



Information for Elected Members on Boards and Committees

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How do elected representatives fit into the UNSW structure?

To ensure that the best interests of its staff and students are being considered at Board and Committee meetings, all the main UNSW Boards and Committees have elected representatives, including:

University Body	Electorates	Term of Office
Council	Staff 2 Academic staff positions 1 Non-academic staff position	2 years
	Student 1 Undergraduate student position 1 Postgraduate student position	2 years
Academic Board	Staff 2 Professorial staff per Faculty 2 Non-Professorial staff per Faculty	2 years
	Student 2 Undergraduate student positions 2 Postgraduate Coursework student positions 2 Higher Degree Research (HDR) student positions	2 years
University and Academic Board Committees	Staff 2 elected Academic Board staff members	2 years
	Student 1-2 elected Academic Board student members	1 year
Faculty Boards	Staff At least 4 persons elected by and from the academic staff of the Faculty	2 Years
	Student At least 3 persons elected by and from the students enrolled in Faculty programs, including at least 1 x undergraduate, 1 x postgraduate coursework and 1 x higher degree research student	1 year

What is the governance structure of the University?

A diagram illustrating the Governance structure of UNSW can be found on the [Governance Webpage](#).

Council and Council Committees

The governing authority of the University is the Council, established under the [University of New South Wales Act 1989 \(NSW\)](#) as amended.

As the University's governing body, the Council acts for and on behalf of the University; controls and manages all the University's concerns; and promotes the objects and interests of the University.

To assist in the governing of the University, the Council has established a committee structure. Council and Council committee members serve the University on a voluntary basis.

Academic Board

The Academic Board is the principal academic body of the University responsible for approving academic proposals and for providing advice on academic policy, academic strategy and academic standards.

Faculties and Schools

Each Faculty has a Faculty Board. The Terms of Reference are set out in the [UNSW Rules \(Schedule 7\)](#). Faculty Boards consider and provide advice to their Dean on academic matters in the Faculty, including:

- oversight of quality of teaching and research, and
- oversight of academic proposals for the establishment and revision of courses and programs.

Council may delegate specific functions to the Faculty Boards. UNSW Rules provide flexibility to Faculties in terms of how the Faculty Board will operate and the establishment of Committees.

The UNSW Rules require Schools to have a School Board – the Terms of Reference are set out in the [UNSW Rules \(Schedule 9\)](#).

What are the decision-making processes?

The [Governance Faculty Board website](#) provides decision-making flowcharts for the Faculties.

The [Governance website](#) also contains the documents listed below:

[The Register of Delegations](#) outlines the functions that Council has authorised particular officers and bodies of the University to carry out regularly.

Authority for the establishment and functions of the University's boards and committees can be found in the following:

[University of New South Wales Act 1989](#)

[University of New South Wales By-law 2005](#)

[University of New South Wales Rules](#)

What are the duties of Board and Committee members?

While the [University of New South Wales Act 1989](#) establishes duties for UNSW Council members (Part 4A), there is no formal legislative directive for Board and Committee members. However, the standards that apply to Council members are also expected of Board and Committee members. The University's expectations of staff and students with respect to their professional and personal conduct are set out in the [Code of Conduct](#) (staff and affiliates) and in the [Student Code of Conduct](#). If a Board or Committee member breaches one of the duties listed below and/or the Code of Conduct, they may be removed from office.

Duty to Act in the Best Interests of the University

Committee members must act in good faith in the best interest of the University as a whole and for a proper purpose. It is a breach of duty to prefer the interests of a member's electorate to those of the University as a whole.

Duty to Exercise Care and Diligence

Members must act honestly and exercise a reasonable degree of care and diligence. This involves being familiar with the business of the University and the business listed on an agenda. Members must prepare for, attend and participate attentively in, meetings of the Boards and Committees on which they serve, and send apologies if they are unable to attend a meeting.

Duty not to improperly use Position

Members must not make improper use of their position to gain an advantage, directly or indirectly, for themselves or another person, or to cause detriment to the University.

Duty not to improperly use Information

Members must not make improper use of information acquired because of their position to gain an advantage, directly or indirectly, for themselves or another person, or to cause detriment to the University.

Confidentiality and Privacy

Sometimes, items being discussed within a committee meeting will be confidential. Members should actively ensure that confidential information is not disclosed as there may be financial and legal penalties – not only for the University but also for the committee member. Confidential matters/documents are clearly marked.

Conflict of Interest

A member has a conflict of interest when an interest creates an incentive for the member to act in a way that may not be in the best interest of the Board/Committee or the University. A conflict of interest may be financial or non-financial, direct or indirect, professional or family related. It may be potential, actual or perceived.

Members must disclose conflicts of interest to the Chair of the Board/Committee prior to consideration of the relevant matter or matters. The Chair has discretion to determine whether the member may participate in the deliberations, participate in the deliberations but not take part in any decision on the matter, or exclude the member from the deliberations altogether.

The University's [Conflict of Interest Disclosure and Management Policy](#) is available on the Governance Website.

Equity

Members have an obligation to observe standards of equity and respect in dealing with every member of the University community.

Preparation for meetings

Elected positions give staff and students a voice in the formal decision-making structure of the University. As these are formal positions, making time to prepare for, attend and participate in, meetings is essential.

This will include:

- reading all meeting papers in advance and clarifying any matters with either the Chair or the relevant Governance contact;
- ensuring that the minutes of previous meetings accurately record the business of the meetings;
- considering any issues you either wish to raise in relation to agenda items or to which you may be asked to respond;
- considering the interests of the particular electorate you represent, while bearing in mind your duty to act in the best interests of the University;
- attending meetings, participating in discussions and voting;
- sending apologies to the relevant Governance contact before the meeting if you are unable to attend (the minutes of the meeting note the apologies); and
- ensuring the confidentiality of matters discussed at meetings.

The following is required of Board and Committee meetings:

- Meetings will be conducted under the rules and procedures set down in the Terms of Reference of the Board/Committee as contained in the [UNSW Rules](#).
- Meetings will be conducted in a collegial manner.
- Where possible, decisions should be made on a unanimous basis.
- Issues raised for discussion should be matters that fall properly within the remit of the Board or Committee.

How can I make my term more effective?

The following are some tips to help you contribute effectively to meetings:

- Consult the staff and students you represent to ensure that you have the views of your electorate. Ensure that your comments are constructive and balanced. If possible, back them up with any evidence you may have and/or a paper (pre-approved by the Chair).
- Read the minutes of previous meetings as a reminder of issues discussed and any agreed actions, matters or items.
- Discuss issues with other elected representatives who attend before the meeting and learn their views.
- Following meetings, feed information and decisions (that are not confidential) back to other staff and students, and make them aware of any outcomes which might affect them.

Note that the email address you provide for election purposes (preferably your UNSW email address) will be shared for Board/Committee-related responsibilities.

What Support does Governance provide for Boards and Committees?

The Governance team members provide the following support for Boards/Committees:

- Meeting support (agenda preparation, meeting pack distribution, preparation on minutes and matters arising, and meeting logistics, e.g. via SharePoint)
- General communications to members
- Governance advice
- ECLIPS endorsements of academic offerings
- Agreed follow-up actions

Note that Governance does not provide support for Faculty Committees and School Boards.

Where can I find more information?

Further general information is available on the [Governance website](#).

Meeting packs, minutes and other Governance reference material are available on the Governance [SharePoint](#) site(s). The Governance team will provide you with access to the appropriate Board/Committee site(s).

You can also find further information on the following Governance Webpages: [Council](#)
[Academic Board and University Committees](#)
[Faculty Boards](#)

Please feel free to email the Governance team via governance@unsw.edu.au or any of the relevant staff members listed in the [Governance contact page](#).