

# **CURTIN UNIVERSITY CORPORATE GOVERNANCE STATEMENT**



**Curtin University**

**September 2024**

# INTRODUCTION

Curtin University is a body corporate established under the Curtin University Act 1966 (WA) (the **Act**). The Act also convenes the University Council as the governing body responsible for the university.

At Curtin, governance is divided into corporate and academic governance. It comprises the set of principles and rules, values and culture, people and relationships and systems and processes within and by which:

- strategic direction and oversight are provided;
- objectives are set and achieved;
- authority is exercised and controlled;
- risks are assessed and managed;
- financial resources are managed responsibly and effectively;
- compliance with laws and regulations is demonstrated; and
- those in control are held to account.

The purpose of this Corporate Governance Statement (the **Statement**) is:

- to set out the roles and responsibilities of Curtin Council; and
- to inform the Curtin community about key aspects of Curtin's governance.

The Statement is informed by:

- The [Voluntary Code of Best Practice for the Governance of Australian Universities](#), which was approved by the Ministerial Council for Tertiary Education and Employment in July 2011 and revised on 15 May 2018 (the **Voluntary Code**).
- the [Higher Education Standards Framework \(Threshold Standards\) 2021](#) (in particular, Domain 6: Governance and accountability) regulated by the Tertiary Education Quality and Standards Agency (**TEQSA**).

# 1. INSTRUMENTS OF GOVERNANCE

The University's governance framework regulates and guides the conduct of Council, employees, students and the broader Curtin community and enables effective, ethical and accountable governance and management of Curtin.

The key instruments in the governance framework are:

- Curtin University Act 1966 (WA) (the **Act**)
- University Statutes
- University Land and Traffic By-Laws
- University Rules
- Policies and procedures

## 1.1 Legislative instruments

The Act, University Statutes, By-laws and Rules are legislative instruments.

### (a) Curtin University Act 1966 (WA)

The Act sits at the highest level within Curtin's governance framework.

- It establishes Curtin as a body corporate with all the powers, rights and privileges reasonably necessary to enable it to carry out its functions<sup>1</sup>.
- It provides the list of functions<sup>2</sup> as:
  - Providing courses of study and other tertiary courses appropriate to a university or as approved by Council.
  - Encouraging and participating in the development and improvement of tertiary education.
  - Undertaking and supporting scholarship, pure and applied research, invention, innovation, education and consultancy, and applying them to advance and apply knowledge:
    - (i) for the benefit of industry, business and government; and
    - (ii) for the benefit and wellbeing of the Western Australian, Australian and international communities.
  - Commercially developing or using its facilities, resources or property (real or personal) (including, for example, study, research, knowledge and intellectual property and the practical application of any of them) for its benefit.
  - Generating revenue to carry out its functions.
  - Fostering the general welfare and development of its enrolled students.
  - Making academic awards to enrolled students who have attained approved standards in examinations and to other persons as prescribed;
  - Serving the Western Australian, Australian and international communities and the public interest by:
    - (i) enriching cultural and community life;
    - (ii) raising public awareness of educational, scientific and artistic developments; and

<sup>1</sup> Section 5, the Act.

<sup>2</sup> Section 7, the Act.

- (iii) promoting critical and free enquiry, informed intellectual discussion and public debate.
  - Providing the facilities for these functions as Council thinks necessary or conducive for their attainment.
- It establishes Council as the governing body of Curtin including the Kalgoorlie campus (section 8) and sets out the requirements for Council's composition, Member terms and meetings<sup>3</sup> and Council's powers and delegations<sup>4</sup>.

**(b) Statutes**

Council has the power to make Statutes with respect to all matters pertaining to Curtin including management, good government and discipline<sup>5</sup>.

After resolution by Council, Statutes are sent to the Minister who provides them to the Governor for approval. Once approved, Statutes are published in the *Government Gazette* and tabled in both Houses of Parliament, where they may be disallowed by resolution of either House.

Ordinarily, Statutes do not contain administrative detail as these are included in Rules or Policies.

**(c) Rules**

Council can make rules for regulating any specified matter with respect to which Statutes may be made, or for carrying out or giving effect to the Statutes.

Rules are delegated legislation but are not subject to scrutiny or disallowance by Parliament.

**(d) Land and Traffic By-laws**

The University may, with the approval of the Governor, make by-laws for managing, preserving and protecting University lands and for regulating the terms and conditions on which lands may be visited or used by any person<sup>6</sup>.

After resolution by Council, By-laws are sent to the Minister who provides them to the Governor for approval. Once approved, By-laws are published in the *Government Gazette* and tabled in both Houses of Parliament where they may be disallowed by resolution of either House.

## 1.2 University Policies

Curtin's [Policy Development Procedures](#) are approved by Council and maintained by the Director, Risk, Compliance and Audit.

A policy directs and guides conduct and decision making, while procedures provide the approved methods to be employed in implementing legislation, Statutes, Rules or policy.

Statutes, By-laws and Rules prevail over any policy or procedure to the extent of any inconsistency.

<sup>3</sup> Section 8 - 13, the Act.

<sup>4</sup> Section 15 onward, the Act.

<sup>5</sup> Section 34(3), the Act.

<sup>6</sup> Section 20A), the Act.

## 2. COUNCIL'S ROLE IN GOVERNANCE

### 2.1 Council as the governing authority

The Act specifies that Council:

- (a) is the governing authority of the university (including the Kalgoorlie Campus)<sup>7</sup>.
- (b) has the management and control of the property and affairs of the university and it may do all acts and things as it thinks best to promote the interests of the university<sup>8</sup>.
- (c) has the entire control and management of the affairs, concerns and property of the University<sup>9</sup>.
- (d) may act in all matters concerning the University in such manner as appears to it best calculated to promote the objects and interests of the University<sup>10</sup>.

### 2.2 Members<sup>11</sup>

Council has up to 17 Members who are a mix of appointed and elected Members and consists of a majority of external independent Members who are neither enrolled Curtin students nor employees.

Table 1: Summary of Council Membership from Section 9(1) of the Act

Council Member Description	Number of Members
Chancellor	1
Vice-Chancellor	1
Academic Board Chair	1
Members appointed by the Governor on the recommendation of the Minister	3
A Curtin academic staff member, elected by Curtin academic staff	1
A Curtin non-academic salaried staff member, elected by Curtin non-academic salaried staff	1
An enrolled student who is an undergraduate, elected by Curtin undergraduate students	1
An enrolled student who is a postgraduate student, elected by Curtin postgraduate students	1
Curtin graduates, elected by Curtin graduate students	2
Members appointed from time to time by co-option by Council who are not solely or principally employed by Curtin	Up to 5
<b>TOTAL</b>	<b>17</b>

<sup>7</sup> Section 8, the Act.

<sup>8</sup> Section 16, the Act.

<sup>9</sup> Section 21, the Act.

<sup>10</sup> Section 21, the Act.

<sup>11</sup> Section 9(1), the Act.

The Statutes set out the requirements for elections of various positions.

## 2.3 Selection processes<sup>12</sup>

Council must establish and maintain a Nominations Committee for the nomination of prospective Members:

- (a) Who are to be appointed to Council by the Governor or co-opted by Council; and
- (b) Who are to be appointed to Kalgoorlie Campus Council by the Minister.

As part of its regular assessment of its performance, Council identifies skills and expertise desirable to future appointments of these positions to Council.

Consistent with Items 7 and 8 of the Voluntary Code, Council:

- Selects Members on the basis of:
  - Their ability to contribute to the effective working of the governing body by having the requisite skills, knowledge and experience.
  - Their appreciation of the values of a university and its core activities of teaching and research, its independence and academic freedom.
  - The capacity to appreciate what Curtin's external community needs from it.
- Seeks to ensure that there will be at least two Members having financial expertise and at least one Member with commercial expertise.
- Seeks to ensure that there is rotation of membership to ensure that there are fresh perspectives introduced into Council, while retaining Council's corporate memory.

## 2.4 Effective management of responsibilities

The primary responsibilities of Council are broad and include matters which are academic in nature, as well as matters which would apply to the governing body of almost any large and complex organization.

Council uses several mechanisms to help it to handle effectively its broad range of responsibilities, including:

- delegating specific matters to Council committees, or other bodies or individuals;
- delegating a range of matters to the Vice-Chancellor; and
- establishing Council committees (with Council-approved constitutions) to scrutinise specific issues facing the Curtin.

## 2.5 Matters reserved to Council and Delegations<sup>13</sup>

To assist Council with its broad responsibilities, Council may by resolution delegate any of its powers "except its powers in relation to the making of Statutes or by-laws" to a Member, a committee of Members appointed by Council, an officer of Curtin, or a Board.

Delegations:

- can be revoked by Council;
- do not prevent Council exercising any of its powers, authorities, duties or functions;
- may authorise the delegate to subdelegate the delegated power, authority, duty or function to another person or body; and
- are usually accompanied by reporting mechanisms to keep Council informed as to the delegated activities.

Notwithstanding the power to delegate, Council has a list of matters which it has retained for its own resolution.

<sup>12</sup> Section 9AA, the Act.

<sup>13</sup> Section 15(1), the Act and Statute 7, Rule 7.

The [Matters Reserved to Council](#) include:

- Matters which the Act specifies that Council cannot delegate (for example, its power to make Statutes).
- Matters which other legislation may require Council to perform.
- Matters which Council has resolved to retain for its own resolution.

As part of its good governance practices, Council reviews the [Matters Reserved to Council](#) at least once every two years. This does not preclude Council from adding or deleting items from the list when it sees fit.

Delegations approved by Council are described in the Register of Delegations. Council:

- regularly reviews its delegations to ensure their currency and relevance;
- assures itself that there is a match of authority and responsibility in the delegations; and
- has established a framework to assess the level of adherence to the approved delegations.

Council Secretary maintains the currency of the list of [Matters Reserved to Council](#) and the [Register of Delegations](#)<sup>14</sup> and publishes them on the website.

## 2.6 Council Standing Orders<sup>15</sup>

Members must always conduct themselves in the manner required by the Act in relation to their duties and disclosure of interests<sup>16</sup> (these obligations are discussed further in Section 4 of this Statement). In addition, Council has exercised its power under Statute 7 Rule 9 to make a set of Standing Orders for the conduct of Council and Council Committee meetings designed to:

- Improve decision-making by Council and Committees.
- Ensure the orderly and efficient conduct of meetings.
- Increase understanding of the rules governing the conduct of meetings.

The Chair of Council and the Chairs of Committees encourage constructive discussion and engagement of Members and may invoke the formal Standing Orders when appropriate.

Constructive and meaningful discussion at Council and Committee meetings also depends on the appropriate behaviour of Members and the adequacy of their preparation for the meeting.

## 2.7 Evaluation and review of Council performance

Every 12 months, Council reviews its compliance with the Voluntary Code. Consistent with Item 14 in the Voluntary Code, Curtin discloses in its Annual Report its compliance with the Voluntary Code and reasons for any areas of non-compliance.

In addition, Council will review its performance at least once every seven years to ensure compliance with HEFS standards and may choose to evaluate its performance more frequently on terms decided by the Council at the time.

Council may seek external expert assistance in making the above assessments.

<sup>14</sup> Statute 7, Rule 7(2).

<sup>15</sup> Statute 7, Rule 9.

<sup>16</sup> See Schedule 1A, Divisions 1 and 2, the Act.



## 3. COUNCIL COMMITTEES

### 3.1 Committees

Properly constituted committees assist Council to meet its broad responsibilities by appropriately scrutinizing matters before they are brought before Council for resolution. Council may also resolve to delegate certain matters to a committee.

The Act and Statutes require the establishment and maintenance of the following bodies to assist Council with its effective governance:

- (a) Various standing committees - established in accordance with Statute 7 – Council.
- (b) Academic Board - established under Statute 21 – Academic Board.
- (c) Nominations Committee - established and maintained by Council under Section 9AA of the Act. Further discussion of the Nominations Committee is set out in section 2.3 of this Statement.
- (d) Kalgoorlie Campus Council - established by Section 21K of the Act.

These matters are also addressed in Part 2 of the Council Standing Orders.

### 3.2 Standing Committees

Council has established the following standing committees:

Table 2: Council Standing Committees

Committee	Function
Executive Committee	<p>To:</p> <ul style="list-style-type: none"> <li>support Council in the performance of its responsibilities, and in particular those functions which are not otherwise delegated to another committee.</li> <li>act on behalf of Council in if time is of the essence, and a Council meeting is not scheduled to occur before a decision or other action is required; and</li> <li>act as the remuneration committee for the emoluments of the Vice-Chancellor and Executive Managers, in accordance with policies on appointment, performance and remuneration of the Vice-Chancellor and Executive Managers.</li> </ul>
Audit, Risk and Compliance Committee	To assist Council in fulfilling and discharging its responsibilities in relation to Curtin's accounting policies, financial reporting practice, financial and internal control systems, external and internal audit functions, and risk management framework, by providing an objective and robust view on the effectiveness of these policies, practices, systems and frameworks.
Data and Digital Governance Committee	To provide expert scrutiny and advice to enable Council to oversee data governance at the University and satisfy itself as to the adequacy, integrity and effectiveness of the University's information systems
Finance Committee	To assist Council in the performance of its responsibilities in the areas of financial, investment and asset management within the context of



Committee	Function
	Curtin's Strategic Plan.
Legislative Committee	To advise Council on the form of all proposed changes to University Statutes, Rules and By-laws, and the clarity and legal soundness of such changes. Where the content of the changes does not fall within the scope of another Council Committee, the committee may also advise on the policy behind the changes. The Legislative Committee is also responsible for advising Council on changes to the Act.
University Council Health and Safety Committee	To: <ul style="list-style-type: none"> <li>• preside over a "due diligence" process to meet Members' obligations under existing and proposed new workplace health and safety legislation;</li> <li>• oversee the governance of Curtin's health and safety systems and processes;</li> <li>• consider any on-going compliance issues with existing and proposed workplace health and safety legislation; and</li> <li>• ensure that Council has reasonable grounds to be satisfied that a culture of "zero harm" is established and is supported by Council and management.</li> </ul>

### 3.3 Academic Board

The Academic Board is established under Statute 21 – Academic Board and is responsible to Council for helping to ensure the academic quality and integrity of Curtin's operations as an academic institution. The establishment of the Academic Board is one of the [Matters Reserved to Council](#).

The functions and responsibilities of the Academic Board, include<sup>17</sup>:

- Providing advice and recommendations to Council regarding academic matters.
- Providing advice to the Vice-Chancellor or relevant Executive Managers regarding academic matters.
- Approving, subject to Council delegation, University policies relating to academic matters, specifically, in relation to: courses; learning and teaching; research and research training; academic services; international activities; and the quality and standards of Curtin's academic activities.
- Monitoring progress against relevant University Plans, reviewing Curtin's performance in academic activities and providing reports to Council.
- Putting in place appropriate policies and review processes to underpin the quality and standards of Curtin's academic activities.

The Academic Board is assisted in the performance of its responsibilities by the following sub-committees:

- Academic Board Executive
- Courses Committee
- Global Positioning Committee
- Learning and Student Experience Committee
- Research Committee

### 3.4 Performance Evaluation

Each Council Committee and the Academic Board conducts a self-evaluation of its performance at least every

<sup>17</sup> Statute 21 and the Academic Board Constitution Rules, Part 2.

two years, by:

- reviewing its own performance and its agreed annual programme<sup>18</sup>;
- assessing the continued relevance of its terms of reference; and
- assessing the continued relevance of Council Committees and Academic Board to the governance of Curtin.

Council will, at least once every two years, assess:

- the operations of the Academic Board<sup>19</sup>; and
- the operations of its other committees against the committee constitution.

Council may seek external expert assistance for these assessments.

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<sup>18</sup> Each Committee reviews in accordance with its constitution and Academic Board also reviews in accordance with Statute 21 and Rules made under that Statute.

<sup>19</sup> Review in accordance with Statute 21 and the Rules made under that Statute.

## 4. COUNCIL MEMBER RIGHTS & RESPONSIBILITIES

### 4.1 Legal duties

The sources of Members' legal duties, liabilities and protections include:

- the Act;
- the *Statutory Corporations (Liability of Directors) Act 1996* (WA); and
- the general law, given the fiduciary nature of the relationship between Members and Curtin, including duties to act in good faith and with reasonable care, skill and diligence.

Under the Act, Members must<sup>20</sup>:

- act honestly and exercise reasonable care and diligence when performing their duties;
- act in the best interests of Curtin and give precedence to the interests of Curtin over their own interests or the interests of anyone who appointed them; and
- not use the position of Member or information acquired as a Member to gain an advantage for anyone or to cause detriment to Curtin.

### 4.2 Members' Code of Conduct

In addition to any legislative obligations, Council requires Members to demonstrate the following behaviours:

- Uphold Curtin's [Values](#).
- Think and act strategically in Curtin's interests, bearing in mind Curtin's Strategic Plan and its Values.
- Maintain the confidentiality of information provided to the Member in the performance of their duties.
- Be prepared to contribute to the governance of Curtin through, for example, membership of Council Committees and make reasonable efforts to become familiar with the affairs of Curtin.
- Declare any material personal interests (discussed further in Section 4.3 of this Statement).
- Be ambassadors for Curtin and have a broad responsibility for advocating on Curtin's behalf in the wider community in accordance with the **Engagement Strategy for Council** which states:
  - (a) The Chancellor and the Vice-Chancellor will be the principal spokespersons for Curtin for external communications.
  - (b) Members will be supported and encouraged as ambassadors of Curtin to promote the role, nature, contribution and achievements of Curtin to external and internal stakeholders.
  - (c) Curtin will facilitate opportunities for Members to be well-informed about University vital statistics, University activities, University achievements and key external messages.
- Be prepared to contribute to the advancement of Curtin as requested from time to time.

### 4.3 Conflicts of Interest<sup>21</sup>

Under the Act, Members must disclose the nature and extent of any material personal interest in any matter being considered by Council. A **material personal interest** includes:

- an interest that could adversely affect, or could reasonably be perceived to adversely affect, the

<sup>20</sup> See Schedule 1A, Division 1, Section 1, the Act and Council Standing Orders.

<sup>21</sup> Schedule 1A, Division 2, Section 2 of the Act and Council Standing Orders.

impartiality of the person having the interest; and

- any financial interest, as well as various non-financial interests such as those arising from kinship, friendship or membership of an association.

Curtin expects that Members take reasonable steps to avoid situations where a conflict of interest may arise. This may include only accepting gifts, benefits or hospitality in situations where a reasonable person would conclude that no actual, perceived or potential conflict of interest exists.

The Council Standing Orders require the Chancellor ask for disclosure of interests early in each Council meeting and details how conflict of interest situations are handled.

A Disclosure of Interests Register is maintained by the Council Secretary which contains the declared ongoing interests of members.

#### 4.4 Obligations of Curtin to Members

Curtin has obligations to Members to assist them to perform their duties and responsibilities.

Table 3: Curtin Responsibilities to Council Members

Curtin Obligation to Members	Detail
Induction	<p>The Council Secretary will arrange an induction programme for new Members. This programme will provide new Members with an opportunity to discuss their duties and highlight any particular professional development needs.</p> <p>After 3 months as a Member (unless otherwise covered) a further tailored session will be considered for new Members under the direction of the Vice-Chancellor to address: higher education policy; strategic issues; budget model; learning and teaching; research.</p>
Continuing Professional Development and Member Expertise	<p>Curtin makes a professional development programme available for Members to build Council expertise and to ensure that all Members are aware of their duties and responsibilities.</p> <p>Other professional development opportunities are provided to Members, for example, attendance at conferences, as required. The Council Secretary will keep Members informed of relevant conferences or other professional development opportunities.</p>
Provision of Information	<p>Curtin endeavours, to provide Members with complete and accurate information in a timely fashion, in respect of all matters to be considered by Council.</p>

#### 4.5 Remuneration of Members

To acknowledge the contribution made by Members through the skills and experience they bring to Council, and to recognise the time required to prepare for and attend Council or other meetings or to chair designated Council committees, eligible Members may be remunerated in accordance with relevant University policy and the Act.

#### 4.6 Re-imbursement of expenses incurred by Members

From time to time, Members may incur expenses in performing their role as a Member. For example, Members may incur travel costs in order to attend meetings of Council, or Graduation Ceremonies.

Legitimate expenses will be reimbursed to Members in accordance with University policy.

## 4.7 Potential liabilities of Members

As Members contribute to Council operations, they can be exposed to legal action for breach of their legal duties as Members.

Council will adopt appropriate procedures for dealing with a Member who breaches their duties. This may include removal from office or suspension<sup>22</sup>.

Members are granted some statutory protection from liability in civil proceedings<sup>23</sup>. The statutory protections only apply to Members and do not apply to committee members who are not Members.

Curtin enters into a Deed of Acknowledgement with each Member to supplement the statutory protections available to Members under section 21AA of the Act and the statutory rights available to Members under the Freedom of Information Act. The Deed of Acknowledgement provides that:

- Curtin maintains directors' and officers' insurance policy for Members.
- Curtin will pay any legal representation costs incurred by a Member in defending civil or criminal legal proceedings taken against the Member, or in connection with investigative proceedings, such as inquiries by the Corruption and Crime Commission (in accordance with the monetary limit and conditions prescribed in the Deed).
- Curtin give a Member access to University documents for the purpose of defending civil or criminal legal proceedings, or in conjunction with investigative proceedings.
- The Member acknowledges their responsibility not to disclose Curtin's confidential information and to return any confidential information they hold at the end of their term.

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<sup>22</sup> Section 10AA, the Act.

<sup>23</sup> Section 21AA, the Act.

## 5. THE GOVERNANCE ROLE OF THE CHANCELLOR

### 5.1 Council Chair

The Chancellor is Council Chair and presides at all Council meetings at which they are present.

As Chair, the Chancellor is responsible for the efficient and effective operation of Council in the performance of its governance role. The Chancellor achieves this by nurturing a Council culture which places paramount importance on:

- Personal integrity.
- A mix of skills appropriate to the needs of Council and Curtin at a particular time.
- Fostering of good relationships among Members, and between Council and the Vice-Chancellor and senior management.

The Chancellor will:

- Promote the development of a shared understanding of Council's role among Members.
- Foster a sense of cohesiveness and high level of trust between Members.
- Encourage open debate and discussion of issues before Council.
- Assist Members to understand their responsibilities as stewards of Curtin.
- Foster a culture of continuous learning among Members.
- Ensure that adequate resourcing is provided by Curtin to support the work of Council, and the continuing professional development of Members.

To facilitate Council decision-making, the Chancellor will:

- Require the provision to Council of appropriate, relevant and timely information on all matters for Council decision or noting.
- Require Council Secretary to provide agenda papers to Members promptly before (and ideally no later than 5 days) a scheduled meeting.
- Set the agenda for the performance of Council's responsibilities, including ensuring that Council meetings take place with sufficient frequency and are handled effectively.

### 5.2 Other Chairing Roles of the Chancellor

The Chancellor chairs all meetings of the Executive Committee of Council which they attend in person.

The Chancellor presides at all Graduation Ceremonies that they attend in person.

### 5.3 The Chancellor's membership of other University bodies

The Chancellor may attend any meeting of a committee of Council, whether or not the constitution of the committee provides for the Chancellor's membership.

### 5.4 Relationship with the Vice-Chancellor

The Chancellor develops a close and effective working relationship with the Vice-Chancellor. This relationship acknowledges the role of the Chancellor as chair of Curtin's governing body, and that of the Vice-Chancellor as the chief executive officer responsible for the effective management of Curtin.

The Chancellor is responsible for conducting the annual review of the Vice-Chancellor's performance against Curtin's achievement of its strategic objectives, and performance indicators as negotiated between the Chancellor and Vice-Chancellor and approved by Council.

### **5.5 The Chancellor's role in external relations**

The Chancellor plays an important role in the fostering of relations with external stakeholders, and more generally with the wider community.

The Chancellor as an individual, and through the encouragement of other Members, helps to foster sound relationships between Curtin and all key internal and external stakeholders; students and employees; and the Australian and State Governments.

The Chancellor is the representative and spokesperson for Council in communications with the media.

### **5.6 Other responsibilities of the Chancellor**

The Chancellor is a signatory to official statutory reports of Curtin as required. Council may, by resolution, delegate other responsibilities to the Chancellor.



## 6. THE GOVERNANCE ROLE OF THE VICE-CHANCELLOR

### 6.1 Role of the Vice-Chancellor

The Vice-Chancellor is established as the chief executive officer of the University by Section 14 of the Act.

The functions of the Vice-Chancellor are set out in Section 4 of Statute 6 – Vice-Chancellor which confirms that subject to the Act and in addition to any other powers and duties prescribed by Section 14 of the Act or that may be delegated to them by Council, the Vice Chancellor's functions are:

- To ensure that advice and information is given to Council so that informed decisions can be made.
- To cause Council decisions to be implemented.
- To manage the day-to-day operations of Curtin.
- To liaise with the Chancellor on Curtin's affairs and the performance of its functions.
- To speak on behalf of Curtin in the exercise of the Vice-Chancellor's functions.
- To promote the interests and further the development of Curtin.
- To be responsible for the employment, management, supervision, direction and dismissal of Curtin employees.
- To perform any other function specified or delegated by Council or imposed under the Act or any other written law as a function to be performed by the Vice-Chancellor.

### 6.2 Council Delegations to the Vice-Chancellor

Council has delegated wide powers and responsibilities to the Vice-Chancellor including all of its powers, authorities, duties and functions that are given to Council under the Act other than:

- Council's functions to make statutes and by-laws.
- Any function on the [Matters Reserved to Council](#) list.
- Any function delegated by Council to a Council committee.

These delegations include:

Table 4: Council Delegations to Vice-Chancellor

Council delegates the functions given to Council relating to	Specific inclusions	Specific exclusions
Academic Matters	Functions specified in Section 18, 21(a) and (b) of the Act	Any function delegated to Academic Board under Statute 21.
Facilities	Functions specified in Section 16, 17A and 21(c) of the Act.	-
Finance	<ul style="list-style-type: none"> <li>Borrowing and investment</li> <li>Functions specified in sections 24, 25, 25A, 25B and 25C of the Act.</li> </ul>	Any function delegated to the Finance Committee.
Human Resources	Functions specified in Section 17 of the Act.	-
Campus operations &	Including campus life, information	-

Council delegates the functions given to Council relating to	Specific inclusions	Specific exclusions
corporate support	communication and technology, information management, library services and legal	
Strategic direction and external relationships	-	-
Students	-	Any function delegated to Academic Board under Statute 21.
Legislation	Functions specified in Section 36A of the Act relating to procedural requirements for Statutes.	-
General	Functions specified in Section 21(c) and (e) of the Act.	-

Council Secretary maintains the currency of the [Register of Delegations<sup>24</sup>](#) and publishes them on the website. The Vice Chancellor is also empowered to further delegate any function to another person or body.

### 6.3 Reports to Council

The Vice Chancellor provides reports to Council and relevant Council committees in relation to:

- Curtin's performance pursuant to the Strategic Plan and the annual budget.
- Curtin's revenue and expenditure, cash and other assets and liabilities against Council-approved annual budgets and key financial goals.
- Curtin's business environment, and action taken to identify, treat and mitigate risk including the discharge of Curtin's legal and regulatory obligations.
- Curtin's control systems.
- The operation of Curtin's controlled entities (if any), including financial impact, resourcing and risks associated with their operation.
- Curtin's obligations and any risks associated with collaborative arrangements.
- Any special funds administered by Curtin.
- Strategies and strategic outcomes for the protection of Curtin's key assets (including human resources, physical assets and intellectual property).
- Matters which have or may have a significant impact upon Curtin's reputation, finances or management.

### 6.4 Relationship with the Chancellor

The Vice-Chancellor develops a close and effective working relationship with the Chancellor. This relationship acknowledges the role of the Chancellor as chair of Curtin's governing body, and that of the Vice-Chancellor as chief executive officer, in the effective management of Curtin.

<sup>24</sup> Statute 7, Rule 7(2).

## 7. THE GOVERNANCE ROLE OF THE COUNCIL SECRETARY

### 7.1 Independence of the Council Secretary

For work relating to the governance of the University, the Council Secretary is accountable to Council through the Chancellor and is responsible for establishing and maintaining a strong working relationship with the Chancellor.

For all other functions of the position, the Council Secretary reports to the Chief Legal Officer.

### 7.2 Functions of the Council Secretary

The Council Secretary, in consultation with the Chief Legal Officer, works with the Chancellor and the Vice-Chancellor to establish and implement good governance practices in line with this Statement, including:

- Assisting the Chancellor to discharge their duties as Council Chair and member of other Council committees as necessary.
- In consultation with the Chief Legal Officer, obtaining legal advice for Council, and advising Council on policy and procedure.

## 8. GOVERNANCE STATEMENT REVIEW

Council will amend this Corporate Governance Statement as and when necessary and will also review the Statement as a whole at least once every two years.

Under the direction of the Chancellor, Council Secretary is authorised to make administrative amendments to this Statement as required provided that the amendments are aligned with those administrative changes set out in the [Policy Development Procedures](#).

## 9. RELATED DOCUMENTS

[Curtin University Act 1966 \(WA\), University Statutes, Rules, and By-Laws](#)

[Council Standing Orders](#)

[Curtin University Values](#)

[Curtin University Vision and Strategy](#)

[Higher Education Standards Framework \(Threshold Standards\) 2021](#)

[Matters Reserved to Council](#)

[Register of Delegations](#)

[Statutory Corporations \(Liability of Directors\) Act 1996 \(WA\)](#)

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

<b>Contact</b>	Council Secretary
<b>Approval Authority</b>	Council
<b>Review date</b>	30 March 2027

### REVISION HISTORY

Approved change	Approved by	Date	Resolution number	Key changes and notes
Approved	Council	26/09/2012	C 117/12	
Administrative amendments	Council Secretary	25/09/2013	-	
Administrative amendments	Council Secretary	06/08/2014	-	
Amended	Council	18/02/2015	C 09/15	
Amended	Council	10/05/2017	C 68/17	
Amended	Council	20/03/2019	C 38/19	
Administrative amendments	Council Secretary	01/01/2020	-	To reflect revised Academic Board sub-committees
Administrative amendments	Council Secretary	01/04/2021	-	To reflect formal establishment of SET
Amended	Council	16/10/2024	C 154/24	