

Nomination of Non-elected Members of Council Procedures

1. LEGISLATION/ENTERPRISE AGREEMENT/POLICY SUPPORTED

[Curtin University Act 1966 \(WA\) \(the Curtin Act\)](#)

2. IMPLEMENTATION PRINCIPLES

2.1. Key attributes

2.1.1. Pursuant to item 8 of the Voluntary Code, non-elected members of Council must be selected on the basis of their ability to contribute to the effective working of Council by having needed skills, knowledge and experience, an appreciation of the values of a university and its core activities of teaching and research, its independence and academic freedom; and the capacity to appreciate what Curtin's external community needs from the University.

2.1.2. Under section 9(2) of the Curtin Act, the membership of Council is to include:

- (a) at least 2 members with 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 member with commercial expertise (as demonstrated by relevant experience at a senior level in the public or private sector).

2.2. Membership balance

Under section 9(3) of the Curtin Act, the majority of members of the Council must be persons who are not members of the staff or students of the University.

2.3. Term of office

2.3.1. Under section 9A(1) and (5) of the Curtin Act, the term of office for a non-elected member of Council is to be a period of 3 years unless a shorter term of office is desirable to ensure that:

- (a) the terms of office of members expire at intervals which will produce reasonable continuity of membership; or
- (b) the terms of office expire on dates which afford the convenience of uniformity.

2.3.2. Pursuant to section 9A(4) of the Curtin Act, a non-elected member of Council may on the expiry of his or her term of office be again appointed if he or she continues to be qualified under section 9 of the Curtin Act; but on the expiry of a third successive term of office (of whatever duration) he or she is not eligible to hold office as a member until 12 months have elapsed after such expiry.

3. PROCEDURAL DETAILS

3.1. General

The Executive Committee will perform the role of a nominations committee for the appointment of non-elected members to Council (see section 3.2.3 of the Constitution of the Executive Committee).

3.2. Succession Planning

3.2.1. To the extent to which it is feasible and appropriate, the Executive Committee will plan for the appointment of non-elected members to Council in a variety of ways, for example:

- a) being mindful of likely vacancies, and in particular key positions on Council (for example, Chancellor, Pro Chancellor, chairs of committees of Council, members with financial or commercial expertise);
- b) by co-opting community members to committees of Council as a pathway to future appointment to Council;

- c) fostering on-going relationships between the University and potential future candidates; and
 - d) engaging a Search Consultant to identify a pool of potential nominees.
- 3.2.2. To assist the Executive Committee in its deliberations, the Council Secretary will maintain and provide as needed:
- a) a Membership Register which lists the current members of Council, the category under which they were appointed or elected, any mandated requirements for that position, the date on which their term will expire, the number of terms they have served, and their eligibility or otherwise for re-appointment for a further term;
 - b) a matrix showing the skills and expertise of all current members of Council; and
 - c) a list of persons already identified as potential nominees.

3.3. Nomination Process

- 3.3.1. No later than six months before the expiry date of the term of a non-elected member of Council, the Council Secretary will inform the Chancellor and Vice-Chancellor of the impending vacancy, and the matter will be placed on the agenda of the Executive Committee for consideration.
- 3.3.2. The Executive Committee will consider the impending vacancy in the light of:
- a) the general characteristics considered desirable in a Council member;
 - b) the mix of skills and expertise of serving Council members and any gaps which might beneficially be filled;
 - c) requirements of the Curtin Act (see sections 9 and 9A);
 - d) the operational context in which the University is (or is likely to be) operating;
 - e) where the incumbent is eligible for re-appointment, his or her performance and contribution to date as a Council member;
 - f) the desirability of fresh perspectives being introduced onto Council, whilst also retaining sufficient corporate memory;
 - g) the desirability for diversity on Council so that Council's deliberations are enriched by a broad range of backgrounds, insights and approaches;
 - h) the maintenance of gender balance on Council (in this context it is desirable that there is at least 30% of either gender among the non-elected members);
 - i) the balance of external and internal members; and
 - j) any other matters considered pertinent by the Executive Committee.

3.4. Re-appointment of an incumbent member

- 3.4.1. If the Executive Committee considers that an incumbent member should be re-appointed to Council, the Chancellor or nominee will approach the member to establish whether he or she is prepared to have their name put forward for re-appointment.
- 3.4.2. If the current incumbent is prepared to serve a further term, the Executive Committee will recommend to Council that it:
- a) in the case of members appointed by the Governor under section 9(1)(a) of the Curtin Act, recommend to the Governor that the proposed candidate be re-appointed to Council;
 - b) in the case of the member nominated by the Minister under section 9(1)(c) of the Curtin Act, recommend to the Minister that the proposed candidate be re-appointed to Council; and
 - c) in the case of members co-opted or appointed by Council under section 9(1) (i) and (j) of the Curtin Act, co-opt or re-appoint as appropriate the proposed candidate to Council.

3.4.3. The recommendation of the Executive Committee will include the proposed duration of the appointment. Unless there are special circumstances, a termination date of 31 March of the relevant anniversary year will be specified in the recommendation.

3.5. Nomination of a new member

3.5.1. A recommendation to appoint a new member to Council will be made by the Executive Committee if:

- a) the incumbent is not eligible for re-appointment;
- b) the incumbent is eligible for re-appointment, but is not prepared to serve for another term; or
- c) the incumbent is eligible for re-appointment, but the Executive Committee does not consider that re-appointment is desirable in the circumstances.

3.5.2. The Executive Committee will develop a list of potential candidates from which a short list of nominees will be prepared and then approached by the Chancellor or his/her nominee to ascertain preparedness to be recommended for appointment. The Chancellor will then recommend a preferred candidate to the Executive Committee. The Executive Committee will then recommend to Council that it:

- a) in the case of members appointed by the Governor under section 9(1)(a) of the Curtin Act, recommend to the Governor that the proposed candidate be appointed to Council;
- b) in the case of the member nominated by the Minister under section 9(1)(c) of the Curtin Act, recommend to the Minister that the proposed candidate be appointed to Council; and
- c) in the case of members co-opted or appointed by Council under section 9(1) (i) and (j) of the Curtin Act, co-opt or appoint as appropriate the proposed candidate to Council.

3.5.3. The recommendation of the Executive Committee will include the proposed duration of the appointment. Unless there are special circumstances, a termination date of 31 March of the relevant anniversary year will be specified in the recommendation.

3.6. Provision of advice on Council's resolution

3.6.1. In the case of members appointed by the Governor under section 9(1)(a) of the Curtin Act, the convention is that Council's recommendation is submitted through the Minister. In the case of the member appointed by Minister under section 9(1)(c) of the Curtin Act, the recommendation is made directly to the Minister.

3.6.2. Once Council has resolved to make a recommendation to the Governor or Minister as appropriate, the Council Secretary will write to the Minister providing Council's recommendation, the rationale for the recommendation, the proposed duration for the appointment and any other pertinent information.

3.6.3. In the case of members co-opted or appointed by Council under section 9(1) (i) and (j) of the Curtin Act, once Council has resolved on the appointment, the Council Secretary will formally advise the successful appointee by letter.

4. RESPONSIBILITIES

The Council Secretary is responsible for the processes outlined in these procedures.

5. SCOPE OF PROCEDURES

These procedures apply to members of Council, members of the Executive Committee and the Council Secretary.

6. DEFINITIONS

(Note: Commonly defined terms are located in the [Curtin Common Definitions](#). Any defined terms below are specific to this document)

Non-elected members of Council are those members appointed, nominated or co-opted to Council pursuant to section 9(1)(a), (c), (i) and (j) of the Curtin Act.

Section 9(1)(a) and (c) of the Curtin Act provides that the Council is to include:

- (a) *six persons appointed by the Governor representative of the professions and industrial and commercial interests; and*
- (c) *one person who is nominated by the Minister charged with the administration of the School Education Act 1999.*

Section 9(1)(i) and (j) of the Curtin Act provides that the Council is to include:

- (i) *three persons appointed from time to time by co-option by the Council but a person whose sole or principal employment is that of a member of the staff of the University may not be so appointed; and*
- (j) *up to 3 persons appointed by the Council from persons:*
 - (i) *who are members of bodies that represent the interests of the University in places other than its principal campus; and*
 - (ii) *who are not staff of students of the University.*

7. SCHEDULES

Nil

8. RELATED DOCUMENTS/LINKS/FORMS

[Curtin University Act 1966 \(WA\)](#)

Voluntary Code of Best Practice for the Governance of Australian Universities (the Voluntary Code)

[The Curtin University Corporate Governance Statement](#)

Policy Compliance Officer	Jon Porter , Council Secretary Secretariat
Policy Manager	Council Secretary
Approval Authority	Council
Review Date	1 st April 2016

REVISION HISTORY

Version	Approved/ Amended/ Rescinded	Date	Committee / Board / Executive Manager	Approval / Resolution Number	Key Changes and Notes
New	Approved	26/06/2013	Council	C 102/13	Attachment C to Confidential Document No 00638/13
	Administratively Updated	18/01/2017	Director, Legal and Compliance Services		Review date updated