



POLICY

Policy Title: Nominations For Appointment To Council, Boards And Committees Of Council

Policy Owner: Council Secretary

Keywords : 1) Nominations 2) Council 3) Prospective Members

Policy Code: PL079 [ad056]

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1. INTENT

Good governance requires that appointments to Council, Boards and Council Committees are made according to an accountable, effective and systematic process, which helps ensure the appointment of members with the required values and range of skills, knowledge and experience.

This policy outlines the process which will be used by Council in directly appointing members to Council, Boards or Council Committees, or for recommending members to the State Minister for Education for appointment.

2. ORGANISATIONAL SCOPE

2.1 The Policy is applicable to the appointment to positions and offices on the following bodies –

- The Council of the University;
- Council Committees; and
- Boards

2.2 The Policy is not applicable to –

- Elected or *ex-officio* positions on Boards or Committees;
- The offices of Chancellor and Pro-Chancellor (these are elected by the Council);
- The office of Deputy Chair for Boards or Council Committees as these are elected by members of the Board or Council Committee; and
- Taskforces to achieve a specific purpose with a defined end point (such bodies would not generally have a life beyond 12 months and would cease to exist upon fulfilment of their purpose).

3. DEFINITIONS

TERM	DEFINITION
“Board” means	A Board established under the ECU Act or Statutes (except the Academic Board). This includes (but is not limited to): the ECU South West Campus Advisory Board; the Western Australian Academy of Performing Arts Board, and the ECU Foundation Board.
“Council” means	the governing body of the University as defined in section 8 of the <i>Edith Cowan University Act 1984</i> .
“Council Committee” means	A committee established by resolution of Council which reports to Council and which consists principally but not exclusively of members of Council
“Nominations Committee” means	the Committee established by resolution of Council to make recommendations to Council in relation to potential appointments to Council, Council Committees or Boards.
“Skill/knowledge clusters” means	areas of competency, as agreed by Council, specified as necessary for the effective operation of a forum (e.g. legal skills/knowledge, financial skills/knowledge etc).

4. POLICY CONTENT

- 4.1 The Nominations Committee is responsible to Council for the nominations processes for Council, Boards and Council Committees, and will make recommendations to Council on potential appointments.
- 4.2 The Chair of the Nominations Committee will be the Chancellor.
- 4.3 The nominations process will identify persons who meet the criteria for appointment and who will be able to make a positive contribution to Council, the Board or Council Committee.

- 4.4 This policy will be supported by Guidelines. These Guidelines will cover:
- the criteria required for appointment to Council, and
 - the processes to be adopted for determining and recommending potential members of Council, Boards and Council Committees.
- 4.5 Recommendations on appointments to Council, Boards or Council Committees will take into account a range of factors including, as well as compatibility with the University values, any particular skills, knowledge and/or experience required by Council, Boards and Council Committees. Consideration will also be given to ensuring that the members of Council, Boards and Committees reflect a broad range of backgrounds, insights and approaches so that there is diversity amongst Council, Board or Council Committee members.
- 4.6 The criteria for appointment to Council, Boards and Council Committees should be reviewed –
- on a regular basis, not less than every 3 years;
 - if the terms of reference or size and constitution of the membership change or as needs or developments emerge.
- 4.7 Council will consider any recommendations from the Nominations Committee in confidence. Agenda papers related to proposed appointments will be included in the confidential section of the Council agenda distributed only to Council Members.
- 4.8 Recognition of University Council/Committee Board Service
- 4.8.1 Nominations Committee will make recommendations to Council in relation to the recognition of service to Council, Council Committees and Boards in accordance with guidelines approved by Council.

5. ACCOUNTABILITIES AND RESPONSIBILITIES

In relation to this policy, the following positions are responsible for the following

Policy Owner

The Policy Owner (the Council Secretary) has overall responsibility for the content of this policy and its operation in ECU.

Nominations Committee of Council oversee the implementation of the policy on behalf of Council.

Council approves nominations to Council, Boards and its Committees.

6. RELATED DOCUMENTS

6.1 The policy is supported by the attached Guidelines:

- *Guidelines Linked to : Nominations for Appointment to Council, Boards and Committees of Council;*
- Guidelines: Recognition of University Council/Committee/Board Service

6.2 Other documents which are relevant to the operation of this policy are as follows:

- ECU Act 1984;
- Corporate Governance Statement;

7. CONTACT INFORMATION

Policy Owner:	Council Secretary
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8. APPROVAL HISTORY

Policy Approved by:	Council
Date Policy First Approved:	23 June 2005
Date Last Modified:	6 March 2014
Revision History:	Amended 27 August 2009 (Council Resolution UC135/22) <ul style="list-style-type: none">• Guidelines for Recognition of University Council/Committee/Board Service added to the policy 2 November 2010 [UC142/20] Amended March 2013 (Council Resolution UC162/18): <ul style="list-style-type: none">• Updated policy template Reviewed March 2014 (Council Resolution UC162/18)
Next Revision Due	March 2017
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Guidelines

Linked to : NOMINATIONS FOR APPOINTMENT TO COUNCIL, BOARDS AND COMMITTEES OF COUNCIL

1. Intent

1.1 These Guidelines support an accountable, effective and systematic process by which Council and the Nominations Committee of Council identify and appoint (or recommend for appointment) members of Council, Boards and Council Committees.

2. Organisational Scope

2.1 These Guidelines will be used by Nominations Committee and by Council in making decisions in relation to prospective members of Council, Boards and Council Committees.

3. Definitions

TERM	DEFINITION
“Board” means	A Board established under the ECU Act or Statutes (except the Academic Board). This includes (but is not limited to): the ECU South West Campus Advisory Board; the Western Australian Academy of Performing Arts Board, and the ECU Foundation Board.
“Council” means	the governing body of the University as defined in section 8 of the <i>Edith Cowan University Act 1984</i> .
“Council Committee” means	A committee established by resolution of Council which reports to Council and which consists principally but not exclusively of members of Council
“Nominations Committee” means	the Committee established by resolution of Council to make recommendations to Council in relation to potential appointments to Council, Council Committee or Boards.
“Skill/knowledge clusters” means	areas of competency, as agreed by Council, specified as necessary for the effective operation of a forum (e.g. legal skills/knowledge, financial skills/knowledge etc).
“State Minister for Education” means	The Minister charged with administration of the <i>School Education Act of 1999</i> .

4. Guidelines

- 4.1 Nominations Committee will make recommendations to Council on candidates for positions on Council, Boards and Council Committees.

NOMINATIONS TO COUNCIL

- 4.2 In order to be eligible for appointment to Council, a candidate must meet the relevant requirements of the *Edith Cowan University Act, 1984* (sections 9 – 11).
- 4.3 Candidates must be able to meet the requirements of any relevant regulatory body, including, but not limited to, the Tertiary Education Quality and Standards Authority.
- 4.4 Potential members of Council will be considered against a set of criteria agreed by Council following advice from the Nominations Committee. These are outlined in Schedule 1.
- 4.5 In making a recommendation to Council, the Nominations Committee will include in its recommendation:
- 4.5.1 an assessment of the candidate's values, skills and knowledge against the requirements of the office in question, and with consideration of the skill/knowledge clusters (as outlined in Schedule 1);
 - 4.5.2 the absence of any on-going conflict of interest in relation to the candidate;
 - 4.5.3 consideration of the need for Council to reflect a range of backgrounds, insights and approaches so that there is diversity amongst Council, Board or Council Committee members; and ;
 - 4.5.5 the proposed term and commencing date of appointment, taking into account the need to stagger the terms of the members (to provide for the introduction of new members consistent with maintaining continuity and experience);
and in the case of a recommendation to reappoint a current member or office holder:
 - 4.5.6 an assessment of the member's performance;
- 4.6 Where a review of the performance of a member is undertaken this will consider aspects such as:
- 4.6.1 The member's attendance and contribution to meetings;
 - 4.6.2 Use by the member of his or her professional and community networks to assist the functioning and standing of the Council, Boards or Council Committees and the University;
 - 4.6.3 The undertaking of additional duties (such as mentoring new members, membership or chairing of sub-Committees, reviewing papers, attendance at graduation ceremonies etc), as appropriate.
- 4.7. The *Edith Cowan University Act, 1984* (s 10) provides that an appointed Council member may be appointed for a term up to a maximum of three years:

1 (a) *an appointed member holds office for such period not exceeding 3 years...;*

4.8 A member may not serve more than three consecutive terms. A candidate may however be re-nominated for Council if more than 12 months have elapsed since the expiration of the last term of office (s 10 (4)):

4. *A member ... is not eligible to be reappointed on the expiry of a third successive term of office until 12 months have elapsed after such expiry.*

4.9 **Nominations Process for Council Members**

4.9.1 The Council Secretary will identify a prospective vacancy to the Chair of the Nominations Committee.

4.9.2 The Council Secretary will identify any mandatory requirements or conditions relevant to the vacancy. Sources of such requirements include:

- (a) the *Edith Cowan University Act, 1984*,
- (b) University Council resolutions and policies; and
- (c) where applicable, State Government policy and procedures.

4.9.3 The Nominations Committee will identify the preferred attributes, knowledge and/or skill requirements to be filled by the vacancy.

4.9.4 If the vacancy is occasioned by the expiry of a term of a member who is eligible and willing to be re-appointed, the Nominations Committee will consider:

- the current member's performance review;
- his or her skills and knowledge as assessed in relation to the existing needs of Council, the Board or Council Committee.

The Nominations Committee may then either recommend –

- (a) re-appointment of the current member; or
- (b) the appointment of a new member.

4.9.5 If the Nominations Committee is considering the appointment of a new member it will identify prospective candidates. The Nominations Committee Chair or the Chair's nominee will approach prospective candidates to ascertain the candidate's interest in the vacancy.

4.9.6 If the Nominations Committee is considering the appointment of a new member it will assess potential candidates against –

- (a) in the case of Council members, the pre-requisite characteristics required for membership of Council, as outlined in Schedule 1;
- (b) specific selection criteria including the existing skills and knowledge requirements of Council, the Board or Council Committee;
- (c) the need to stagger the terms of members; and
- (d) appropriate diversity requirements.

4.9.7 The resolution put to Council to appoint a person to a position or office will specify the duration of the term of appointment.

4.9.8 Council will consider any recommendations from Nominations Committee in confidence.

4.9.9 Nominations Committee may elect to maintain a register of potential Council, Board or Council Committee members to assist with the identification of new Council Board or Council Committee members.

4.10 Where an appointment requires Governor Approval (ECU Act Section 9(1)(a)):

4. 10.1 When the Nominations Committee is considering a Council vacancy in the case of appointments by the Governor, it will consider any protocols specified by the State Minister for Education.

4. 10.2 Nominations to the Governor are made through the State Minister for Education.

4. 10.3 Any nomination by Council for an appointment to Council by the Governor under Section 9(1)(a) of the *Edith Cowan University Act, 1984* will include a recommended duration of appointment.

4. 10.4 *Reappointment of a current member*

If Council's seeks to re-appoint a current member, the Nominations Committee will consider the member's performance and the currency of their skills and knowledge. If the candidate is approved by Council, the Chancellor will write a letter to the State Minister requesting that he or she recommend that the Governor re-appoint the member. In writing to the Minister the letter should include reference to the selection criteria, and any other relevant factors relevant to the vacancy, and the assessment undertaken by Council and address any protocols specified by the State Minister for Education.

4. 10.5 *Appointment of a new member*

If Council seeks to appoint a new member, the Nominations Committee will recommend to Council the names of a candidate for consideration and recommend that the Chancellor write a letter to the State Minister for Education with the candidate for consideration, requesting that he or she recommend that the Governor appoint the candidate. In writing to the Minister the letter should include reference to the selection criteria relevant to the vacancy and the assessment undertaken by Council and address any protocols specified by the State Minister for Education.

4.11 Where an appointment is for a member co-opted by Council (*Edith Cowan University Act, 1984 Section 9(1)(i)*)

4.11.1 Following the identification of a suitable candidate through the nominations process outlined in 4.9.1 – 4.9.9 *Nominations Process for Council Members*. Nominations Committee will make a recommendation to Council that it approve the co-option of the candidate by resolution.

NOMINATIONS TO BOARDS

4.12 Chairs of the Western Australian Academy of Performing Arts Board and the ECU South West Campus Advisory Board

- 4.12.1 The Chairs of both the Western Australian Academy of Performing Arts Board and the ECU South West Campus Advisory Board are co-opted to Council. Council therefore has a special interest in the identification of suitable Chairs for both Boards.
- 4.12.2 The same process for Council members as outlined in 4.9.1 – 4.9.9 *Nominations Process for Council Members* will be undertaken.
- 4.12.3 Candidates must also be able to demonstrate possession of the necessary values, skills and abilities to effectively perform the duties of a Chair.
- 4.12.4 In addition to meeting the requirements of membership of Council, Chairs of these two Boards must be acceptable to their Boards, and the Chancellor will therefore consult as necessary with the Boards to gain their agreement to the proposed Chair.
- 4.12.5 It is noted that under the current Statute 20 the Chair of the ECU South West Campus Advisory Board is a member elected by the Board to be the Chairperson and the role of the Chancellor in consulting with the Board is therefore critical in this process.

4.13 Members of the Western Australian Academy of Performing Arts Board and the ECU South West Campus Advisory Board

- 4.13.1 In the case of members appointed by Council of the Western Australian Academy of Performing Arts and ECU South West Campus Advisory Boards, candidates are recommended by the Boards to Council, through the Nominations Committee.
- 4.13.2 If the Nominations Committee wishes to suggest potential members for the Boards, these names will be provided in confidence to the Chair of the Board for consideration by the Board members.
- 4.13.3 If the Nominations Committee has concerns regarding a potential Board member, these concerns will be raised with the Chair of the Board before making a recommendation to Council.

4.14 Chair and members of the ECU Foundation Board

- 4.14.1 The Chair and members of the ECU Foundation will be appointed in the same manner as the Chair and members of Committees (as outlined in 4.15 and 4.16).

NOMINATIONS TO COMMITTEES

4.15 Chairs of Committees

- 4.15.1 Nominations for Chairs of Committees will be made through the Nominations Committee to Council, using the same process for Council members as outlined in 4.9.1 – 4.9.9 *Nominations Process for Council Members*.
- 4.15.2 Candidates must also be able to demonstrate the necessary skills and abilities to effectively perform the duties of a Chair.

4.15.3 The Chancellor or his nominee may consult with members of the Committee regarding the candidate recommended by the Nominations Committee.

4.16 Members (including members co-opted by a Committee)

4.16.1 Nominations to Committees of Council will be made through the Nominations Committee to Council, following the same process for Council members as outlined in 4.9.1 – 4.9.9 *Nominations Process for Council Members*.

4.16.2 The Chair of the Committee will be consulted, and may recommend candidates to Nominations Committee for consideration.

5. References

Related Policy:	Nominations for Council and Bodies Appointed by Council	SUB/4508
Document Owner:	Council Secretary	
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Related Policies/Documents:	Policy: Nominations for Appointment to Council, Boards and Committees of Council	

6. Contact Information

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Criteria for appointment to ECU's Council

In order to be considered for appointment to ECU's Council, prospective members must demonstrate the following:

1. be a respected member of the community or his or her profession with a reputation for integrity;
2. possess an appreciation of the values of the University and its core activities of teaching, research and engagement, its independence and academic freedom and the capacity to appreciate what the external community needs from the University;
3. possess the capacities and experience to be an effective member of the relevant forum, preferably including an understanding of contemporary governance practices and experience of large complex organisations;
4. be free from any ongoing conflict of interest in relation to his or her prospective position;
5. be available for the relevant meetings and commitments;
6. be able to make a contribution to one, and preferably more, of following three levels:
 - a. internally (through skills which will enhance the operation of Council),
 - b. externally (through community engagement) and/or
 - c. reputational (through reputation in the community or professionally);
7. be able to fulfill the duties and responsibilities of a Council member, as outlined in the Act, the Corporate Governance Statement and the Code of Conduct;
8. be able to meet the requirements of any relevant regulatory body such as the Tertiary Education Quality and Standards Authority's Fit and Proper Person Declaration.
9. be able to contribute to the University to one, and preferably more, of the Skills/Knowledge clusters, noting that as at least two members of Council must have financial expertise (as demonstrated by relevant qualifications and by experience in financial management at a senior level in the public or private sector); and at least one must have commercial expertise (as demonstrated by relevant experience at a senior level in the public or private sector), consideration of these particular skills may be a deciding factor when filling a vacancy on Council.
10. Consideration will also be given to ensuring that the members of Council reflect a broad range of backgrounds, insights and approaches so that there is diversity amongst Council members.

SKILL/KNOWLEDGE CLUSTER	REQUIREMENT
Teaching and Learning	Understanding of, and experience in, teaching and learning.
Research	Understanding of, and experience in, research or research management.
Health and Science	Understanding of, and experience in, the medical, nursing or allied health professions or science-based professions.

Regional Interests	Understanding of, and a role in, non-metropolitan regional communities. Experience in regional development and leadership in regional businesses and communities.
Arts	Understanding of, and experience in, the arts and creative professions or their management.
International	Understanding of, and experience in, international commerce and trade, international relations or international multicultural affairs.
Finance	<p>The ECU Act (s9 (6)(a)) requires that a minimum of two 2 members have financial expertise (as demonstrated by relevant qualifications and experience).</p> <p>Relevant qualifications and financial management experience at a senior level in the public or private sector. Experience in the management of financial and other forms of risk.</p>
Commerce	<p>The ECU Act (s9 (6)(b)) requires that at least one member of Council has commercial experience.</p> <p>Relevant experience at a senior level in the public or private sector in commerce and the management of commercial risk.</p>
Legal	Legal qualifications and legal experience.
Fundraising	Relevant experience in fundraising or donor management.

Guidelines for the Recognition of University Council/Committee/Board Service

Linked to: Nominations for Appointment to Council, Boards and Committees of Council Policy

1. Intent

To recognise significant service on University Council and/or its Committee or Boards.

2. Organisational Scope

Council, Committee or Board members.

3. Definitions

TERM	DEFINITION
“Board” means	A Board established under the ECU Act or Statutes (except the Academic Board). This includes (but is not limited to): the ECU South West Campus Advisory Board; the Western Australian Academy of Performing Arts Board, and the ECU Foundation Board.
“Council” means	the governing body of the University as defined in section 8 of the <i>Edith Cowan University Act 1984</i> .
“Council Committee” means	A committee established by resolution of Council which reports to Council and which consists principally but not exclusively of members of Council

4. Guidelines

- 4.1 Members of ECU’s University Council, Boards and Council Committees serve on an honorary basis.
- 4.2 The University values the significant commitment to the University contributed by members who serve on University Council, Boards and Council Committees.
- 4.3 The University will recognise this contribution in the following ways:
 - 4.3.1 members who have served for a minimum of six years on University Council or a Board or a Council Committee will be eligible, upon the recommendation of Nominations Committee, for a framed Certificate of Appreciation;
 - 4.3.2 members who have served for more than six years on University Council will be eligible, upon the recommendation of Nominations Committee, for a framed Certificate of Appreciation and where the residual value of the iPad provided to the member is less than \$200, the Council member will have the option of retaining their ECU iPad.

- 4.4 The Certificate of Appreciation will normally be presented to the out-going Council/Board/Council Committee member at the last meeting attended by the member.
- 4.5 .
- 4.5 The citation on the Certificate will be agreed by Nominations Committee and will reflect the contribution made by the member.

5. References

Guidelines Owner:	Council Secretary
Approved by:	Council
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Related Policies/Documents:	<ul style="list-style-type: none"> Nominations for Appointment to Council, Boards and Committees of Council Policy

6. Contact Information

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