

Governance Committee Charter

Introduction

The Charter outlines the roles, responsibilities and composition of the Governance Committee of the Council (Board) of the University of Technology Sydney and the manner in which it discharges its responsibilities for UTS.

Purpose

To fulfil a strategic governance role, the Governance Committee undertakes specific functions in regard to policy, general governance and specified risk matters and advises Council accordingly.

Responsibilities

The Governance Committee will:

Frameworks

- a. advise Council on matters relating to the University's governance framework
- b. oversee the implementation of the UTS Council Performance Framework
- c. oversee the UTS Policy Framework

Council performance

- d. oversee, monitor and report to Council on the results and actions arising from the reviews conducted as part of the Governance Review Framework

Compliance Management Framework

- e. oversee the UTS Compliance Policy and Framework and consider attestation statements proposed for Council approval that are required by Commonwealth or State legislation
- f. receive reports on new regulatory requirements, ensuring any consequential policies are developed and implemented to ensure compliance

Risk

- g. assist Council in discharging its responsibility to exercise due care and skill in relation to the designated risks contained within the UTS Council Committees Risk Oversight Responsibilities Framework

Council membership and skills

- h. oversee the UTS Council Skills and Experience Matrix with advice to Council, at least biennially, to either affirm its currency or to make recommendations for amendments

- i. oversee the development and operation of Council’s induction and professional development program

Governance reporting

- j. report to Council, at least annually, on UTS governance, including conformance with the Code of Governance Principles and Practice for Australia's Public Universities
- k. consider and advise Council on proposed amendments to the University of Technology Sydney Act, and proposed new and amended by-laws as may be required for the University under section 28 of the University of Technology Sydney Act
- l. report to Council on any matters referred to it by Council and/or the Vice-Chancellor.

Performance

The Committee will review its performance annually against the Charter.

Composition

The composition of the Committee is as follows:

Position

Chancellor (Chair)

Up to three members (who may also be members of Council), with particular skills and experience in governance matters.

University Secretary

Vice-Chancellor or nominee

Quorum

The quorum at any meeting of a Council committee or board, shall, unless another number is fixed for a particular committee or board, be one-half of the members of the committee or board for the time being but, if one-half is not a whole number, shall be the next higher whole number.