

# Terms of Reference - People and Culture Committee

The People and Culture Committee is established by the University Council as a committee of Council pursuant to Schedule 1, clause 4 of the [Southern Cross University Act 1993](#) (NSW).

## Responsibilities

### People and Culture

(1) Monitor and advise the Southern Cross University Council on:

- a. Leadership capability and development.
- b. Succession plans for key University senior leadership roles.
- c. The University's strategies and initiatives relating to:
  - i. Staff and student health, safety and wellbeing
  - ii. Staff and student engagement
  - iii. Community culture
  - iv. Workforce diversity and inclusion
  - v. Employee relations

## Nominations

(2) In accordance with Division 3 of the [Southern Cross University By-law 2005](#) (NSW), identify eligible candidates for appointment as a member of Council and make recommendations to Council on:

- a. Persons to be recommended for appointment by the Minister
- b. Persons to be appointed by Council, including graduate members
- c. The length of appointment for each such person

(3) Provide advice to Council on:

- a. Council member succession planning
- b. the composition of Council and its committees

## Employment and Remuneration

(4) In relation to the Vice-Chancellor:

- a. Determine the Vice-Chancellor's remuneration.
- b. In consultation with the Vice-Chancellor, determine the priorities or performance indicators against which the Vice-Chancellor's performance will be reviewed annually.
- c. Conduct an annual review of the Vice-Chancellor's performance.
- d. Approve the terms of any employment termination settlements.

(5) Approve the annual maximum percentage increments for members of the Executive and other senior staff.

(6) Review the remuneration strategy and remuneration outcomes, including any bonus outcomes, for the University's Senior Staff on an annual basis.

## **Composition**

(7) The membership of the Committee is:

- a. Chancellor
- b. Deputy Chancellor
- c. Vice-Chancellor
- d. At least two external members of Council.

(8) The Vice President (People and Culture) will be a standing attendee at all Committee meetings.

(9) The Chancellor invites the external Council members to the Committee and the appointment is endorsed by Council.

(10) The Vice-Chancellor shall not be present when matters relating to his employment and remuneration are considered.

(11) Where a member of the Committee is eligible to be appointed as a graduate member of the Council, they shall not be present when matters relating to the recommendation of a candidate to Council for appointment as the graduate member of Council are being considered. If necessary, the Committee may coopt an additional external Council member for the purpose of exercising its functions relating to the graduate member of Council to ensure that its membership meets the requirements of the [Southern Cross University By-law 2005](#) (NSW).

## **Quorum**

(12) At least three Committee members, including the Chancellor, must be present to constitute a quorum.

## **Meetings**

(13) The Committee shall meet at least four times per year, with authority to convene additional meetings as circumstances require.

## **Current Membership**

Mr Geoff Stalley, Deputy Chancellor, external Member of Council (Chair)

Professor Tyrone Carlin, Vice-Chancellor

Mr Jonathan Rourke, external Member of Council

Mr Peter Lewis, external Member of Council

Ms Sandra McPhee AM, Chancellor

## Status and Details

|                              |  |
|------------------------------|--|
| <b>Status</b>                | Current  |
| <b>Effective Date</b>        | 8th May 2025   |
| <b>Review Date</b>           | 8th May 2028   |
| <b>Approval Authority</b>    | University Council   |
| <b>Approval Date</b>         | 7th May 2025   |
| <b>Expiry Date</b>           | Not Applicable   |
| <b>Responsible Executive</b> | Mark Dixon<br>Council Secretary                              |
| <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 |