

# Governance Framework

This document provides an overview of the Governance Framework at RMIT, which is based on:

- The Royal Melbourne Institute of Technology Act 2010 (No. 3 Of 2010) “RMIT Act”
- Other legislation applicable to the University, including the Higher Education Support Act 2003, the Tertiary Education Quality and Standards Agency Act 2011 and the National Vocational Education and Training Regulator Act 2011 and the standards and guidelines published under this legislation
- The Voluntary Code of Best Practice for the Governance of Australian Universities.

The Governance Framework applies university wide, including any entities controlled by the University, and aims to set out the functions, responsibilities and membership of the University’s governance bodies.

## 1. University Governance

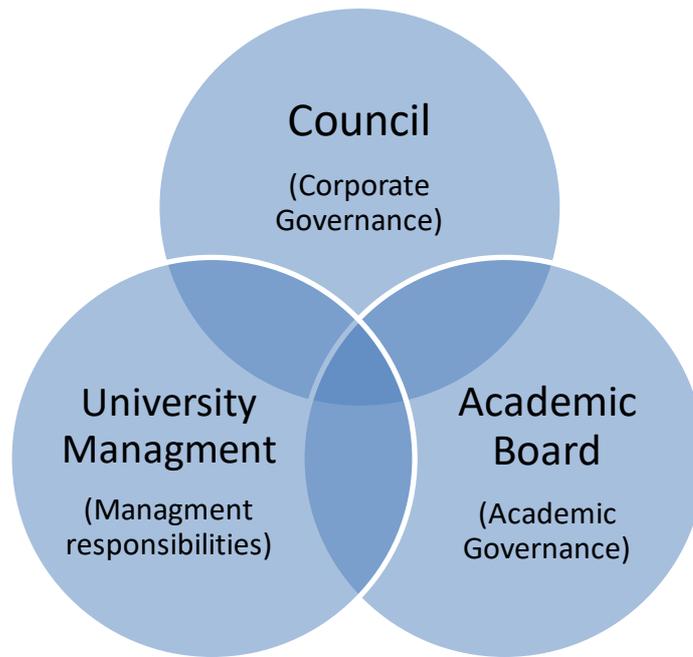
The University is established under the RMIT Act 2010 which sets out the general powers and functions of the University. As the University’s enabling legislation, the RMIT Act outlines the powers granted to the University to achieve its objectives, and establishes at a high level the statutory bodies and officers accountable for the governance and management of the of the University:

**Corporate governance:** Council is the governing body of the University and is responsible for the general direction and superintendence of the University. Council Committees assist the Council in the effective discharge of its responsibilities.

**Academic governance:** Council is ultimately responsible for the oversight and monitoring of the academic affairs of the University. As required by the RMIT Act, Council has established the Academic Board as peak academic governance body within the University. The Board’s functions and powers are established by the University Statute no. 1 and the Academic Board regulations.

**University management.** The Vice-Chancellor is the President and Chief Executive Officer of the University and is responsible for the management of the University’s affairs. The Vice-Chancellor establishes the management and operational structure of the University.

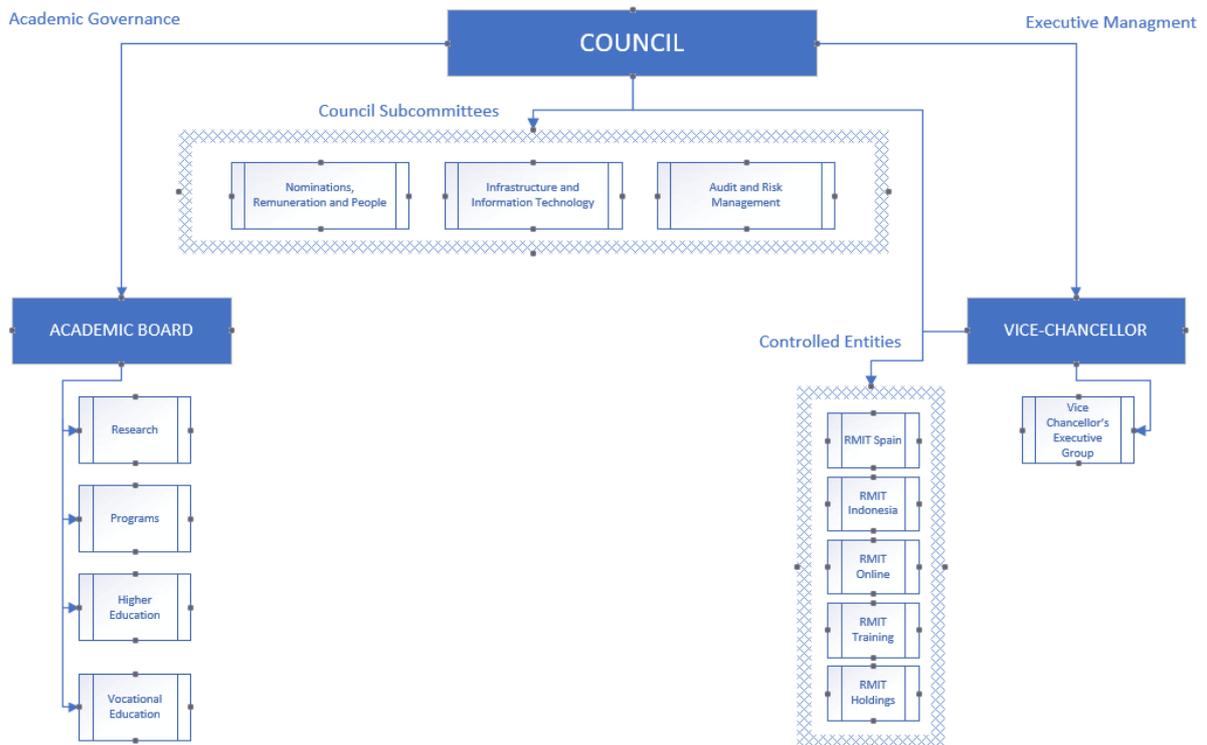
The below governance structure is commonly referred to as the tripartite governance structure of Australian universities.



The tripartite model highlights the intersecting nature of the different components of governance and reinforces the clear distinction between corporate governance, academic governance and management responsibilities.

## 2. Governance Structure at RMIT

The Governance relationship between the three components (Academic Governance, Corporate Governance and Executive Management) can be explained by the following diagram.



## 3. Corporate Governance

Corporate governance plays an essential part in ensuring the sustainability and success of the University. It provides a formalised structure to set and monitor the objectives of the University in an ethical and responsible manner.

### 3.1. Responsibilities of Council

Council's primary responsibilities as set out in Section 8 (3) of the RMIT University Act 2010 include:

- Appointing and monitoring the performance of the Vice-Chancellor
- Approving the mission and strategic direction of RMIT and its annual budget and business plan
- Overseeing and reviewing the management of RMIT and its performance
- Establishing policy and procedural principles for the operation of RMIT, consistent with legal requirements and community expectations
- Approving and monitoring systems of control and accountability, including overview of any controlled entities
- Overseeing and monitoring the assessment and management of risk across RMIT, including university commercial activities
- Overseeing and monitoring RMIT's academic activities
- Approving any significant university commercial activities.

In addition to the above, Council has established a [RMIT Council Governance Charter](#) which sets out the responsibilities of Council, Council members, the Chancellor and Chairs of Council Committees. The Charter reflects the principles of the Voluntary Code of Best Practice for the Governance of Australian Universities and aims to ensure effective governance practices that reflect accountability, transparency and professional integrity.

Council has also developed [Standing Orders](#) that set out instructions for how Council meetings should operate.

### 3.2. Membership of Council

RMIT's Council Membership is prescribed under section 11 of the RMIT Act 2010 and comprises the following:

- three ex-officio members (Chancellor, Vice-Chancellor & Academic Board Chair)
- four Government-appointed members
- four Council-appointed members
- two elected members (staff, student).

Profiles of RMIT University Council members can be viewed [here](#).

Council is comprised to ensure the membership collectively provides the knowledge, skills and experience required to provide successful stewardship to the University, ensuring its sustainability and success.

### 3.3. Council Committees

Council Committees help to discharge RMIT's statutory functions and responsibilities and in some cases are required under various legislation (i.e. the Financial Management Act requires the establishment of an audit committee). Careful consideration is given to the Council committee structure to ensure that each committee that is established is necessary with a clearly stated purpose. The Committee structure is also regularly reviewed to ensure it continues to be effective and adds value to the administration of Council's responsibilities.

Council has established three standing committees:

- Audit and Risk Management Committee
- Nominations, Remuneration and People Committee
- Infrastructure and Information Technology Committee

Further details of the responsibilities of the Council Subcommittees can be found [here](#).

## 4. Academic Governance

The Academic Board is the principal academic governing body responsible for oversight of RMIT's academic affairs across the RMIT Group. The Board is responsible for governance of all aspects of the University's academic mission inclusive of learning and teaching, scholarship, research and research training. The Board fulfils its responsibilities by monitoring and providing oversight of academic quality, standards and outcomes, academic and research integrity, innovation and risk, and academic freedom.

The functions of the Board are established pursuant to the RMIT Statute No. 1 (Amendment No. 2) and the Academic Board Regulations.

Academic Board has established four standing committees to fulfil its obligations:

- Programs Committee
- Higher Education Committee
- Vocational Education Committee; and
- Research Committee.

Further information on these committees including Terms of Reference, membership, and meeting papers are available via the [Academic Board webpage](#).

### 4.1. Powers and Functions

The role of the Academic Board is defined by the following legislative instruments:

- The RMIT Act 2010  
Part 3, Clause 20 states that the Council must establish an academic board and must determine the powers, functions and membership of the Board as well as the method of appointment of a president of the Board.

- RMIT Statute No.1 (Amendment 2)  
Part 4 of the Statute states that the membership is prescribed in the Regulations and lists the functions and duties of the Board which include a) approving the requirements for awards, b) developing, reviewing and approving academic policies, c) providing advice to Council on academic matters. The Statute also states that the Board can appoint committees as it considers appropriate.
- Academic Board Regulations  
Part 2 of the Regulations sets out the purpose and functions of the Academic Board, the membership and outlines the rules relating to term of office for Chair, Deputy Chair and members.
- Standing Orders of the Academic Board  
The Standing Orders set out the instructions by which the Board will operate including: convening of meetings, quorum, rules of debate, motions, points of order, questions may now be put, adjournment, reflection, voting, minutes, release of information, conduct of members, observers, suspension of orders, amendment of standing orders.

#### 4.2. Membership of the Academic Board

The Board's representative model of membership is designed to represent the interests and voice of the academic community and students, and draws on established academic governance principles including collegiality, consultation, peer review and broad-based representation. The composition of Academic Board is proscribed in the Academic Board Regulations with membership comprising students, professional staff, academics and teaching staff from a range of disciplines. The membership categories include:

- Ex-officio members – appointed on the basis of their substantive position
- Elected staff – academic, teaching and professional (2 year term)
- Elected students – higher degree by research, postgraduate, undergraduate higher education and vocational education (1 year term)

The current membership of the Board is available via the Academic Board webpage.

## 5. University Management

The RMIT Council is responsible for appointing and monitoring the performance of the Vice-Chancellor.

The Nominations, Remuneration and People Committee, on the recommendation of the Vice-Chancellor, appoints and monitor the performance of positions reporting directly to the Vice-Chancellor.

All other staff are appointed, overseen and reviewed by the Vice-Chancellor or responsible manager.

The Vice-Chancellor sets the administrative framework within which the operations of the University are carried out. In some cases, the Vice-Chancellor and management may establish committees at the management level to provide advice and assurance in decision making.

At RMIT the Vice-Chancellor is supported by the Vice-Chancellor's Executive (VCE Group) who provide advice on policy and administrative matters relating to their area of responsibility. Reporting to the VCE Group are a number of management committees, including:

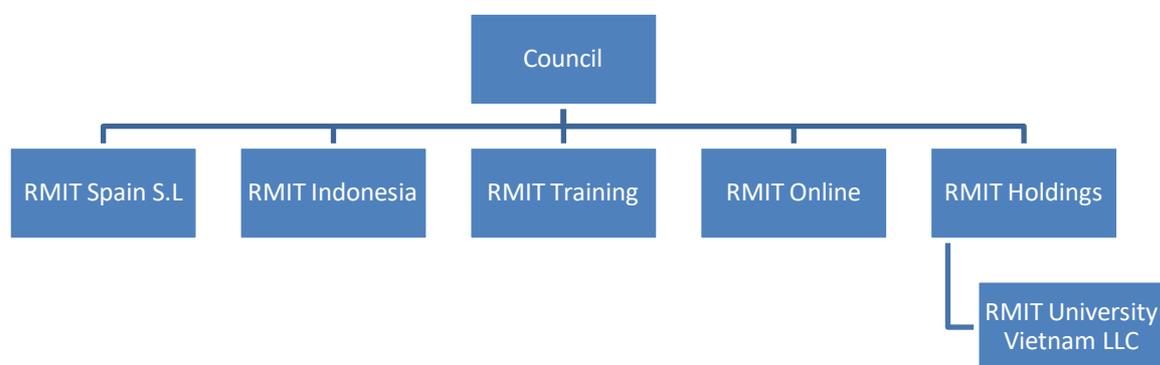
- Reconciliation Implementation Committee
- Sustainability Committee
- Intellectual Property Committee

## 6. Controlled entities

A controlled entity is defined as an entity that the University owns or has an interest in. RMIT Council is responsible for establishing and overseeing controlled entities.

Council ensures that the entity's board possesses the skills, knowledge and experience necessary to provide proper stewardship and control.

Council is responsible for monitoring the financial and business affairs of controlled entities and receives regular reports on performance. RMIT has established a number of controlled entities, as shown in the below diagram.



Further details of the operations of these controlled entities can be found at [RMIT Spain](#), [RMIT Training](#), [RMIT Online](#), [RMIT Indonesia](#), [RMIT Vietnam](#).

## 7. Delegations

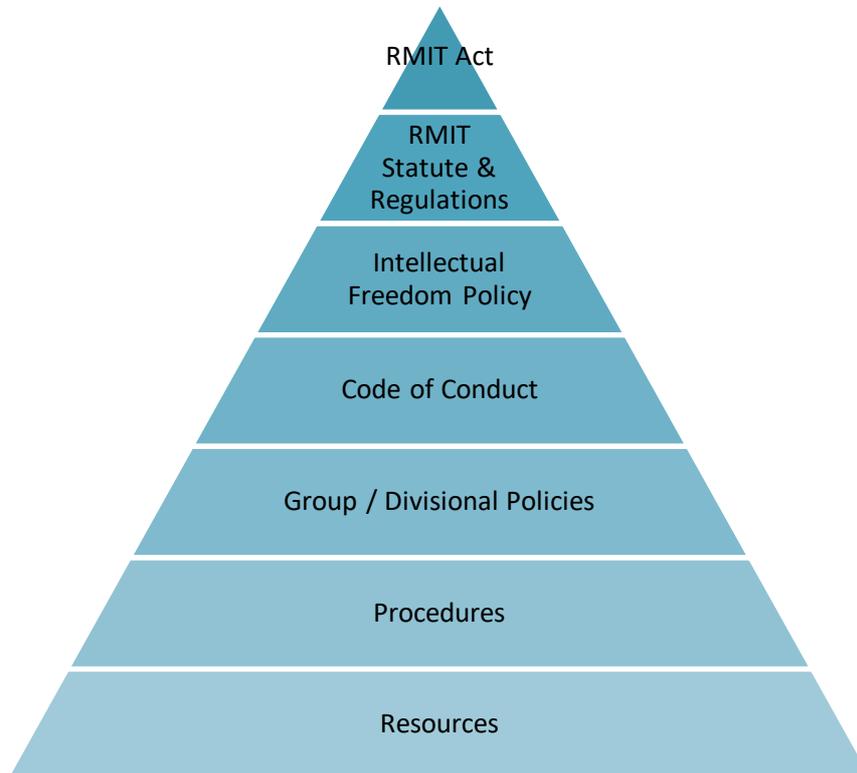
Section 18 of the RMIT Act sets out the ways in which Council may delegate its authority. Council may delegate its powers or functions to members of Council, a Committee of Council, a staff member of the University (e.g Vice-Chancellor), the Academic Board or any other entity prescribed by RMIT's statutes.

Council is specifically not allowed to delegate its power of delegation, the power to appoint the Chancellor, Deputy Chancellor and Vice-Chancellor, or the power to make statutes.

The Council considers and approves the [Delegations of Authority Policy](#) on a regular basis which covers financial, legal, academic, human resources and specified regulatory delegations.

## 8. Policy and Legislative Hierarchy

There are a number of components that sit under the RMIT Act and form our legislative and policy hierarchy.



Underneath the RMIT Act, University Statutes and Regulations form the next level of RMIT's hierarchy.

A **Statute** is the primary legislative instrument that can be made by the University under the RMIT Act 2010 (Section 28) and must be approved by both the RMIT Council and the Minister for Higher Education.

[RMIT Statute No. 1](#) provides for the organisation, management and good governance of the University. It makes provisions in respect of the Academic Board, academic and student matters and provides for the making of Regulations.

A **Regulation** is a subordinate legislative instrument that provides interpretation and implementation of the Statute or obligations under the RMIT Act. Regulations are made by Council resolution and their subject matter is defined by Sections 28 and 29 of the RMIT Act. A list of RMIT's Regulations can be found [here](#).

The **Code of Conduct** provides definition on how RMIT's values are demonstrated in the day-to-day activities of the University. It outlines the expected standards of behaviour from the RMIT staff community while they are representing RMIT and working towards the goals of the University.

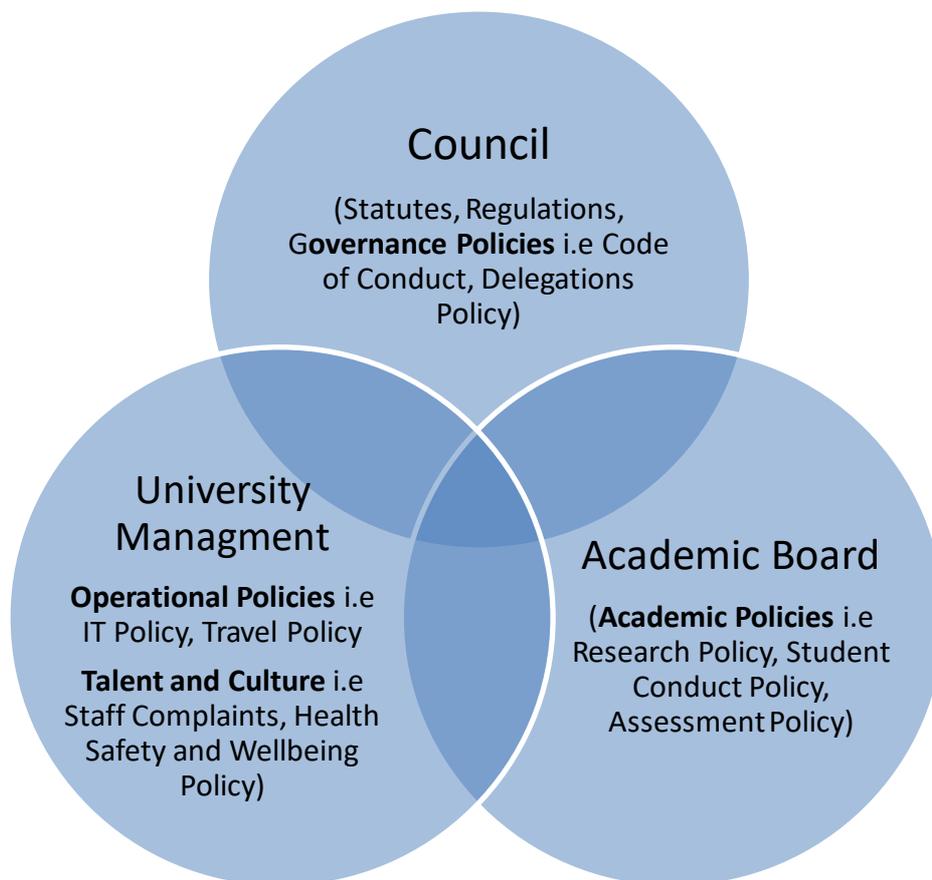
**Policies** form the next layer in the hierarchy and operate in support of the Statutes and Regulations. RMIT's [Policy Governance Framework](#) groups the university's policies into four categories that are

aligned to the corporate and academic governance structures; Governance, Academic, Operational Effectiveness and Talent and Culture.

Policies aim to minimise risk and maximise opportunities associated with strategic and operational activities in a consistent, quality focused manner.

Policies can be classified as either Group Policies or Divisional Policies, both of which can be made by Council, Academic Board or the Vice-Chancellor. Group Policies apply university wide (RMIT University and its controlled entities) whereas Divisional Policies will sit underneath a Group policy and apply only to persons within a division or entity of RMIT.

Policies generally require approval from only one of the three governing bodies, however as highlighted by the below diagram, some policies will have a dual pathway for approval due to the intersecting nature of their subject matter; i.e the Code of Conduct is ultimately approved by Council, however it will progress and generate support from both the Academic Board and Executive Management.



**Procedures and Resources** are used to support policies and contain more detailed and step-by-step instructions.

The documents within this regulatory framework are reviewed periodically to ensure they remain current, appropriate and effective.

Further information about Policies and how they operate can be found [here](#).

## Document history

Version	Last updated	Authority	Author	Register reference
V1	May 2020	University Secretary	UniSec	n/a