- d. a roll of graduates, containing the names and addresses of the people who are the recipient of an award conferred or awarded by the University or its predecessor institutions:
  - i. the University of New England - Northern Rivers
  - ii. Northern Rivers College of Advanced Education
  - iii. Lismore Teacher's College

(12) A Roll is not invalid only because any one or more of the following occurs:

- a. the Roll contains any mistake or omission in the details of any eligible person entered on the roll; or
- b. the Roll contains the name of any deceased person; or
- c. the Roll contains more than one entry for the same eligible person; or
- d. the Roll does not contain the name of a person entitled to be entered on that Roll.

(13) A reference to a person's name being on a relevant Roll is a reference to the person's name being on the Roll concerned at the close of nominations for the relevant appointment or election.

# Section 5 - Appointments

## Chancellor

(14) The Chancellor is appointed by the Council in accordance with section 11 of the [Act](#) and Part 2, Division 1 of the [SCU By-law](#).

(15) Council may establish a Chancellor Search Committee for the purpose of:

- a. identifying a suitable candidate or candidates for appointment as Chancellor; and
- b. making a recommendation to Council in relation to the appointment of the Chancellor.

(16) Candidates for Chancellor are not required to be a current member of Council.

(17) The Chancellor may be appointed for a term of up to four years and is eligible for reappointment when their term expires.

## Deputy Chancellor

(18) Council is to elect one of its members to be Deputy Chancellor in accordance with section 12 of the [SCU Act](#) and Part 2, Division 1 of the [SCU By-law](#).

(19) Prior to the expiry of the term of the Deputy Chancellor, or in the event that there is a vacancy in the role, the Council Secretary will call for nominations for Deputy Chancellor from the current Council members.

(20) Council members may self-nominate for election as Deputy Chancellor.

(21) If, at the close of nominations:

- a. only one nomination is received, the Council Secretary will declare the person nominated to be elected as Deputy Chancellor.
- b. more than one nomination is received, the Council will vote on the nominations and the nominee with the highest number of votes will be appointed as Deputy Chancellor.

(22) The Deputy Chancellor holds office for two years from the date of election and is eligible for re-election when their term expires.

## Appointed members

(23) Council and ministerially appointed members are appointed in accordance with Part 3, Division 1 of the [SCU Act](#) and Part 2, Division 3 of the [SCU By-law](#).

(24) The People and Culture Committee is:

- a. the Council Nominations Committee for the purpose of clause 37 of the SCU By-law; and
- b. the Graduate Appointments Committee for the purpose of clause 44 of the SCU By-law.

(25) In accordance with section 9C(2) of the SCU Act, all appointed members of Council must have expertise and experience relevant to the functions exercisable by the Council and an appreciation of the object, values, functions and activities of the University.

(26) The People and Culture Committee will maintain a skills matrix which identifies the skills and attributes which are required in order for Council to carry out its functions and assist the University in achieving its strategic priorities.

(27) In making a recommendation for the appointment of a Council or Ministerially appointed member, the People and Culture Committee will consider:

- a. the skills matrix;
- b. the [Council Succession Planning Guidelines](#); and
- c. for Ministerially appointed members, the Assessment Principles for making Ministerial Appointments to Public University Governing Bodies, or such principles or assessment criteria specified by the NSW Minister for Skills, TAFE and Tertiary Education from time to time.

(28) Council may engage an external consultant to assist with identifying potential Council member candidates.

### **Ministerially appointed members**

(29) If the term of a ministerially appointed member is ending, the Council Secretary will contact the office of the NSW Minister for Skills, TAFE and Tertiary Education at least nine months prior to the end of term to ascertain the process and requirements for submitting nominations for appointment of Ministerially appointed members.

### **Graduate members**

(30) The Council Secretary will invite nominations of persons for consideration for appointment as the graduate member of Council by:

- a. publishing the invitation on the University's website;
- b. emailing or sending a copy of the invitation to each person whose name is on the Roll of graduates;
- c. in accordance with clause 43(2) of the By-law, publishing the invitation in:
  - i. a newspaper circulating Australia; and
  - ii. three regional newspapers, with each newspaper being published in at least one of the regions where the University's main campuses are located – Lismore, Gold Coast and Coffs Harbour,
- d. publishing the notice in such other manner as the Council Secretary considers necessary to inform the persons whose names are entered on the Roll of graduates.

(31) The invitation will:

- a. invite nominations of persons for appointment;
- b. state that the nomination must be made by two graduates of the University;
- c. specify the form in which nominations must be made and the means by which it is to be submitted to the Council Secretary;
- d. specify a date and time by which nomination papers must reach the Council Secretary, being the time for close of nominations; and
- e. contain such other information in relation to the election as the Council Secretary considers appropriate.

(32) The Council Secretary will present all nominations to the People and Culture Committee and, where appropriate, advise the Committee if:

- a. the nomination does not comply with the requirements set out in clause 43 of the By-law or this Rule; or
- b. the person nominated is not qualified to be appointed.

## Section 6 - Elections

(33) This Section only applies to the election of staff and student members of Council.

### Conduct of election

(34) An election to Council is to be conducted by the Council Secretary who is the Returning Officer for the election.

(35) The Council Secretary may be assisted in the performance of any of their functions under this Rule by such person as the Council Secretary appoints.

(36) Subject to the SCU Act, the SCU By-law and this Rule, the election is to be conducted in such manner as the Council Secretary may determine.

### Timing

(37) The following periods apply to an election to Council:

- a. not less than 14 days and not more than 28 days between publication of the notice of election and the date and time specified for the close of nominations;
- b. not more than 28 days between the close of nominations and the date of issue of ballot papers; and
- c. not less than 14 days between the issue of ballot papers and the close of the ballot.

### Notice of election and call for nominations

(38) The Council Secretary is to give notice of an election by:

- a. publishing the notice on the University's website;
- b. in the case of an election of an elected (academic staff) member or elected (non-academic staff) members, emailing or sending a copy of the notice to each person whose name is on the relevant Roll of staff; and
- c. in the case of an election of an elected (student) member of the Council, publishing the notice in such manner as the Council Secretary considers necessary to inform the persons whose names are entered on the Roll of students.

(39) The notice of election will:

- a. state that an election to the particular office is necessary;s
- b. state the number of positions available and the qualifications for nomination;
- c. invite nominations of persons for election;
- d. specify the form in which nominations must be made and the means by which it is to be submitted to the Council Secretary;
- e. specify a date and time by which nomination papers must reach the Council Secretary, being the time for close of nominations;
- f. contain such other information in relation to the election as the Council Secretary considers appropriate.

### Nominations

(40) A nomination for election must be:

- a. in writing in the form specified in the notice of election;
- b. endorsed by two persons whose names appear on the appropriate Roll as set out in clause (8).

- c. for a person who:
  - i. is qualified to stand for election in accordance with the SCU By-law and this Rule; and
  - ii. has consented to stand for election by a notice in writing
- d. be received by the Council Secretary before the time specified for the close of nominations.

(41) A candidate may provide a statement of not more than 150 words containing information about the candidate.

(42) The Council Secretary may reject a nomination if satisfied that:

- a. the nomination is not duly made; or
- b. the person nominated is not eligible to be elected.

(43) If, at the close of nominations, the number of candidates is:

- a. the same or less than the number of vacancies to be filled, the Council Secretary will declare the persons nominated to be elected.
- b. more than the number of vacancies to be filled, the Council Secretary will conduct a ballot to fill the vacancies.

(44) A ballot for a Council election must be a secret ballot using the optional preferential system.

(45) A ballot paper may be in any form, including electronic.

(46) Each ballot paper is to:

- a. contain the names of the candidates in an order determined by lot;
- b. be accompanied by a form or declaration or other means of verification that the person voting is eligible to vote at the election;
- c. be accompanied by a notice which:
  - i. provides instructions on:
    - how to vote; and
    - transmitting the completed ballot paper (whether electronic or otherwise) to the Council Secretary;
  - ii. specifies the period of time during which votes will be taken and the date and time by which the completed ballot paper must reach the Council Secretary; and
  - iii. any other relevant information.

(47) The Council Secretary must reject a returned ballot paper if:

- a. it is received after the close of voting; or
- b. it has been cast by a person who is not entitled to vote at the election or who has already voted at the election;  
or
- c. it otherwise does not comply with the SCU By-laws or this Rule.

(48) If there is any technical malfunction in respect of an electronic ballot, the Council Secretary may:

- a. extend the voting period; or
- b. determine that the election is to be held again.

(49) The Council Secretary may make alternative arrangements for eligible voters to cast a valid vote.

(50) The result of the count must remain confidential until the declaration of the result by the Council Secretary.

(51) The Council Secretary and any person appointed by the Council Secretary must not, in any way, disclose, or aid in disclosing, the manner in which any voter has voted.

### **Determination of result**

(52) At the conclusion of the counting of the votes, the Council Secretary will declare the successful candidate or candidates.

(53) Following declaration of the result, candidates are entitled to electronically or verbally obtain from the Council Secretary:

- a. their final rank in the poll (after any required distribution of preferences); and
- b. the percentage of first preference votes won.

## Status and Details

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|------------------------------|--|
| <b>Status</b>                | Current  |
| <b>Effective Date</b>        | 1st May 2024   |
| <b>Review Date</b>           | 1st May 2027   |
| <b>Approval Authority</b>    | University Council   |
| <b>Approval Date</b>         | 18th April 2024  |
| <b>Expiry Date</b>           | Not Applicable   |
| <b>Responsible Executive</b> | Sandra McPhee<br>Chancellor                                  |
| <b>Head of Work Unit</b>     | Mark Dixon<br>Director, Governance Services                  |
| <b>Enquiries Contact</b>     | Mark Dixon<br>Council Secretary<br><hr/> Governance Services |