GRIFFITH UNIVERSITY

Griffith University Governance Framework

Framework established by Council: Council 2/2024 (15 April) meeting, 2023/0001235

1. Basis of University Governance

1.1   This document provides an overview of the Governance Framework at Griffith University.

1.2   Griffith University is a body corporate constituted by the *Griffith University Act 1998*.

1.3   Governance of the University is based on authority and obligations derived from:

(a)   The *Griffith University Act 1998*.

Other sector legislation applicable to the University, including but not limited to the:

    (i)   *Higher Education Support Act 2003* and the standards, and guidance notes published under this legislation,

    (ii)   *Tertiary Education Quality and Standards Agency Act 2011* and the standards and guidelines published under this legislation including the *Higher Education Standards Framework (Threshold Standards) 2021*, and

    (iii)   *Education Services for Overseas Students Act 2000*, the *National Code of Practice for Providers of Education and Training to Overseas Students 2018* and related standards, guidelines and directives published under this legislation.

(b)   The *Australian Charities and Not-for-Profits Commission Act 2012*, as a registered entity which holds tax concessions, including deductible gift recipient status.

(c)   The Voluntary Code of Best Practice for the Governance of Australian Universities (2018).

1.4   The Governance Framework is University-wide and includes entities controlled by the University. Where related entities have separate governance arrangements, as prescribed in legislation, this is indicated.

1.5   This Framework outlines the structure of governance at Griffith University, including the core functions, responsibilities and membership of the University's key governance bodies, and their relationship to each other. It does not provide detailed instructions on how the governance bodies operate, or on the construction and management of governance instruments (such as policies, procedures and delegations).

1.6   This level of detail is available in other documents that form part of the governance environment at Griffith, and includes:

(a)   the Council Charter and Council Handbook,

(b)   the constitutions of key committees (see Committees page for links),

(c)   the Policy Governance Framework, incorporating the Policy Governance Policy, Policy Governance Procedure and Policy Library, and

(d)   the Delegations Framework, incorporating the Delegations Policy, Delegations Procedure, and Delegations Register.

2.   Governance Structure

2.1   Griffith University is established under the *Griffith University Act 1998* (the Act), which lays out the rationale, purpose, powers and obligations of the University. The University is established as a body corporate and can, in accordance with section (6) (1) of the Act:

(a)   enter into contracts,

(b)   acquire, hold, dispose of, and deal with property,

(c)   appoint agents and attorneys,

(d)   engage consultants,

(e)   fix charges, and other terms, for services and other facilities it supplies, and

(f)   do anything else necessary or convenient to be done for, or in connection with, its functions.

2.2   The Act also details:

(a)   the role, functions and membership of the University Council,

(b)   the role and appointment of specified senior positions (Chancellor, Deputy Chancellor and Vice Chancellor), and

(c)   the status and purpose of bodies connected with the University which have a separate legal identity (Convocation, University Student Council and Gold Coast Student Guild).

2.3   Governance at Griffith is divided into three parts.

2.4   **Corporate Governance** is the responsibility of Council and its Committees. Council can delegate some, but not all, of its powers. Under section 11 (2) Council cannot delegate its power:

(a)   to make an election policy, nor

(b)   adopt the University's annual budget.

2.5   **Academic Governance** is the responsibility of Council, which has established the Academic Committee as the peak academic governing body to provide oversight in accordance with the Academic Committee Constitution and guided by the University's Strategic Plan and other relevant supporting plans. The Academic Committee has been delegated authority by Council to:

(a)   ensure that appropriate systems are in place to support the quality of higher education and maintenance of high standards in teaching, learning and research,

(b)   oversee and monitor academic risks, performance and developments, and

(c)   approve academic policies and advise on supporting policy documents.

Academic Committee is supported by several sub-committees.

2.6   **Management** is the responsibility of the Vice Chancellor and other senior staff and committees, as delegated.

The Vice Chancellor is appointed by the Council and is the Chief Executive Officer of the University. The Vice Chancellor is accountable to the Council for the overall stewardship and management of the University. The Vice Chancellor is responsible for:

(a)   promoting the interests and furthering the development of the University,

(b)   exercising a general superintendence over the affairs of the University, including the academic, administrative, financial and other business of the University,

(c)   exercising a general supervision over the work and conduct of all persons in the service of the University, and over the welfare and discipline of the students of the University, and

(d)   exercising the powers and performing the functions conferred on the Vice Chancellor by the Act, or by any other Act, or by the Council.

3.   Corporate Governance

3.1   Council has overall responsibility to provide leadership, good governance, and oversight of the University. Council approves the University's strategic direction, monitors the University's progress, approves the University's budget, delegates authority as necessary for effective governance, policy development and management, and monitors the implementation of those delegations, oversees risk management and compliance, takes steps to develop and maintain an institutional environment that supports academic freedom and freedom of speech, supports equality and diversity, and fosters wellbeing. Through its strategic oversight, Council ensures the effective overall management of the University.

3.2   The University Council has primary responsibility for seeing that the purposes of the University are fulfilled, as outlined in section 5 of the Act. Council's operations are directed by the Council Charter and supported by the Council Handbook.

3.3   Membership of Council

As stated in the Act, Council membership comprises official members, appointed members, elected members and additional members.

Official members are the Chancellor and the Vice Chancellor.

Appointed members are seven (7) in number and are appointed by the Governor in Council.

Elected members are five (5) in number and must be elected at a Council election held in accordance with the Elections Policy, as follows:

(a)   2 members of the academic staff,

(b)   1 member of the general staff,

(c)   1 undergraduate student, other than a person eligible for membership under paragraph (a) or (b), and

(d)   1 postgraduate student, other than a person eligible for membership under paragraph (a) or (b).

Additional members are four (4) in number. The Council appoints the additional members, with the following restrictions:

(a)   at least 2 graduates of the University must be appointed as additional members, and

(b)   an additional member must not be a student or a staff member.

3.4   Council committees

Council exercises its role in part through the operation of its four standing committees. Each committee has its own constitution which outlines its purpose, powers, membership, responsibilities and areas of operation.

The four committees are:

(a)   Academic Committee,

(b)   Audit and Risk Committee,

(c)   Finance and Infrastructure Committee, and

(d)   People, Nominations and Remuneration Committee.

3.5   Academic Committee

See Academic Governance below.

3.6   Audit and Risk Committee

This Committee provides oversight of the University's governance, risk management, compliance and control practices. Its functions include:

(a)   reviewing audits of the University's financial statements and all matters communicated to the Committee by the Queensland Audit Office (QAO) and advise on whether the statements are fit for inclusion in the University's annual report,

(b)   overseeing the external audit process,

(c)   overseeing the internal audit process,

(d)   report regularly to the Council on matters relating to work health and safety,

(e)   overseeing, on a university-wide basis, the University's risk position relative to its risk appetite, as well as the University's overall risk management strategy,

(f)   reviewing the University's Integrity program and controls, and

(g)   reviewing the University's compliance with all relevant legislative and other requirements.

3.7   Finance and Infrastructure Committee

This Committee assesses and advises the Council on the University's financial position, its assets and liabilities and its strategies relating to income, budget allocations, and capital expenditure on digital and physical infrastructure, including consideration of sustainability targets and related investments. Its functions include:

(a)   making recommendations to Council on expenditure, investments, borrowings and financial performance,

(b)   recommending approval of the annual budget to Council,

(c)   making recommendations to Council about aspects of university infrastructure, and

(d)   making recommendations to the Council about investment in sustainability initiatives.

3.8   People, Nominations and Remuneration Committee

This Committee assists and advises the Council in the effective discharge of its responsibilities regarding the people and culture of the University. Its functions include:

(a)   overseeing alignment of the University's workforce strategies with the University strategic and organisational plans,

(b)   monitoring strategies to manage and enhance the University's workforce, including about:

i.   attraction, retention, remuneration, performance management, development and succession planning of academic and professional staff,

       ii.   equity and diversity, and

       iii.   enterprise bargaining and other industrial relations matters,

(c)   monitoring strategies to enhance people, culture and organisational effectiveness,

(d)   nomination of prospective members of the Council and Council Committees,

(e)   generating, receiving and vetting nominations for the awarding of the honorary degree of Doctor of the University, and making recommendations thereon to the Council, and

(f)   considering revocation of awards in accordance with the conditions outlined in the Honorary Degree Policy.

4.   **Academic Governance**

4.1   The Academic Committee is the senior body within the University which debates, decides and makes recommendations to the Council on academic developments, policies and procedures.

4.2   The Academic Committee is responsible to the Council for assuring the quality of the University's academic standards through its oversight of learning and teaching and research processes and outcomes, as set down in the Strategic Plan and its supporting plans, in particular its monitoring of the effectiveness of policies, systems and procedures related to program and course management and research management.

4.3   Membership of Academic Committee

Academic Committee is chaired by the Provost of the University (ex officio). The Academic Committee Constitution details the membership composition of the Committee.

4.4   Committees of Academic Committee

Academic Committee has seven (7) regular committees, which provide advice and recommendations on specific areas of academic business. Some of these committees are further informed by sub-committees. The academic committee structure is as follows:

Committee	Sub-committees
Academic Committee Steering Committee	
Board of Graduate Research	• HDR Scholarship Committee • HDR Candidate Representative Committee
Internationalisation Advisory Committee	• International Recruitment Advisory Committee • English Language Advisory Committee

Learning and Teaching Committee	• Student Experience Sub-Committee
Programs Committee	
Research Committee	• Animal Ethics Committee
	• Human Research Ethics Committee
	• University Biosafety Committee
University Appeals Committee	

4.5   Structure and Governance of Academic Groups

Council reserves to itself the power to approve the academic organisational structure of the University, including the establishment or disestablishment of Academic Groups, Schools and Departments (on the recommendation of the Vice Chancellor). This does not include renaming or restructuring existing Academic Groups, Schools and Departments or the establishment or disestablishment of Research Centres and Institutes or Academic Centres. See Schedule A (Part 1b) of the Delegations Register.

Council has delegated authority to the Academic Committee to oversee the structure and governance of these Academic Groups, Schools and Departments (on the recommendation of the Vice Chancellor) as per the relevant supporting documents.

The Vice Chancellor has sub-delegated authority to the Deputy Vice Chancellor (Research) to establish and disestablish Research Entities as per the Research Entity Policy.

Council has delegated authority to the Vice Chancellor to determine specific portfolio responsibilities and to approve the position statements of the Deputy Vice Chancellors including the Provost, Chief Operating Officer, Pro Vice Chancellors including the Vice President (Global), Deans, Heads of School / Department and Directors, Research Centres / Institutes and to approve the use of the Assistant Vice Chancellor title. See Schedule A (Part 3b) of the Delegations Register.

5.   **Management**

5.1   The Council is responsible for appointing and monitoring the performance of the Vice Chancellor, and for approval of the Vice Chancellor's annual key performance indicators.

5.2   The Council, on the recommendation of the Vice Chancellor, appoints other senior officers of the University as considered appropriate and monitors the performance of positions reporting directly to the Vice Chancellor.

5.3   All other employees are appointed by the Vice Chancellor or, as delegated, the responsible manager.

5.4   The Vice Chancellor sets the administrative framework within which the operations of the University are carried out, and is set out in the Organisational Structure.

5.5   The Vice Chancellor is supported by the Executive Group and the Academic Group Executive, who provide advice and expertise to inform decision-making.

5.6   The Council delegated to the Vice Chancellor authority to establish the [Griffith University Elders and First Peoples Knowledge Holders Advisory Board](#), which provides strategic advice and guidance to the Vice Chancellor on establishing and maintaining effective and ongoing engagement and consultative mechanisms with First Peoples communities and partners; and on priorities, strategies and initiatives for First Peoples teaching and learning, research and engagement. The Board regularly reports to Council and makes recommendations on key issues.

5.7   Management Committees

Griffith has several key management committees that take responsibility for advising the Vice Chancellor on areas of university operational governance. Some of these committees also have sub-committees associated with them.

The management committee structure is as follows:

Committee	Sub-committees
Academic Promotions Committees	
Campaign Council	
Environmental Sustainability Committee	
Equity, Diversity and Inclusion Committee	• Disability Advisory Committee • Athena SWAN Committee • First Peoples Employment Committee • Pride Committee
Executive Group	
Griffith University Elders and First Peoples Knowledge Holders Advisory Board	
Program Strategy Board	
University Health, Safety and Wellbeing Committee	• Academic Group HSW Committees • Campus Life HSW Committee • Central Elements HSW Committee • DVCR HSW Committee • Griffith International HSW Committee

6. Student Bodies

6.1   The Act establishes two student bodies:

(a)   the Griffith University Student Representative Council, and

(b)   the Gold Coast Student Guild.

6.2   Both of these entities are bodies corporate and are not committees, employees or agents of the University, but rather are separate bodies. Each has its own Constitution, approved by University Council, which establishes:

(a)   membership,

(b)   roles and powers of the body,

(c)   functions and actions, and

(d)   administrative practices.

6.3   Activities of the student bodies may still be bound by the operation of university policies and procedures, especially when taking place in University-owned or controlled spaces. The conduct expectations of the University apply to all students, regardless of whether engaged in student body activities or not.

7. Controlled Entities

7.1   Using powers granted under Section 65 of the Act, the University has one (1) controlled entity: International WaterCentre Pty Ltd, established to provide professional education and training, capacity development and applied research services. The entity's activities have largely transitioned to the University, and the entity is in the process of being wound up and ultimately deregistered.

8. Delegations

8.1   The Act, together with university policies and procedures, establish the conditions under which delegations and other authorities are exercised within the University. The Delegations Framework provides the structure for the allocation, exercise and management of delegations of authority.

8.2   The following documents constitute the Framework:

(a)   Delegations Policy,

(b)   Delegations Procedure, and

(c)   Delegations Register.

8.3   The Delegations Framework supports the University's governance arrangements, objectives and principles for decision making that align responsibility, accountability and capability.

8.4   All authorised delegations and sub-delegations are formally recorded, and the majority are published in the Delegations Register. Academic delegations and sub-delegations are recorded in policy documents and other formal instruments. Some ad hoc or temporary delegations and sub-delegations may not be recorded in the Delegations Register but will be recorded in Council meeting minutes or in Instruments of Vice Chancellor Sub-Delegation.

9.   Policies and Procedures

9.1   Griffith does not have any subdelegated legislation (statutes or regulations). Thus, the University communicates its expectations to, and of, its community primarily via a series of policies. Policies are mandatory compliance for all members of the University community within their scope, and the University may choose to take disciplinary action, where appropriate, for breaches of policy.

9.2   Policies, and their supporting and related documents:

(a)   align actions and activities with University strategy,

(b)   visibly comply with legislation and all other legal requirements,

(c)   reflect and embed the values of fairness, equity, diversity and inclusion,

(d)   support University business and efficiency in its operations,

(e)   promote consistency and support quality assurance, and

(f)   reduce risk.

9.3   The Policy Governance Framework consists of the Policy Governance Policy, Policy Governance Procedure, and the Policy Library (which contains all Griffith's policies and related procedures). Policies are classified in alignment with the Governance categories of the University, and are:

(a)   Academic,

(b)   Governance, and

(c)   Operational (aligned to management).

9.4   The documentation hierarchy at Griffith, as detailed in the Policy Governance Policy, is:

(a)   Legislation,

(b)   policies and delegations,

(c)   procedures, standards, schedules, guidelines, and frameworks, and

(d)   local protocols.

10. Compliance and Control

10.1   The Council approves the Legislative Compliance Policy which states the commitment of the University to meeting its legislative compliance obligations, including by implementing and maintaining a comprehensive enterprise-wide program designed to provide assurance that compliance is fundamentally important to the University and that it takes steps to prevent, detect and respond to compliance breaches.

10.2   The Register of Compliance Obligations (ROCO) captures all identified legislative compliance obligations that are applicable to Griffith University.

11. Enterprise Risk Management

11.1   The Council has the overall responsibility of enterprise risk management at Griffith University, which it exercises through the Audit and Risk Committee. The Audit and Risk Committee oversees the University's risk position relative to its risk appetite, as well as the University's overall risk management strategy, and provides advice to Council.

11.2   The Committee oversees internal and external audits to ensure it is operating effectively and in line with professional standards, and monitors the implementation, adequacy and effectiveness of internal controls.

11.3   The Risk and Resilience Management Policy is operationalised through the University's Enterprise Risk Management Framework and the Resilience Framework and supports risk management across the University.

11.4   The University is committed to promoting an organisational culture that values effective risk management as a core management capability, and recognises it as being essential to good governance and good management, and in supporting the University to achieve its core commitments.

12. Institutional Environment and Values

12.1   The Council takes steps to develop and maintain an institutional environment in which freedom of intellectual inquiry is upheld and protected, students and staff are treated equitably, the wellbeing of students and staff is fostered, informed decision making by students is supported and students have opportunities to participate in the deliberative and decision making processes of the higher education provider. The Strategic Plan sets out the University's shared strategy and values.

12.2   The Code of Conduct sets out the University's expectations with respect to staff, including external members of Council and its committees. The Code promotes integrity through ethical decision-making and behaviour and aligns with the *Public Sector Ethics Act 1994* (Qld). Expectations are expanded upon in the University's policies and procedures.

12.3   The Student Conduct, Safety and Wellbeing Policy outlines the University's commitment to the wellbeing and safety of all members of the University community, the University's expectations of its students' academic, research, personal and professional conduct, and provides a framework for managing student conduct when required. This is supported by the Student

Charter Framework, which sets out the University's aspirations and mutual expectations of staff and students. Expectations are expanded upon in the University's policies and procedures.

12.4   University policies and practices support participation by Aboriginal and Torres Strait Islander people and are sensitive to Aboriginal and Torres Strait Islander knowledge and cultures.

12.5   The University embraces equity, diversity and inclusion with the aspiration that staff and students are provided with a safe, supportive and productive environment.

12.6   The University is committed to social justice and see the United Nations Sustainable Development Goals (SDGs) as one powerful articulation of these values. The Sustainability Strategy builds on the University's strategic plan in outlining the University's ambitions to deliver on the objectives of the SDGs across academic, operations, engagement and governance.

12.7   The occurrence and nature of formal complaints, allegations of misconduct, breaches of academic or research integrity and critical incidents are monitored and action is taken to address underlying causes.

12.8   The University aims to make a major contribution to society through high quality, ground-breaking research. Griffith is making an explicit commitment to foster an Open Research culture within the University to help drive greater societal and economic impact from that research. Griffith's Research Plan 2021-2025 is designed to support researchers and research trainees to strive for greater heights in academic excellence, innovation and delivering impact.

13.   Strategic Planning

13.1   The Council approves the University's strategic plan, University's strategic key performance indicators (KPIs) and monitors the University's performance against these KPIs.

13.2   Strategic planning is undertaken to direct the University's priorities and future directions in higher education, and to establish realistic performance targets.

13.3   Biannual feedback is published to the University through the KPI Dashboards at the University and Group or School Level. This feedback provides elements (Groups, Schools and Departments) with a mechanism for monitoring performance and identifying areas for action and improvement, and key strengths, with respect to governance, human resources, learning and teaching, and community engagement.

13.4   The Griffith Planning Framework has been developed to ensure that all levels of the University, organisational effort and resources are focused on advancing the University's vision, mission and strategic goals.

13.5   The Quality Assurance Policy guides and promotes the quality assurance and enhancement activities at Griffith University. It outlines the University's academic quality assurance principles and provides an overview of the quality management system.

14. Reporting and Monitoring

14.1   Corporate Governance mechanisms are in place to ensure appropriate monitoring and reporting on performance. The Council, supported by its committees and management, monitors performance against approved plans and key performance indicators. The Vice Chancellor and President reports to each meeting of Council to provide an update on the University's performance and to notify Council of impending issues and risks.

14.2   The monitoring and control framework of the University is subject to continuous independent internal audit through Internal Audit which reports to Council through the Audit and Risk Committee.

14.3   To safeguard integrity and accountability of the monitoring function of Council and its committees, Council has established a Register of Interests which members of Council and University committees are required to keep up to date with their current active, perceived or potential conflicts of interest, in addition to declaring conflicts of interest at meetings. Similarly, the Conflict of Interest Policy applies to all staff and requires proactive declarations.

14.4   Reporting requirements delegated by Council to officers of the University and committees are articulated in the Delegations Register and the Annual Council Work Plan and committee work plans to ensure that there is clarity of understanding of responsibilities. Reporting and control culminate with an external financial audit and presentation of the University's Annual Report, incorporating the audited financial statements and a report on governance matters, to State Parliament.

15. Review and Approval of the Griffith University Governance Framework

15.1   This Griffith University Governance Framework will be reviewed at least every three (3) years.

15.2   Following review, amendments will be approved by Council on the recommendation of the Audit and Risk Committee, or for changes related to Academic Governance, on the recommendation of the Academic Committee.

15.3   Editorial amendments, which include amendments required as a result of changes approved to related documents, will be approved by the Chief Operating Officer on the recommendation of the Head, Corporate Governance.