Academic Board

The Academic Board has responsibility for the achievement of Excelsia College’s educational objectives. The Academic Board monitors the development and implementation of academic policymaking and academic administration and oversees the educational process.

The Academic Board has responsibility for academic governance of Excelsia College’s teaching, learning, scholarship and research. It monitors and maintains the quality of all the College’s academic programs, and oversees the quality of its research activities.

The Academic Board monitors policies relating to the admission of students, the teaching and learning functions of the institution, quality assurance and compliance requirements, assessment, graduation, awards and scholarships, and research planning and management.

The Academic Board, through the Academic Director, delegates implementation matters to designated academic staff assisted by such standing committees or advisory committees as it may establish from time to time.

The Academic Board carries out periodic reviews of the implementation of academic policy and recommends such changes, as it may deem desirable. The Academic Board monitors reports from the Teaching and Learning Committee, Curriculum Governance and Academic Standards Committee, Research Committee, and ad hoc committees to ensure that their delegated responsibilities are discharged.

Academic Board Charter

This Charter, instituted through a resolution of the Board of Directors of Excelsia College on 8 November 2005, establishes the Authority, Nature, Role, Terms of Reference, Responsibilities and Composition of Excelsia’s Academic Board.

1. Authority

The Academic Board was established by a resolution of the Excelsia College Board of Directors on 24 September 2009.

2. Review date

This Charter was considered by the Academic Board at its first meeting in October 2009, and reviewed most recently at its meetings on 31 July 2014 and 2 April 2015.

The Charter will be reviewed biennially as part of continuous quality assurance mechanisms and self-review processes.

3. Nature of the Academic Board

The Academic Board is an independent and collegiate body composed of academic experts, (including academics external to the organisation and internal academic staff) established under the authority of the Board of Directors. The Academic Board is empowered to report directly to the Board of Directors on all matters relating to and affecting the quality of higher education programs offered by Excelsia College.
4. Role of the Academic Board

The primary role of the Academic Board is to ensure that the quality of Excelsia’s teaching, learning, scholarship and research activities reflects the Higher Education Standards Framework. The Academic Board monitors the development and delivery of courses to ensure that graduates possess the knowledge and skills for employment in their respective professional fields and are able to demonstrate achievement of the graduate attributes. The Academic Board also monitors the research policies and approves research activities as presented by the Research Committee.

5. Terms of Reference of the Academic Board

The Terms of Reference for the Academic Board are the following:

5.1 Monitor the graduate outcomes and quality of the on-campus and distance education learning environment experienced by students to ensure that it is appropriate for the AQF level and nature of the awards offered by Excelsia College.

5.2 Oversee the quality of the research activities of Excelsia College, and monitor the development and effectiveness of research policies and protocols.

5.3 Undertake forward planning in relation to the academic profile and provide advice in regard to any staffing implications, including supervision capacity, qualifications, knowledge and expertise.

5.4 Approve assessment results leading to Excelsia College qualifications, consider any unresolved student appeals, and recommend the conferring of awards.

5.5 Approve and review academic policies, including their deployment in practice.

5.6 Ensure that there are adequate quality assurance systems in place for each academic course.

5.7 Implement and monitor academic standards in terms of the quality of teaching, level of qualifications, educational pathways, admissions and assessment processes.

5.8 Determine the processes for the development of new courses and the revision of existing courses, particularly to ensure currency and relevance.

5.9 Approve new courses and authorise minor changes to existing courses.

5.10 Establish Standing Committees, with delegated functions, for the:

5.9.1 Teaching and Learning Committee (to ensure the deployment of core academic functions and quality standards in educational practice throughout the organisation).

5.9.2 Curriculum Governance and Academic Standards Committee (to monitor course design and development to ensure quality and compliance with the AQF and Course Accreditation Standards)

5.9.4 Research Committee (to review all research proposals by academic staff or third parties that would require the support or involvement of Excelsia College in order to ensure the lawfulness, probity and conformance with Excelsia College values of the proposed research).

The Academic Board may establish other standing or ad hoc committees as deemed necessary to assist it in its deliberations.

If there is a disagreement between the Board of Directors and the Academic Board on a substantial academic issue or policy, resolution will be sought through a joint meeting of the Board of Directors and the Academic Board. After due consideration of the issues, a majority vote of the Board of Directors will decide the outcome. If there is an equality of votes, the Chairman of the Board of Directors shall have a second or casting vote.
6. Major Responsibilities of the Academic Board

In fulfilling these Terms of Reference the Academic Board has the following specific responsibilities:

6.1 Review and approve any applications for course accreditation or re-accreditation.
6.2 Review all accreditation or reaccreditation and/or academic audit documentation which may be externally assessed and oversee the implementation of agreed recommendations.
6.3 Review performance indicators including examination results, student satisfaction, and graduate destination surveys.
6.4 Facilitate the development and maintenance of high standards of teaching and scholarship.
6.5 Establish mechanisms for the formal and regular review of academic activities.
6.6 Provide advice on the academic aspects of Excelsia’s Strategic Plan.
6.7 Monitor policies and practices relating to Excelsia students and recommend corrective action as necessary.
6.8 Receive reports from, and review the activities and decisions of all committees established under its delegated authority.
6.9 Encourage the development of a community of interest and professional affiliation among alumni.

7. Meeting Schedule

The Academic Board will meet not less than four times per year and more frequently when required at the discretion of the Chair.

8. Composition of the Academic Board

8.1 Profile for Academic Board membership

For the Academic Board to function effectively as an independent body and make credible judgements about the nature of the matters it reviews, its members collectively require academic and discipline-based expertise in relation to higher education, and an understanding of the employment and vocational opportunities available to graduates.

To meet these requirements the composition of the Board will include:

8.1.1 A mix of specialist, discipline-based knowledge and general academic expertise.
8.1.2 A balance of internal and external members.
8.1.3 Some members familiar with the nature of the employment market relevant to College graduates.
8.1.4 An independent chair.
8.1.5 Student representation.
8.1.6 Representatives of Excelsia College academic staff.

8.2 Classification, appointment and duration of membership

The Academic Board will be comprised of voting and non-voting members. Members who hold office ex-officio will be members of the Academic Board for the period that they hold their respective ex-officio office.

The voting members of the Academic Board are:

8.2.1 The Chair. The Chair will be nominated and appointed by the Board of Directors. The Chair will be appointed for a period of two years, after which time the incumbent may be re-appointed, or a new Chair appointed.
8.2.2 External members. At least three external, independent, members will be nominated and appointed by the Board of Directors. External members will be appointed for an initial period of two years, after which time any or all members may be re-appointed, or one or more new members appointed to replace outgoing members for a period to be agreed by the external member and the Board of Directors. Where possible, the resignation and appointment of external members will be staggered in order to facilitate smooth transitions in membership and maximise retention of ‘corporate memory.’ The Board of Directors may appoint additional external members at any time.

8.2.3 Excelsia College Academic Director. Membership is ex officio.

8.2.4 Excelsia College Director of Academic Development. Membership is ex officio.

8.2.5 Excelsia College Director of Research.

8.2.5 Academic Representatives. Two representatives of academic staff will be nominated by the Academic Director and appointed by the Board of Directors for a period of one year only. Academic staff may be re-appointed after a period of one year in which they have not served on the Academic Board. The Academic Representatives must be permanent senior academic staff. Where possible, the Academic Representatives should reflect the diversity of the College’s academic disciplines.

8.2.6 Student representative. One student representative will be nominated by the Dean of Students after consultation with the Student Representative Council, Heads of School and the College’s executive management. The Student Representative will be appointed for a period of one year only.

The non-voting members are:

8.2.7 Vice Chancellor for Asia-Pacific, IWU Holdings LLC. Membership is ex officio.

8.2.8 Excelsia Chief Executive. Membership is ex officio.

8.2.9 Academic Board Secretary. The Secretary will be nominated by the Chief Executive and appointed by the Chair.

8.3 Criteria for selection of members

8.3.1 Chair:
- Postgraduate qualifications, preferably a doctorate or equivalent professional standing.
- Senior management experience in higher education.
- Knowledge of teaching and learning trends in higher education.
- Experience in chairing Boards and/or Committees.
- Well developed communication and analytical skills including the capacity to facilitate, interpret policy and make educational judgements drawing evidence from a range of sources.

8.2.2 Members - General requirements. All members are expected to have:
- Capacity to exercise judgement across a broad spectrum of academic policy issues in higher education.
- Experience in Board and/or Committee processes and decision-making.
- Experience in participating with others as part of a team to form balanced judgements and make impartial decisions.
8.2.3 In addition to the General requirements listed above, discipline experts are expected to have:

- Appropriate academic qualifications.
- Leading reputation in field of expertise.
- Knowledge of employment and vocational opportunities for graduates.

8.2.4 Requirements for external members:

In addition to the general requirements listed above, external members are expected to:

- Be able to demonstrate that they have no conflict of interest in accepting the role.

8.4 Duties and Responsibilities

Academic Board members are expected to:

8.4.1 Maintain the confidentiality of all matters that pertain to the conduct of the Academic Board.

8.4.2 Always act in the best interest of Excelsia College and its students.

8.4.3 Engage in discussion and contribute to decision-making processes.

8.4.4 Ensure that any perceived or actual conflict of interest that arises is brought to the advanced notice of the Secretary or Chair of the Academic Board so that appropriate action can be taken to address the matter.

8.4.5 Participate in assisting the Academic Board to operate within its Terms of Reference.

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Endorsement of the Academic Board Charter

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## Standing Orders and Rules of Procedure
### Academic Board

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Standing Orders

The Academic Board shall conduct its meetings and other business in accordance with its own rules of procedures and customary practice, subject to resolutions of the Board of Directors and allowing all reasonable discretion to its Chair. Customary practice here refers to the process by which the Board’s business is conducted through the presiding member (normally the Chair) and proceeds on the basis of resolution. More formal rules and standing orders such as those described in formal meeting procedures and other widely available publications and general conventions of meetings may be used only as a general guide. Members should note that in the conduct of the Academic Board meetings, all reasonable discretion is allowed to the presiding member.

Rules of Procedure

The following Rules of Procedure shall be implemented by the Academic Board to facilitate the conduct of its business and may be varied by the Board from time to time, as appropriate.

1. Schedule of Meetings of the Board

Meetings of the Academic Board shall be held quarterly, or more frequently as determined by the Board. The last meeting in any calendar year will forward plan for the upcoming academic year.

2. Duration of Meetings

Meetings of the Academic Board shall conclude at the end of 2 hours unless the members present vote for a continuation for a period to be determined by the Chair.

3. Quorum

A quorum shall be constituted with 50% + 1 of the members.

4. Adjournment of Meetings and Maintenance of Quorum

The Chair may adjourn an ordinary, an adjourned or a special meeting of the Academic Board in appropriate circumstances. For example, the Chair may adjourn a meeting if it became apparent that a quorum might not be maintained; or that a long contentious item of business was about to be discussed and it seemed advisable that the Chair should therefore adjourn the meeting before commencing discussion on that item rather than cutting off discussion in mid-stream.

The Chair shall not adjourn a meeting to prevent a motion or amendment being put forward save with the approval of two thirds of the meeting present. This discretion shall not limit any other powers of the Chair to adjourn a meeting.

5. Adjourned Meetings of the Academic Board

If a meeting of the Academic Board is adjourned, the Chair shall:

- 5.1 Adjourn the meeting to the same day in the next week at the same time and place OR to such other day, time and place as the Chair may determine.
- 5.2 Cancel the meeting. In such case the Chair may declare that any unfinished business on the notice paper for such meeting be the first priority business for the next ordinary meeting of the Academic Board.

6. Method of Decision making

Matters requiring approval of the Academic Board will ordinarily be resolved on a consensus basis. However, if this cannot be achieved, then the respective matter will be decided by a vote of members. Decisions will be in accordance with the vote of the majority.
If at any time the Excelsia College members constitute a majority of members present, their votes in aggregate will be deemed to be equivalent to less than fifty per cent of the votes cast.

The method of voting shall be by voices or, at the discretion of the Chair or on the request of any two members, by a show of hands.

In the absence of a majority the Chair will have the casting vote.

7. Absence from Meetings of the Board or its Committees

7.1 Of the Chair: in the absence of the Chair the members present will elect another external member to act as Chair.

7.2 Of the members: the following policies and procedures for absence from Academic Board meetings shall be followed:

   7.2.1 The Secretary records absences and apologies lodged by a member who is unable to attend a meeting.

   7.2.2 Internal members may seek leave of absence from Academic Board meetings under special circumstances, such as normal absences arising from annual leave. Such application must be done in writing and provided to the Secretary prior to the meeting.

   7.2.3 External members may seek approval for leave at any time.

   7.2.4 As the Academic Board meetings are held four times per year, the Secretary shall review and advise on more than three absences for any member.

8. Preparation of Agendas

All papers concerning items for consideration for inclusion on the agenda shall be received by the Secretary as soon as practicable, preferably at least two weeks prior to the scheduled date of a meeting.

The draft agenda and accompanying documents shall be considered and finalised, including determination of agenda items and of confidential items, by the Chair.

The finalised agenda and papers shall be distributed by the Secretary within six days of the scheduled Academic Board meeting. The default format for the agenda is soft copy.

9. Items for inclusion on the Agenda

In general, agenda items which touch upon significantly common subject matter will be grouped together on an agenda to avoid the possibility of the Academic Board’s adopting conflicting resolutions.

Further, each agenda shall include, as the first item of business, the item “Declaration of Conflicts of Interest” to give members the opportunity to declare any personal issues of relevance that may have arisen since the last meeting of the Academic Board.

10. Scheduling of Academic Board Business

Academic Board meetings will be held at least four times per year to correspond with significant dates in the Academic Calendar, such as examinations and endorsement of qualifications issuance and end of year reviews.

11. Order in which Agenda items shall be considered

In exceptional circumstances, the Academic Board may give consideration to a recommendation for the reordering of an agenda in order to ensure that major items are considered at a time when it is
likely that attendance at the meeting is such that any resolution would reasonably represent the views of a significant proportion of the membership of the Academic Board. Such items would normally be included in the agenda in such a position as to ensure that they were considered early in the meetings.

12. Confidentiality

The Secretary together with the Chair shall recommend which items on the agenda are to be presented as confidential and identify any item within a report as confidential, ensuring that the agenda and relevant documentation is clearly marked to that effect, as appropriate.

At the beginning of the meeting agreement shall be sought for the recommendations of the Chair and the Secretary on which items are confidential.

Confidential items shall be dealt with at the beginning of the meeting after which Observers and other appropriate participants will be admitted.

If a confidential item emerges in the course of discussions, after Observers and others have been admitted, then these will be asked to leave the meeting.

Members of the Academic Board should be aware that there are limits to the degree of protection they may claim in relation to defamation, maintenance of confidentiality and commercial in confidence items in discussion of Board matters.

13. Tabling of Reports

In general all matters coming before the Academic Board shall be considered first by the Chair and the Secretary.

14. Motions without notice

The Academic Board shall permit consideration of any item of business if a motion of prior notice has not been given. The item may be considered provided that the majority of the voting members are present and that the Chair consents to discussion of the item and that permission be given at the commencement of the meeting.

15. Notice of motions

15.1 The right of members to place motions on notice on Academic Board Agendas.

Any member of the Academic Board may give notice of a motion, the notice to be supported by such additional material as agreed to by the Chair. Members should be aware of the time constraints involved and of the procedure for providing the motion and additional material to the Secretary at least two weeks prior to the date of the scheduled meeting. The precise wording of the motion need not be finalised then, but the substance of the intended motion must be clear.

The Chair may rule a motion out of order and not allow it to be published with the agenda if, after discussions with the relevant member, the Chair was satisfied that the motion was seriously in breach of confidence within Excelsia or may be defamatory.

In all other situations the Chair would permit a notice of motion to be published even though the Chair might consider the motion to be out of order. In such situations the Chair could give notice on the agenda that a motion will be ruled to be out of order when it comes up for discussion. Such a ruling could of course be challenged at the meeting in the normal way.

In all situations where the Chair declined to have a notice of motion circulated in advance of a meeting, the Chair would report the matter at the commencement of the meeting.
The question of whether a motion on notice was in order, if contested, would in all cases be determined in the normal manner at the meeting of the Academic Board, either at the commencement of the meeting or when the motion came up for discussion. If a motion is determined by the Academic Board to be in order then it should be discussed at a subsequent meeting as it is likely the wording will not have been finalised yet.

15.2 Conflicting agenda items

When a member of the Academic Board submits a notice of motion, this action might well be taken without knowing what other matters were to be considered at the meeting.

The Secretary and the Chair, in the process of developing the agenda, may, in the first instance, discuss the conflict with the relevant members to determine the approval of the item.

The fact that a notice has bearing on another item on the agenda is no reason in itself for the motion to be declared out of order. This is because the notice might be intended to have a bearing on the other item, it might be intended to broaden the scope of discussions on a common subject matter, or it might be taken in lieu of an amendment to another motion.

To the extent, however, that an Academic Board resolution on one agenda item and a motion on notice, if carried, might conflict, there would generally be practical advantages in considering the two items as a sequence in the meeting.

16. Ongoing Conduct of Business of the Board

If there are only four meetings scheduled for any one year, there may be tasks and decisions which the Board, under its Terms of Reference, may need to ensure are carried out.

In such circumstances, the Secretary will act in delegated responsibility for only those items that the Academic Board specifically identifies. The carrying out of these delegated tasks and decision-making can only be done by the Academic Board Secretary in direct discussions and advice from the Chair (by phone, email or other contact) and the Chief Executive.

16.1 If matters (considered by the Chair to be of moment) require urgent resolution they may be put to the members of the Academic Board by circulation. The time allowed for the response will be at the discretion of the Chair.

Recommendations not approved by 100% of members who respond (subject to the Academic Board’s rules of quorum) will be held over to the next ordinary meeting of the Academic Board.

16.2 To provide for ongoing good academic governance, in all other cases where the business cannot be reasonably held over to the next ordinary meeting of the Academic Board, the Academic Board shall:

16.2.1 Delegate authority to conduct its business to the Academic Board Executive, providing always that
16.2.2 business conducted and decisions taken in such manner are reported to the next ordinary meeting of the Academic Board.

16.3 The membership of the Academic Board Executive shall consist of:

16.3.1 The Chair
16.3.2 1 External Member
16.3.3 1 Internal Member (Academic Director)
17. Standing Committees of the Academic Board

The following committees have delegated responsibilities as detailed in their Terms of Reference for assisting the Academic Board in its role as the principle academic advisory body of Excelsia College:

17.1 Teaching and Learning Committee
17.2 Curriculum Governance and Academic Standards Committee
17.2 Research Committee

18. Minutes

Minutes of Academic Board meetings will be distributed to all members by email as soon as practicable after each meeting. The default format for the minutes is soft copy.

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Endorsement of the Academic Board Standing Orders and Rules of Procedure

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