Amended terms of reference for the Governance & Nominations Committee:

7. **Governance & Nominations Committee**

7.1. **Terms of reference:**

7.1.1. To identify the skills, experience and knowledge that should be sought in filling any appointed vacancies on the Senate and:

7.1.1.1. to recommend to the Minister on the appointment or re-appointment of any of the 6 positions on the Senate appointed by the Governor;

7.1.1.2. to liaise with the Premier or the Leader of the Opposition on the appointment or re-appointment of the positions on the Senate appointed by them, respectively;

7.1.1.3. to recommend to the Senate on the appointment or re-appointment to of any of the 3 co-opted positions on the Senate.

7.1.2. To recommend to the Senate a systematic and transparent process and criteria for filling Senate vacancies, including who should be consulted.

7.1.3. In making its recommendations, the committee will also take into account the following criteria:

7.1.3.1. the National Governance Protocols mandate that there:

7.1.3.1.1. must be at least two Senators having financial expertise (as demonstrated by relevant qualifications and financial management experience at senior level in the public or private sector) and at least one Senator with commercial expertise (as demonstrated by relevant experience at senior level in the public or private sector); and

7.1.3.1.2. must be a majority of external independent Senators who are neither enrolled as a student nor employed by the higher education provider; and

7.1.3.1.3. must not be current Senators of any State or Commonwealth parliament or legislative assembly other than where specifically selected by the Senate itself;

7.1.3.2. whether those considered have an appreciation of the values of a university and its core activities of teaching and research, its independence and academic freedom;

7.1.3.3. whether they can contribute to the Senate by having (or having the capacity to develop) a good understanding of what the external community needs from the University; and

7.1.3.4. the extent to which the experience of the persons being considered will contribute to the effective working of the Senate.

7.1.4. **To advise the Senate on matters relating to the overall governance policy of the University, to ensure that it adheres to the best governance principles and practice.**

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1 This is subject to the amendments to the size and composition of Senate.
7.1.5. To regularly review the operating procedures of the Senate, including its committee structures, standing orders, standing resolutions and annual cycle of business.

7.1.6. To advise on any other governance issues referred to it by the Senate or the Chancellor

7.2. **Composition:**

7.2.1. Chancellor (chair)
7.2.2. Pro Chancellor
7.2.3. Vice Chancellor
7.2.4. Guild President
7.2.5. 1-2 lay Senators
7.2.6. A Senator from those elected by the staff
7.2.7. The membership will include at least one male and at least one female
7.2.8. Standing observer: Director of Human Resources
7.2.9. Secretary: General Counsel & University Secretary

7.3. **Membership criteria:**

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<tr>
<th>All members</th>
<th>Among the members</th>
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<tr>
<td>• Respect for confidentiality of the discussions</td>
<td>• People used to negotiating sensitive selections</td>
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<td>• Knowledge of (and preferably personal acquaintance with) leaders in business and political circles and the community</td>
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<td>• Experience and knowledge in relation to developments and best practice in governance policy and practices</td>
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