



**TIIS**  
THE INSTITUTE  
OF INTERNATIONAL  
STUDIES

# Governance Structure Overview

## Overview of Governance Structure

The Institute of International Studies Pty Ltd (“the Institute”) is a proprietary limited company with a **Board of Directors** that includes a majority of external members along with representatives of the shareholders of the Company. The independence of the Board of Directors provides a mechanism to separate the ownership and governance of the Company from the management of the Institute and to provide independent business, financial and higher education expertise and advice at the highest level of decision-making. The Board of Directors is chaired by one of its external members. The Board of Directors sets the Institute’s mission and strategic goals in addition to ensuring the Institute continues to meet its legal, regulatory, financial and social obligations and responsibilities.

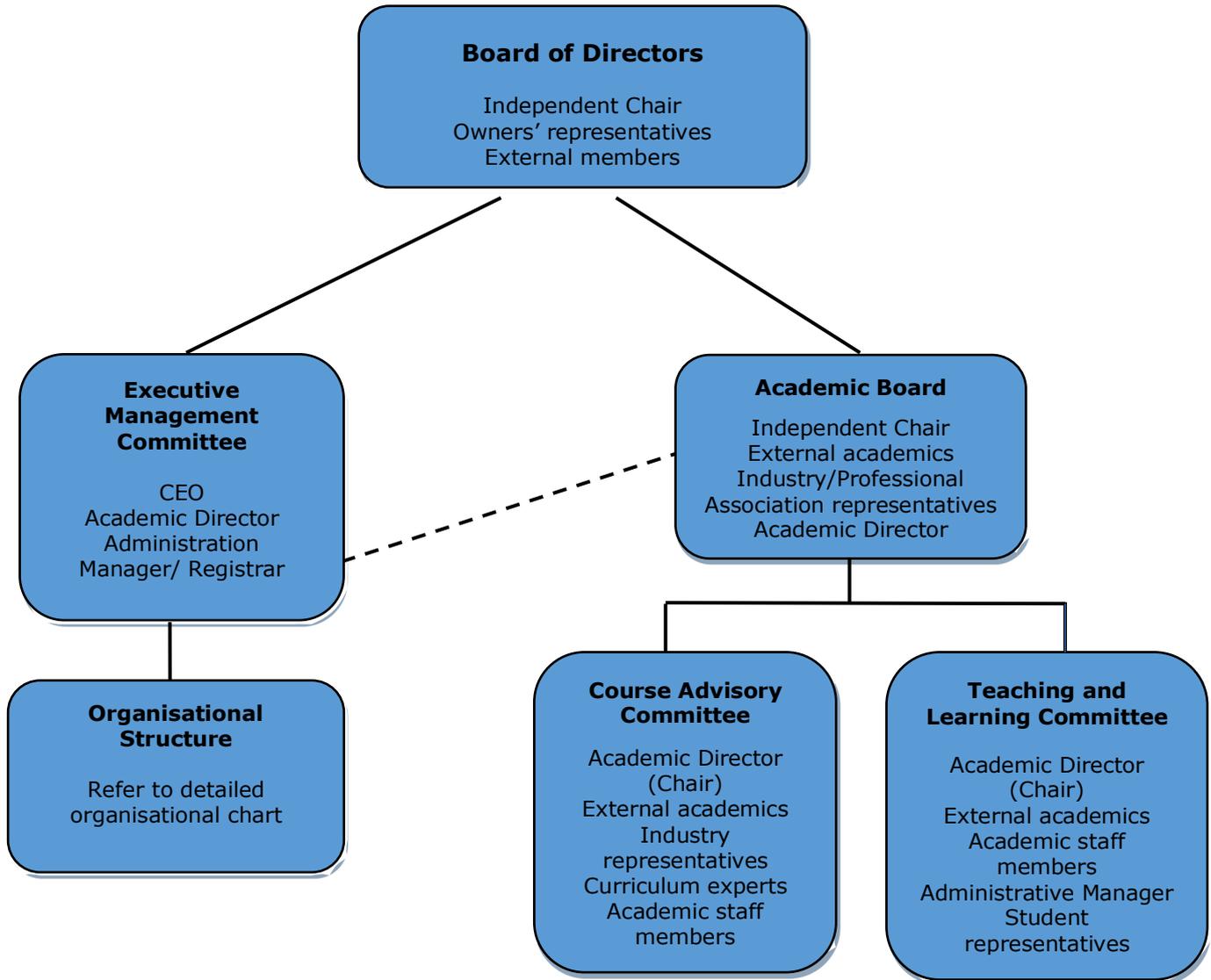
In order to provide a mechanism whereby the Institute is provided with independent academic advice, the Board of Directors (by the powers vested in it by clause 30G of the Company Constitution) delegates the academic governance of the Institute to the **Academic Board**. The Academic Board is comprised of academic staff from other higher education providers, industry practitioners and/or members of professional associations, members of the Institute’s academic staff and representatives of the alumni. The Academic Board operates independently of the ownership and management of the Institute to assure academic integrity of the Institute’s courses. The Academic Board has responsibility for academic policy making, academic administration and oversight of the educational process.

The Academic Board convenes the **Course Advisory Committee** to provide advice on new course proposals, report on applications for accreditation of new courses and re-accreditation of existing courses and to review existing courses. External membership helps ensure the quality and relevance of the Institute’s courses.

The Academic Board also convenes a **Teaching and Learning Committee** for monitoring and reporting on quality assurance processes for teaching and learning within the Institute in order to ensure that day-to-day academic operations meet quality educational standards. The Teaching and Learning Committee also has responsibility for advising on policy and practice related to teaching and learning in the Institute’s courses.

The Board of Directors delegates responsibility for the efficient conduct of the Institute’s business to the CEO who convenes the **Executive Management Committee**, which consists of the senior management of the Institute. The Executive Management Committee assists the CEO in the day-to-day running of the Institute.

# GOVERNANCE STRUCTURE



# TERMS OF REFERENCE

## BOARD OF DIRECTORS

### 1.1 Role

The Board of Directors of The Institute for International Studies Pty Ltd (“the Institute”) has oversight of the funding, strategic direction and management of the Institute in addition to ensuring that the Institute continues to meet its legal, regulatory, financial and social obligations and responsibilities.

### 1.2 Functions

The functions of the Board of Directors are to:

- i. Set the mission and strategic goals of the Institute.
- ii. Approve and monitor the implementation of the Institute’s plans and financial forecasts.
- iii. Ensure the Institute maintains financial viability and has sufficient funds for its ongoing operations.
- iv. Oversee and monitor the assessment and management of risk and ensuring the Institute has strategies to mitigate risks that may eventuate.
- v. Oversee and review the management and performance of the Institute.
- vi. Establish and maintain an Academic Board to oversee the academic governance of the Institute, determining membership, appointing members and the Chair, and monitoring its activities.
- vii. Determine a quality assurance framework to guide the Institute and approving policies and procedures for the quality assurance of the Institute’s operations consistent with legal and regulatory requirements and corporate social responsibility.
- viii. Award qualifications on recommendation of the Academic Board.
- ix. Appoint the CEO of the Institute and monitor their performance.
- x. Appoint the Secretary for the company.
- xi. Recommend to the owners the appointment of the external auditor for the company.
- xii. Ensure the Institute meets its statutory obligations under the *Corporations Act 2001*.
- xiii. Implement an appropriate, documented, observed and regularly reviewed system of delegation to ensure the effective discharge of these functions.

## **EXECUTIVE MANAGEMENT COMMITTEE**

### **2.1 Role**

The CEO is responsible for the efficient conduct of the Institute's business. To assist in this regard the CEO convenes the Executive Management Committee. The Executive Management Committee assists the CEO in the day-to-day running of the Institute and implementation of the Institute's plans.

### **2.2 Functions**

The functions of the Executive Management Committee are to:

- i. Exercise an executive decision-making and coordination role in relation to Institute business.
- ii. Implement policies and procedures to enable the efficient running of the Institute.
- iii. Implement the Institute's plans.
- iv. Ensure that the Institute maintains a quality assured teaching and learning environment for all stakeholders including students, educators and support staff.

## ACADEMIC BOARD

### 3.1 Role

The Academic Board is delegated responsibility by the Board of Directors for the academic governance of the Institute. This includes academic policy making, academic administration and oversight of the educational process. The Academic Board determines academic policy and has responsibility for the achievement of educational objectives of the Institute's courses.

### 3.2 Functions

The functions of the Academic Board are to:

- i. Promote excellence in teaching and learning.
- ii. Oversee the quality assurance of the academic functions of the Institute.
- iii. Facilitate free intellectual enquiry and ensure academic integrity.
- iv. Ensure a culture of scholarship is developed and nurtured throughout the Institute.
- v. Approve an annual *Scholarly Activity Plan* for academic staff to ensure that professional and discipline based expertise is current, that teaching skills are maintained and updated and that appropriate scholarly activity is undertaken.
- vi. Consider and make decisions on all aspects of the development and accreditation or re-accreditation of courses, the admission of students, teaching, assessment and requirements for graduation, prizes, awards and scholarships.
- vii. Formulate, coordinate, approve and review academic policy.
- viii. Advise on the academic aspects of the Institute's plans and to foster discourse on issues related to higher education and the Institute's Mission and Goals.
- ix. Refer matters to such standing committees as the Board of Directors may from time to time establish.
- x. Receive reports from standing committees or working groups and ensure that their referred responsibilities are discharged.
- xi. Consider and recommend on any matter referred to the Academic Board by the Board of Directors.
- xii. In addition to such matters as are specifically referred to the Academic Board, the Academic Board may generate reports and recommendations to the Board of Directors, including recommendations for development of new courses.

## **COURSE ADVISORY COMMITTEE**

### **4.1 Role**

The Course Advisory Committee is convened by the Academic Board to provide industry and content specific advice and guidance in relation to the development and on-going revision of the Institute's courses.

### **4.2 Functions**

The functions of the Course Advisory Committee are to:

- i. Consider and give advice to the Academic Board on the development of new courses, seeking expert advice where necessary to address specific issues.
- ii. Draw to the Academic Board's attention recent developments and trends in specific fields of study and research and directions in course development.
- iii. Provide advice and guidance on the implications of changing government policy and procedures within the higher education sector and how these may relate to, or impact upon, the Institute's courses.
- iv. Review course documentation to ensure that it meets standards of rigour and depth appropriate to the award and; course rationale, aims and content are consistent and reflective of best practice.
- v. Receive and comment upon new and revised outlines for units of study within existing courses.
- vi. Keep under review quality assurance mechanisms paying particular attention to assessment procedures, stakeholder feedback and benchmarking with other higher education providers where possible
- vii. In addition to such tasks and activities as are specially referred to the Course Advisory Committee by the Academic Board, consider other matters as deemed relevant by the Course Advisory Committee and generate reports and recommendations to the Academic Board.
- viii. Draft formal recommendations on issues arising from its meetings and submit these recommendations to the Academic Board for consideration and implementation.

## TEACHING AND LEARNING COMMITTEE

### 5.1 Role

The Academic Board convenes a Teaching and Learning Committee to monitor and report on quality assurance processes for teaching and learning within the Institute to ensure that day-to-day academic operations meet quality educational standards. The Teaching and Learning Committee also has responsibility for advising on policy and practice related to teaching and learning in the Institute's courses.

### 5.2 Functions

The functions of the Teaching and Learning Committee are to:

- i. Implement academic policies relating to all teaching and learning processes, including admissions, student progress, examinations and assessment, and academic appeals.
- ii. Coordinate the conduct of, and monitor the outcomes from admission processes.
- iii. Oversee the process by which students are assessed, including assessment moderation.
- iv. Approve all student results prior to publication.
- v. Monitor student progress, attrition and completion rates, and graduate destinations.
- vi. Make recommendations to the Academic Board on changes to existing courses, including matters pertaining to delivery.
- vii. Review and advise on teaching and learning facilities that provide a physical environment conducive to higher education study.
- viii. Make recommendations regarding textbooks and other learning resources relating to the Institute's courses.
- ix. Receive reports and review statistics relating to the granting of credit, student appeals against assessment, grievances, discipline and misconduct.
- x. Undertake benchmarking of course outcomes according to the Institute's *Quality Assurance Framework*.
- xi. Take steps to improve the quality of teaching through regular use and review of subject and course evaluations as a basis for continuous improvement.
- xii. Encourage a culture of scholarship throughout the Institute.
- xiii. Act on any other references to it from the Academic Board.