

POWERS AND AUTHORITIES OF COUNCIL AND THE VICE-CHANCELLOR: DELEGATIONS

1. Non-delegable functions of Council

The following are the non-delegable functions of Council.

1.1 Functions related to Governance

	Section of Act	Function
1	s.7(1)	"The Council must ... appoint a suitable person to be the Chancellor"
2	s.7(5)	"The Council must elect from its own members ... a Deputy Chancellor ..."
3	s.12(1)(b)	The Council appoints seven persons, on the recommendation of a Selection Committee, to the Council
4	s.12(8)(b)	The Council may co-opt and appoint one member of the Council (s.12(1)(d)) and determines the term of appointment
5	s.12(1)(g)	The Council determines the manner in which students are appointed or elected to Council
6	s.12(1)(h)	The Council determines the manner in which graduates are elected
6A	s.12A (6)	A person may not, except by resolution of the Council, be appointed or elected ...for more than 12 years
7	s.13(1)	"The Council may remove an appointed or elected member of the Council from office" on various grounds
8	s.18(1), (3) & (4)	"The Council must ... convene and attend an annual meeting of the University community"; and determines how notice of the meeting is given and the business and procedures of the meeting

1.2 Functions related to University management

	Section of Act	Function
9	s.8(1)	"The Council must ... appoint a suitable person to be Vice-Chancellor"
10	s.8(3)	The Council fixes the term of office and conditions of appointment of the Vice-Chancellor
11	s.22(1) & (2)	"The Council has power to make statutes ..." for various specified purposes and "may ... vary or revoke" them
12	s.23(1)	"The Council has power to make by-laws" for various specified purposes

1.3 Functions related to the AUU

	Section of Act	Function
13	s.21(3), (4)(a), (5) & (6)	The Council approves (that is, its concurrence is required for) alterations to the Adelaide University Union's constitution and rules. The Council approves the manner of audit of the AUU's financial statements. The Council determines the form of the AUU's financial report and the form of its annual budget.

2. Non-delegable duties of Council

	Section of Act	Function
14	s.9(1)	Council has as its principal responsibilities: a) Appointing the Vice-Chancellor as the chief executive officer of the University, and monitoring his or her performance; b) Approving the mission and strategic direction of the University, as well as the annual budget and business plan; c) Overseeing and reviewing the management of the University and its performance; d) Establishing policy and procedural principles, consistent with legal requirements and community expectations; e) Approving and monitoring systems of control and accountability, including general overview of any entities controlled by the University (within the meaning of section 50AA of the <i>Corporations Act 2001</i>); f) Overseeing and monitoring the assessment and management of risk across the University, including commercial undertakings; g) Overseeing and monitoring the academic activities of the University; h) Approving significant commercial activities of the University.
15	s.9(2)	The Council must in all matters endeavour to advance the interests of the University”
16	s.25(1)	“The Council must ... present to the Governor a report upon the proceedings of the University ...”

3. Delegable functions of Council

3.1 Function not delegated to the Vice-Chancellor

3.1.1 Rule-making

	Section of Act	Function
17	s.22(1) & (2)	“The Council has power to make ... rules” for various specified purposes and “may ... vary or revoke” them.

3.2 Functions delegated to the Vice-Chancellor

3.2.1 Student/staff breaches of by-laws

	Section of Act	Function
18	s.24(2)	“The Council may direct that a student or staff member of the University who is alleged to have committed an offence against the by-laws of the University be tried by a tribunal established by statute of the University.”

3.2.2 Approval of AUU membership fees

	Section of Act	Function
19	s.21(7)	The Council approves the AUU’s membership fees.

4. The Vice-Chancellor’s powers

The Vice-Chancellor holds all decision-making authorities required to manage and administer the University and to provide academic leadership

In exercising his or her powers the Vice-Chancellor must act:

- i) lawfully
- j) prudently
- k) humanely; and
- l) in accord with:
 1. the University's Values as expressed in the Strategic Plan
 2. any governance, financial or policy principles determined by the Council; and
 3. commonly accepted business and professional ethics and academic and community standards.

4. Management matters reserved to the Council for approval

4.1 Strategic matters

20	Approve the Annual Budget, Capital Plan and the business plan, encompassing the entire projected revenue and expenditures of the University in the next calendar year
21	Approve the whole-of-University Strategic Plan
22	Approve major strategic initiatives outside the Strategic Plan
23	Approve Annual Financial Statements, and approval of the signatories to those statements
24	Determine major Performance Indicators for the performance of the University as a whole.

4.2 Risk management

25	Appoint the internal auditor, on the advice of the Audit, Compliance and Risk Committee.
26	Approve Internal Audit Plan, on the advice of the AC&R Committee
27	Approve budgeted expenditure greater than \$2m, in circumstances when the most recent financial management report has forecast a deterioration in the University's operating result of 20% overall.
28	Approve unbudgeted expenditure, including unbudgeted expenditure relating to approved activities.
29	Approve write-offs of assets/debts greater than \$500,000.

4.3 Commercial activities

30	Approve proposals by the University to lend, borrow, or give security over, assets with a value greater than \$500,000.
31	On the advice of Finance Committee, define "significant commercial activity" and that, once defined, approve all such activities falling within the definition, following advice from the Finance Committee.

4.4 Committees

32	Approve the constitutions, including membership principles and terms of reference, of Council committees
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5. Authorities of the Chancellor

33	Approve the Vice-Chancellor's international travel, leave, and personal consulting activities, in accord with standard University policies.
34	Approve minor variations to the Vice-Chancellor's contract of employment.
35	Review the Vice-Chancellor's performance having regard to the advice of the Senior Executive Review Committee.