

Election of Chancellor and Deputy Chancellor

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1.0 Purpose

This procedure outlines the requirements and processes for the election of the Chancellor and Deputy Chancellor of Griffith University.

2.0 Scope

This procedure applies to members of the University Council, members of the Chancellor Nomination Committee, the University Secretary and Council Secretary, and is subject to the requirements as set out under sections 30 and 31 of the Griffith University Act 1998.

3.0 Procedure

Election of Chancellor

Pursuant to section 30 of the Griffith University Act:

- the Council must elect a Chancellor whenever there is a vacancy in the office.
- the person elected need not be a Council member.
- the person elected must not be a student or a member of the university's academic staff or general staff.
- the Chancellor shall hold office for a term, not longer than five years as fixed by the Council.

Pursuant to section 13 of the Griffith University Act, the person elected to the office of Chancellor becomes an official member of the Council.

Election of Deputy Chancellor

Pursuant to section 31 of the Griffith University Act, the Council must elect one of its members as Deputy Chancellor whenever there is a vacancy in the office; and the Deputy Chancellor shall hold office for a term, not longer than four years, as fixed by the Council.

3.1 Chancellor Nomination Committee

3.1.1 Establishment

The Council will establish a Chancellor Nomination Committee:

- whenever a regular vacancy is about to occur in the office of the Chancellor, and a minimum of six months before the incumbent's term is due to expire, unless the incumbent is to be re-elected by the Council (see section 3.5) or
- whenever a casual vacancy occurs in the office of the Chancellor unless the Council decides otherwise.

3.1.2 Membership

The Chancellor Nomination Committee will consist of the following members:

- the Vice Chancellor.
- the Deputy Chancellor, unless the Deputy Chancellor has a conflict of interest or is unable to serve for some other reason, in which case the Council will appoint an alternative Council member.
- up to four members of the Council as appointed by the Council (in addition to any replacement members being appointed as provided for below).

The Council may also appoint an external member to the Chancellor Nomination Committee.

If any member of the Committee wishes to be considered for the position of Chancellor or is otherwise unable to serve on the Committee, the Council will appoint a replacement member of the Council to the Committee.

3.1.3 Chair

The Deputy Chancellor will chair the Chancellor Nomination Committee, unless the Deputy Chancellor wishes to be considered for the position of Chancellor or is otherwise unable to serve on the Committee, in which case the Council will appoint a member of the Chancellor Nomination Committee to act as Chair. The Council may appoint an independent external Chair of the Chancellor Nomination Committee in addition to the members described above in section 3.1.2.

3.1.4 Responsibilities

The Chancellor Nomination Committee will be responsible for:

- upholding strict confidentiality at all times during the nomination and election process for the office of Chancellor.
- proposing a timeline for the Chancellor nomination and election process for the Council's consideration and approval.
- consulting with the Council to ensure the position description for the position of Chancellor is fit for purpose and amending it as considered necessary.
- identifying suitable candidates for the role of Chancellor and engaging an external search firm to assist with the process if required.
- accepting nominations from members of the Council (as outlined under section 3.2) for the office of Chancellor.
- undertaking investigations and making appropriate enquiries about potential candidates and their suitability.
- shortlisting candidates for the position of Chancellor.

- interviewing shortlisted candidates to determine their interest, and to provide information about the role and the level of commitment required.
- selecting a preferred candidate for recommendation to the Council for election to the office of Chancellor.

3.1.5 Reporting

Following each meeting of the Chancellor Nomination Committee, the Committee will report to the next meeting of the Council.

3.1.6 Secretary

The Council Secretary will be the Secretary to the Chancellor Nomination Committee.

3.2 Chancellor and Deputy Chancellor Nomination Process

3.2.1 General

There are to be nomination processes for election to the offices of Chancellor and Deputy Chancellor.

3.2.2 Timing

The nomination process for election to the office of Chancellor will commence no sooner than one year prior to the expiry of the term of the Incumbent Chancellor and no later than six months prior to the expiry of their term.

The nomination process for election to the office of Deputy Chancellor will commence no sooner than six months prior to the expiry of the term of the Incumbent Deputy Chancellor and no later than three months prior to the expiry of their term.

In the event of a casual vacancy in the office of the Chancellor or the office of the Deputy Chancellor, the nomination process will commence as soon as possible after the Council receives notification that the office of the Chancellor or Deputy Chancellor is to be vacated or is vacant.

3.2.3 Initiation of the process (Regular Vacancy)

This section applies to a regular vacancy in the office of the Chancellor or Deputy Chancellor.

The nomination process will commence with the Chief Operating Officer writing to the Incumbent Chancellor or Deputy Chancellor to advise them that their term of office is set to expire, and whether or not they are eligible for re-election under the provisions of the Griffith University Act and this procedure (see section 3.4).

The Deputy Chancellor and Pro Chancellor will be copied into the email to the Chancellor. The Chancellor and Pro Chancellor will be copied into the email to the Deputy Chancellor.

Upon receipt of the email correspondence from the Chief Operating Officer, the Incumbent may express, in writing to the Chief Operating Officer, an intention to seek re-election.

If the Incumbent is eligible for re-election and confirms a willingness to seek re-election, the Chief Operating Officer will place the matter on the agenda of the following Council meeting for discussion. In relation to re-election of the Incumbent Chancellor, the Council may decide to not establish the Chancellor Nomination Committee (see section 3.5).

If the Incumbent is ineligible for re-election and/or not willing to seek re-election, the Chief Operating Officer will place the matter on the agenda of the following Council meeting. In relation to an election for the office of the Chancellor, the Council will then establish the Chancellor Nomination Committee (see section 3.1).

3.2.4 Initiation of the process (Casual Vacancy)

This section applies to a casual vacancy in the office of the Chancellor or Deputy Chancellor.

In the event of a casual vacancy in the office of the Chancellor or Deputy Chancellor, the Chief Operating Officer, via the Head, Corporate Governance and Sustainability, shall immediately inform the members of the Council of the vacancy. The Chief Operating Officer will place the matter on the agenda of the next scheduled Council meeting and the Council will determine the term of office for the position, and in relation to the office of the Chancellor, will consider the establishment of the Chancellor Nomination Committee (see section 3.1).

3.2.5 Call for nominations (nominations for office of the Chancellor)

This section applies to the nomination processes for the office of the Chancellor.

Subsequent to the initiation of a nomination process as contemplated in sections 3.2.3 and 3.2.4 above, the Chief Operating Officer, via the Head, Corporate Governance and Sustainability, will call for nominations by email to the Council members. The Chief Operating Officer will call for nominations at least 14 days prior to the commencement of the shortlisting process to be undertaken by the Chancellor Nomination Committee.

Nominations will remain open for at least seven days and must be received by the Head, Corporate Governance and Sustainability at least seven days prior to the Chancellor Nomination Committee meeting at which shortlisting is to commence.

The Council members may nominate potential external candidates. Strict confidentiality must be maintained in the process of nominating potential candidates, and potential candidates should not be approached unless the Chancellor Nomination Committee has expressly asked for the contact to be made.

Nomination of an eligible Council member shall be made in writing, endorsed with the signature of the person nominated or that person's agent, and with the signatures of two other Council members, and delivered in person or by email to the Head, Corporate Governance and Sustainability by the date and time prescribed.

All nominations, whether received from the Council members or identified by an external search firm, will be subject to the same review processes.

3.2.6 Call for nominations (nominations for office of the Deputy Chancellor)

This section applies to nomination processes for the office of the Deputy Chancellor.

The Chief Operating Officer, via the Head, Corporate Governance and Sustainability, will call for nominations by email to the Council members at least 14 days prior to the Council meeting at which the election for the office of the Deputy Chancellor is to take place.

Nominations will remain open for at least seven days and must be received at least seven days prior to the meeting at which the election is to take place.

Nomination of an eligible Council member shall be made in writing, endorsed with the signature of the person nominated or that person's agent, and with the signatures of two other Council members, and delivered in person or by email to the Head, Corporate Governance and Sustainability by the date and time prescribed.

The Chief Operating Officer, via the Head, Corporate Governance shall, as soon as practicable after the close of nominations, inform the Council members of the names of the persons duly nominated.

3.2.7 Review, short-listing and interviewing of candidates for the office of Chancellor

In accordance with their responsibilities, the Chancellor Nomination Committee will review all nominations received from the Council members and identify suitable candidates for the office of

Chancellor, which may be done with the assistance of an external search firm. The review processes and due diligence checks conducted by the external search firm and the Chancellor Nomination Committee will apply to all nominations received from the Council members and to those candidates identified by the external search firm.

Following investigation, the Chancellor Nomination Committee will proceed to shortlist and then interview suitable candidates.

If the Chancellor Nomination Committee has not been established, the Council will assume the responsibilities of the Committee (see the responsibilities as set out in section 3.1.4).

3.2.8 Recommendation of preferred candidate for the office of Chancellor

At the conclusion of the interviews with shortlisted candidates, the Chancellor Nomination Committee will meet and nominate one preferred candidate (or in cases where the Chancellor Nomination Committee has been unable to agree on a preferred candidate, up to two candidates) for the office of Chancellor, to be considered by Council for election to the office of Chancellor at the next appropriate Council meeting.

3.3 Election of the Chancellor and Deputy Chancellor

3.3.1 Conduct of meeting

Where an election is required for the office of Chancellor or Deputy Chancellor, it shall take place:

- at a scheduled Council meeting before the Incumbent Chancellor's term of office concludes, or
- in the case of a Casual Vacancy, at the meeting identified in the timeline for the nomination and election process as approved by the Council.

The Chief Operating Officer shall preside at that part of the Council meeting at which the election to the office of the Chancellor is to be held, and no business other than the election shall be conducted while the Chief Operating Officer is so presiding.

Where both the Chancellor and the Deputy Chancellor are to be elected at the same meeting, the election of the Chancellor shall be held first. Unsuccessful candidates for the office of the Chancellor shall be deemed to have been duly nominated for the office of the Deputy Chancellor, provided:

- they are members of the Council, and
- they do not withdraw their nominations.

3.3.2 One nomination received

If only one nomination for the office of Chancellor or Deputy Chancellor is duly made and delivered to the Council, the Chief Operating Officer shall put the name of the nominated candidate to the Council for election. The Council may elect the Chancellor or Deputy Chancellor by a resolution approving the nominated candidate. Should the Council not approve the election of the nominated candidate, nominations will again be invited as set out above under section 3.2.5.

3.3.3 More than one nomination received

If two or more nominations for election to the office of Chancellor or Deputy Chancellor have been duly made and delivered to the Council, each Council member then present at the meeting shall be entitled to vote by delivering in writing to the Chief Operating Officer the name of one of the candidates.

The Chief Operating Officer shall count the number of votes cast for each candidate and if one candidate has a greater number of votes than any other, the Chief Operating Officer shall declare that candidate to be elected.

If two or more candidates receive an equal number of votes cast, and if no other candidate receives a greater number of votes, each Council member then present shall again be invited to vote for one of the candidates who received that equal number of votes. The Chief Operating Officer shall count the votes cast for each candidate, and if one candidate has a greater number of votes than the other(s), the Chief Operating Officer shall declare that candidate to be elected.

In the event of two or more candidates still polling an equal number of votes cast, and if no other candidate received a greater number of votes, the Chief Operating Officer shall determine by lot, which of those candidates who received that equal number of votes shall be declared elected in accordance with the following procedure:

- the names of the candidates concerned having been written on similar slips of paper, and the slips having been folded so as to prevent identification, and mixed and drawn at random, the candidate whose name is first drawn shall be declared elected.

3.4 Term of Office

3.4.1 Approval of term of office

The term of office for the Chancellor and Deputy Chancellor shall be determined by the Council at a meeting prior to the expiration of the Incumbent Chancellor or Deputy Chancellor's term, or in the event of a Casual Vacancy, at the next scheduled Council meeting following formal notification that the office of the Chancellor or Deputy Chancellor is to be vacated or is vacant.

3.4.2 Maximum term of office

The standard term of office for the Chancellor in accordance with the Griffith University Act, must be fixed by the Council and is to be no longer than five years. The Council may re-elect the Chancellor for a further term or further terms.

Subject to the Council deciding otherwise, it is the expectation that a person will not be re-elected to the office of Chancellor if the person's election would then result in that person being the Chancellor for more than eight years, whether continuously or not.

The Council may also fix the standard term of office for the Deputy Chancellor which, in accordance with the Griffith University Act, must be no longer than four years. The Council may re-elect the Deputy Chancellor for a further term or further terms.

Subject to the Council deciding otherwise, it is the expectation of the Council that a person will not be re-elected to the office of Deputy Chancellor if the person's election would result in the person being the Deputy Chancellor for more than six years, whether continuously or not.

3.4.3 Extension of term

In extenuating circumstances, and at its discretion, the Council may choose to extend the current term of office for the Incumbent Chancellor or Deputy Chancellor, provided that the overall term (including the period of any extension) is:

- in the case of the Chancellor, no longer than five years, and
- in the case of the Deputy Chancellor, no longer than four years.

3.5 Re-election of the Chancellor and Deputy Chancellor

3.5.1 Considerations for re-election of the Incumbent

Where the Incumbent has indicated a willingness to continue in the role of Chancellor or Deputy Chancellor at the expiry of their current term, the Council may decide to consider the Incumbent for re-election without the requirement to call for other nominations or, in the case of the office of the Chancellor, establish the Chancellor Nomination Committee.

In making this determination, the Council should consider:

- a. the requirement that a person is not eligible to be elected as the Deputy Chancellor unless the person is an elected, appointed or additional member of the Council;
- b. that a person is not eligible to become an elected, appointed or additional member of the Council under section 23(2) of the *Griffith University Act* if the person's election or appointment as a member would result in the person being a member for more than 12 years, whether continuously or not, subject to a majority of the members of the Council specifically agreeing that this restriction will not apply;
- c. the performance of the Council and the Chancellor / Deputy Chancellor as assessed through the annual evaluations of the Council's performance; and
- d. the continuing suitability of the Incumbent to assist the University to achieve its strategic objectives.

3.5.2 Process for re-election of the Incumbent

A submission should be put to the Council in writing in advance of the meeting addressing the matters set out in section 3.5.1. This submission should also seek approval of the term of office for the re-elected Incumbent.

If the Council is satisfied that all matters set out in section 3.5.1 have been adequately addressed, the Council may decide that the nomination process set out in section 3.2 is not required and move to re-elect the Incumbent at the same meeting, or at the following Council meeting.

Should the Council decide to proceed with the call for nominations as set out in sections 3.2.5 and 3.2.6 and more than one nomination is received, the election will be conducted in accordance with section 3.3.3.

4.0 Definitions

For the purposes of this procedure and related policy documents, the following definitions apply:

Casual Vacancy refers to a vacancy in the office of the Chancellor or Deputy Chancellor that may be a result of a resignation, death, or some other reason that prevents the Incumbent from continuing in the relevant role and that is not a Regular Vacancy.

Incumbent refers to the person currently holding the office of the Chancellor or Deputy Chancellor.

Regular Vacancy refers to a vacancy in the office of the Chancellor or Deputy Chancellor that arises as a result of the term of office for which the Incumbent Chancellor or Deputy Chancellor was elected coming to an end.

5.0 Information

Title	Election of Chancellor and Deputy Chancellor Procedure
Document number	2022/0001229
Purpose	This procedure outlines the requirements and processes for the election of the Chancellor and Deputy Chancellor of Griffith University.

Audience	Public
Category	Governance
Subcategory	Governance
UN Sustainable Development Goals (SDGs)	This document aligns with Sustainable Development Goal: 4: Quality Education
Approval date	15 August 2022
Effective date	15 August 2022
Review date	2025
Policy advisor	Head, Corporate Governance
Approving authority	University Council

6.0 Related Policy Documents and Supporting Documents

Legislation	<i>Griffith University Act 1998 (Qld)</i>
Policy	N/A
Procedures	<i>Council Committees (Standing Orders) Procedure</i>
Local Protocol	N/A
Forms	N/A