



Universities Governing Bodies (University of Wollongong) Order 2012

under the

Universities Governing Bodies Act 2011

I, the Minister for Education, in pursuance of section 4 of the *Universities Governing Bodies Act 2011*, and at the request of the Council of the University of Wollongong, make the following Order.

Dated, this 26th day of March 2012.

ADRIAN PICCOLI, MP
Minister for Education

Explanatory note

The objects of this Order are:

- (a) to give notice of the terms of a governing body resolution made by the Council of the University of Wollongong under section 4 of the *Universities Governing Bodies Act 2011*, and
- (b) to set out the resultant amendments and necessary changes to the *University of Wollongong Act 1989* and the by-laws made under it specified in section 4 (4) (b) and (c) of the *Universities Governing Bodies Act 2011*.

This Order is made under section 4 of the *Universities Governing Bodies Act 2011*.

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Universities Governing Bodies (University of Wollongong) Order 2012

under the

Universities Governing Bodies Act 2011

1 Name of Order

This Order is the *Universities Governing Bodies (University of Wollongong) Order 2012*.

2 Commencement

This Order commences on the day on which it is published on the NSW legislation website.

3 Notice of terms of governing body resolution

Notice is given that on 2 December 2011 the Council of the University of Wollongong passed a governing body resolution that the Council do the following:

- (a) note the amendments to the *University of Wollongong Act 1989 (the UOW Act)* and the provisions of the NSW *Universities Governing Bodies Act 2011* as passed by the NSW Parliament and attached to the agenda paper,
- (b) displace the replaceable provisions of the *University of Wollongong Act 1989* and adopt instead the standard governing body provisions in the NSW *Universities Governing Bodies Act 2011*,
- (c) determine that, while the number of Council members stays the same, the balance of Council and Ministerial appointed members be changed from three Council and six Ministerial to seven Council and two Ministerial members,
- (d) approve the University Council Constitution Rules in accordance with section 29 of the UOW Act, as attached to the agenda paper, to come into effect when the UOW Act is amended to reflect the provisions of the NSW *Universities Governing Bodies Act 2011*,
- (e) note that a detailed discussion of Council memberships and remuneration will occur once the incoming Vice-Chancellor has assumed his appointment.

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Clause 4 Universities Governing Bodies (University of Wollongong) Order 2012

4 Amendments to University of Wollongong legislation

In accordance with section 4 (4) of the *Universities Governing Bodies Act 2011*, the amendments to the *University of Wollongong Act 1989* and *University of Wollongong By-law 2005* set out in Schedules 1 and 2, respectively, commence on the commencement of this Order.

Schedule 1 Amendment of University of Wollongong Act 1989 No 127

[1] Sections 8 and 9

Omit the sections. Insert instead:

Division 1 The Council

8 Definitions

In this Division:

appointed member means a Council appointed member or a Ministerially appointed member.

categories of members—see section 8B (3).

constitution rules—see section 8B (4).

Council appointed member—see section 8F.

elected member—see section 8D.

external person means a person other than a member of the academic or non-academic staff of the University or an undergraduate or graduate student of the University.

graduate member—see section 8E.

Ministerially appointed member—see section 8G.

official member—see section 8H.

8A Council

- (1) There is to be a Council of the University.
- (2) The Council is the governing authority of the University and has the functions conferred or imposed on it by or under this Act.
- (3) Schedule 1 has effect in relation to the members and procedure of the Council.

8B Size of Council

- (1) The Council is to consist of a minimum of 11, and a maximum of 22, members.
- (2) The total number of members is to be determined from time to time by a resolution passed by at least two-thirds of the members of the Council (the *total number of members*).
- (3) The Council is to include the following categories of members:
 - (a) official members,

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- (b) elected members,
 - (c) Council appointed members,
 - (d) Ministerially appointed members.
- (4) Subject to subsection (6), the number of members (other than official members) in each category is to be prescribed by rules made by the Council (in this Division called the *constitution rules*).
- (5) A rule for the purposes of subsection (4) may be made only by a resolution passed by at least two-thirds of the members of the Council.
- (6) The majority of the total number of members must be external persons.
Note. Depending on the circumstances, the Chancellor may be counted as an external person for the purposes of subsection (6).
- (7) The number of members in any one category of members must not at any time constitute a majority of the total number of members.
- (8) The Council must give the Minister written notice of the terms of any resolution passed under this section within 7 days after it is passed.

8C Qualifications and experience of members

- (1) Of the members of the Council:
- (a) at least 2 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
 - (b) at least one must have commercial expertise (as demonstrated by relevant experience at a senior level in the public or private sector).
- (2) All appointed members must have expertise and experience relevant to the functions exercisable by the Council and an appreciation of the object, values, functions and activities of the University.

8D Elected staff and student members

- (1) The constitution rules are to prescribe the number of persons to comprise the following categories of members:
- (a) elected (academic staff) members,

- (b) elected (non-academic staff) members,
- (c) elected (student) members.

Note. There may also be elected (graduate) members if the constitution rules so provide—see section 8E.

- (2) Of the members elected under this section:
 - (a) at least one must be a member of the academic staff of the University elected by members of the academic staff, and
 - (b) at least one must be a member of the non-academic staff of the University elected by members of the non-academic staff, and
 - (c) at least one must be a student of the University who:
 - (i) is not employed on a full-time basis (or on such other basis as the by-laws may prescribe) as a member of the academic or non-academic staff of the University, and
 - (ii) is elected by the students of the University.
- (3) The members referred to in subsection (2) (a)–(c) are:
 - (a) to have such qualifications as may be prescribed by the by-laws, and
 - (b) to be elected in the manner prescribed by the by-laws.

8E Graduate members

- (1) At least one member of the Council, or such greater number of members as may be prescribed by the constitution rules, must be external persons who are graduates of the University.
- (2) The constitution rules may provide for the persons referred to in subsection (1) to become members of the Council in any one or more (or combination) of the following ways:
 - (a) by election as elected (graduate) members in the manner prescribed by the by-laws,
 - (b) by appointment by the Council under section 8F,
 - (c) by appointment by the Minister under section 8G.
- (3) A rule providing for the appointment of a member by the Minister under section 8G may be made only with the approval of the Minister.
- (4) The members referred to in subsection (1) are to have such qualifications (if any) as may be prescribed by the by-laws.

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8F Council appointed members

- (1) The Council may appoint as members of the Council such number of external persons as is prescribed by the constitution rules for the category of Council appointed members.
- (2) The by-laws are to prescribe the procedures for the nomination of persons for appointment under this section.

8G Ministerially appointed members

- (1) The Minister may appoint as members of the Council 2 external persons, or such greater number of external persons (not exceeding 6) as is prescribed by the constitution rules for the category of Ministerially appointed members.
- (2) The Minister may not appoint a member of the Parliament of New South Wales, the Parliament of the Commonwealth or another State or the Legislative Assembly of a Territory as a Ministerially appointed member.
- (3) Without limiting the discretion of the Minister under subsection (1), the Council may suggest to the Minister persons who the Council considers would be appropriate for appointment by the Minister.

8H Official members

The *official members* of the Council are the following:

- (a) the Chancellor,
- (b) the Vice-Chancellor,
- (c) the person for the time being holding the office of the presiding member of the Academic Senate (if the person is not the Vice-Chancellor) or the deputy presiding member of the Academic Senate (if the presiding member is the Vice-Chancellor).

9 Term of office

- (1) Subject to this Act, a member of the Council holds office as follows:
 - (a) in the case of an official member, while the member holds the office by virtue of which he or she is a member,
 - (b) in the case of a Ministerially appointed member or Council appointed member, for such term (not exceeding 4 years) as may be specified in the member's instrument of appointment,

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- (c) in the case of an elected member other than an elected (graduate) member, for such term (not exceeding 2 years) as may be prescribed by the by-laws,
 - (d) in the case of an elected (graduate) member, for such term (not exceeding 4 years) as may be prescribed by the by-laws.
- (2) The need to maintain an appropriate balance of experienced and new members on the Council must be taken into account:
- (a) by the Council, when making the by-laws required under this section, and
 - (b) by the Minister and the Council, when appointing members to the Council.
- (3) A person must not be appointed or elected to serve more than 12 consecutive years of office (unless the Council otherwise resolves in relation to the person).

Division 2 Other officers and bodies

[2] Section 29 Rules

Omit “9 (1) (c)–(g) and (8)” from section 29 (1).

Insert instead “8B, 8D, 8E, 8F, 8G, 9 (1) (c) and (d)”.

[3] Section 29 (1)

Omit “clauses 1 (1) (c) and (d) and”. Insert instead “clause”.

[4] Section 32 Savings and transitional provisions

Omit section 32 (2) and (3).

[5] Schedule 1 Provisions relating to members and procedure of the Council

Omit “(Section 9)”. Insert instead “(Section 8A (3))”.

[6] Schedule 1, clause 1

Omit the clause.

[7] Schedule 1, clause 2 (j)

Omit “section 9 (1) (g)”. Insert instead “section 8E”.

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Schedule 1 Amendment of University of Wollongong Act 1989 No 127

[8] Schedule 3 Savings and transitional provisions

Insert after clause 13:

14 Adoption of standard governing body provisions under the Universities Governing Bodies Act 2011

- (1) Terms used in this clause and also in the *Universities Governing Bodies Act 2011* have the same meanings in this clause as they have in that Act.
- (2) In this clause:
amended provision means the provision of this Act and the by-laws amended as set out in an order made by the Minister under section 4 of the *Universities Governing Bodies Act 2011*.
existing member of the Council means a member of the Council as constituted immediately before the commencement of the governing body resolution.
governing body resolution means the governing body resolution made by the Council on 2 December 2011.
- (3) An existing member of the Council continues in office until the expiration of the term for which the member was appointed (subject to the member's office becoming vacant earlier for a reason other than the expiration of the member's term of office).
- (4) For the purposes of subclause (3):
 - (a) an existing member is taken to be a member of the corresponding category of membership set out in the amended provisions, and
 - (b) the proportion of Council and Ministerially appointed members of the council specified under the constitution rules is, until all existing members of that category cease to hold office as referred to in subclause (3), taken to be the number of existing members in those categories at any particular time.

Schedule 2 Amendment of University of Wollongong By-law 2005

[1] Clause 2 Interpretation

Omit the definitions of *academic staff member*, *external persons*, *non-academic staff member* and *student member* from clause 2 (1).

Insert in alphabetical order:

elected academic staff member of the Council means a member of the Council referred to in section 8D (1) (a) of the Act.

elected non-academic staff member of the Council means a member of the Council referred to in section 8D (1) (b) of the Act.

elected student (postgraduate) member of the Council means a member of the Council referred to in section 8D (1) (c) of the Act who is a postgraduate student of the University.

elected student (undergraduate) member of the Council means a member of the Council referred to in section 8D (1) (c) of the Act who is an undergraduate student of the University.

[2] Clause 2 (1), definition of “full-time staff of the University”

Omit “(whether academic or non academic staff)”.

[3] Clause 2 (1), definition of “graduate member”

Omit “9 (1) (g)”. Insert instead “8E”.

[4] Clause 10 Council appointed members

Omit the clause.

[5] Clause 11 Qualification for election as elected academic staff member

Omit clause 11 (1). Insert instead:

- (1) For the purposes of section 8D (3) of the Act, the prescribed qualifications in respect of a person seeking election as an elected academic staff member are the qualifications specified in this clause.

[6] Clause 11 (3)

Omit “academic staff members”.

Insert instead “an elected academic staff member”.

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Schedule 2 Amendment of University of Wollongong By-law 2005

[7] Clause 12 Qualification for election as elected non-academic staff member

Omit clause 12 (1). Insert instead:

- (1) For the purposes of section 8D (3) of the Act, the prescribed qualifications in respect of a person seeking election as an elected non-academic staff member are the qualifications specified in this clause.

[8] Clause 12 (3)

Omit “the non-academic staff member”.

Insert instead “an elected non-academic staff member”.

[9] Clause 13 Qualification for election as elected student (undergraduate) member

Omit clause 13 (1). Insert instead:

- (1) For the purposes of section 8D (3) of the Act, the prescribed qualifications in respect of a person seeking election as an elected student (undergraduate) member are the qualifications specified in this clause.

[10] Clause 13 (3)

Omit “the undergraduate student member”.

Insert instead “an elected student (undergraduate) member”.

[11] Clause 14 Qualification for election as elected student (postgraduate) member

Omit clause 14 (1). Insert instead:

- (1) For the purposes of section 8D (3) of the Act, the prescribed qualifications in respect of a person seeking election as an elected student (postgraduate) member are the qualifications specified in this clause.

[12] Clause 14 (3)

Omit “the postgraduate student member”.

Insert instead “an elected student (postgraduate) member”.

[13] Clause 15 Graduate members

Omit clause 15 (1). Insert instead:

- (1) For the purposes of section 8E (4) of the Act, the prescribed qualifications in respect of a person seeking to be a graduate member are the qualifications specified in this clause.

[14] Clause 16 Nomination procedures relating to appointed members

Omit “external persons” from clause 16 (2).

Insert instead “not academic or non-academic staff members, or undergraduate or postgraduate students, of the University”.

[15] Clause 16 (2)

Omit “section 9 (1) (b) or (c)”. Insert instead “section 8F or 8G”.

[16] Clause 16 (3) (a) (i)

Omit “nomination for consideration”. Insert instead “suggestion”.

[17] Clause 16 (4) (b) (i)

Omit “nominated for consideration”. Insert instead “suggested”.

[18] Clause 16 (4) (c) (i)

Omit “recommended”. Insert instead “suggested”.

[19] Clause 20 Term of office

Omit clause 20 (1). Insert instead:

- (1) For the purposes of section 9 (1) (c) and (d) of the Act:
 - (a) the term of office of an elected academic staff member is 2 years, and
 - (b) the term of office of an elected non-academic staff member is 2 years, and
 - (c) the term of office of an elected student (undergraduate) member is 2 years, and
 - (d) the term of office of an elected student (postgraduate) member is 2 years, and
 - (e) the term of office of a graduate member is 4 years.