

**VICTORIA UNIVERSITY****UNIVERSITY COUNCIL****NOMINATIONS COMMITTEE****TERMS OF REFERENCE****1. Role**

The Nominations Committee is a formally constituted committee of Council with particular responsibility for providing Council and/or the Minister responsible for the *Victoria University Act 2010* with recommendations for the appointment of members of Council under sections 12 and 13 of the *Victoria University Act*.

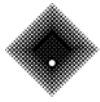
**2. Authority**

In accordance with the *Schedule 1 section 15 (3) and section 18 of the VU Act*, Council authorises (delegates) the Nomination Committee to:

- establish internal working groups as required to assist it in the exercise of its responsibilities;
- request the attendance of any University employee, officer of a Controlled Entity or Council member at Committee meetings where reasonable;
- obtain relevant and reasonable information in line with the Committees functions, from an University employee or an external party (subject to their legal obligation to protect information);
- exercise such other functions as may be necessary to enable it to exercise the responsibilities set out in its Terms of Reference.

**3. Functions**

- 1 Coordinate the appointment of Council members and make recommendations as appropriate to:
  - a. Council and the Minister for government category vacancies;
  - b. Council for Council category vacancies; and
  - c. Council for Council Standing Committee vacancies.



- 2 Make recommendations to Council for appointments to the Boards of Directors of subsidiary entities.
- 3 In making recommendations for appointments, the Committee will consider the requirements within the Victoria University Act 2010 and fit and proper person requirements together with achieving an appropriate mix of qualities, knowledge, skills and expertise, and diversity and equity considerations.
- 4 Oversee the Council Induction Program and the annual Professional Development Program.
- 5 Maintain oversight of the implementation of Council policies and procedures that relate to the working of the Nominations Committee and make recommendations for changes as necessary.
- 6 Review and report annually to Council on its own performance.

#### **4. Membership**

- 1 The Committee will have the following membership:
  - the Chancellor, as Chair
  - the/a Deputy Chancellor, as Deputy Chair
  - the Vice-Chancellor, and
  - three members of Council appointed by the Chancellor.
- 2 External members must be 'fit and proper persons' as determined by *The Tertiary Education Quality and Standards Agency Fit and Proper Person Determination 2018*, the *Education Services for Overseas Students (ESOS) Act 2000*; and as required by the University's probity processes.

#### **5. Meetings**

- 1 The Committee will meet as required on dates to be determined by the Chair.
- 2 The Chair is required to call a meeting if asked to do so by the Council.

#### **6. Conflict of Interest**

Where relevant, members must declare real or perceived conflicts of interests in the appropriate form and according to the *Conduct of Council Business and Standing Orders Procedure*.

**7. Quorum**

A quorum of the Committee is half the members plus one

THE COMMON SEAL of VICTORIA UNIVERSITY )  
 was affixed this                    day of                    )  
 with the authority of Council in the presence of:                    )

.....

.....

**Original Council Approval Date**

Tuesday 19 October 2021

**Modification History**

Date	Approval	Details