

TPS Advisory Board Charter

This Charter sets out the objectives and responsibilities of the Tuition Protection Service (TPS) Advisory Board ('the Board') to accompany Part 5A, Division 4 of the [Education Services for Overseas Students Act 2000](#).

The Board also serves as the VET Student Loans (VSL) Tuition Protection Fund Advisory Board and the Higher Education Tuition Protection Fund Advisory Board under subsection 66Q(2) of the [VET Student Loans Act 2016](#) and subsection 167-30(2) of the [Higher Education Support Act 2003](#) respectively.

Function

The function of the Board is to provide advice and make recommendations to the TPS Director ('the Director') on the annual settings of the risk rated premium component and special tuition protection component of the VSL Tuition Protection Levy, the HELP Tuition Protection Levy, the Higher Education Up-front Payments Tuition Protection Levy, and the International TPS Levy.

The Board's advice should consider the position and optimal target ranges of the three levy funds for which the Director is responsible: the VSL Tuition Protection Fund, the Higher Education Tuition Protection Fund, and the Overseas Students Tuition Fund.

The information that the Board uses to formulate its advice derives from various sources including the Australian Government Actuary, the TPS team, government departments relevant to the work of the TPS, peak bodies, education and training providers, student representatives, Board members' own professional networks, and the media.

Board Membership

The Board is comprised of the following representatives from Australian Government agencies and the education and training sector:

- a representative from each of the following agencies:
 - the Department of Education
 - the Department of Employment and Workplace Relations
 - the Department of Finance
 - the Department of Home Affairs
 - the Australian Government Actuary
 - the Australian Prudential Regulation Authority, and
- up to seven other, non-government members.

While the Director is not a member of the Board, they participate in Board meetings as the officer responsible for TPS operations and the Board secretariat. The Director is an important link between the Board and the TPS team, the Chair, and TPS stakeholders.

All government representatives on the Board are important contributors for the government policy, regulatory, compliance, and financial information they can provide. Their involvement is mandated by legislation.

Non-government Board members are appointed by the Minister responsible for Education ('the Minister'). These Board members are appointed for a period not exceeding two years, on a part-time basis. The Minister may reappoint members for additional periods. The non-government members must have qualifications or experience relevant to the performance of the Board's functions. The Minister also appoints the Chair and Deputy Chair of the Board.

The skills matrix of the Board is reviewed at relevant intervals by the departmental policy team in Education to ensure that the Board's membership supports the achievement of its purpose, as well as meeting the government's diversity targets.

Expectations of Board Members

Board members are expected to:

- have a genuine interest in the TPS and the Board's purpose and objectives
- be active contributors
- demonstrate governance capability
- have strong communication skills
- maintain professionalism, with a commitment to ongoing learning and development
- display integrity, honesty, accountability, and positivity.

Members must keep confidential all Board deliberations and decisions. Members must respect the need for protection of information shared by other Board members and guests, such as commercial-in-confidence or sensitive government information. Any confidential information received by a member in their position as a member of the Board must not be disclosed to any third party, unless authorised by the Chair or the Director, or required by law. Board materials with the security marking 'OFFICIAL: Sensitive' should never be disseminated or discussed outside of the Board, and members should be circumspect in their handling (printing and destruction) of any such material.

Disclosure of Conflicts of Interest

Board members must give written notice to the Minister of all interests, pecuniary or otherwise, that the member has or acquires that could be perceived as a conflict, or is an actual conflict, with the performance of their Board duties. A member with an interest in any matter being considered, or about to be considered, by the Board, must disclose the nature of the interest to the Board as soon as possible. Members will be reminded at the commencement of each meeting to disclose any new interests or potential conflicts of interest. Disclosures of any new interests are to be recorded in the minutes of the Board meeting.

Meetings

The Board meets four times per year, approximately once each quarter. Each meeting involves the Board considering its draft or final levy setting advice for the Director for either the VSL, HELP, and Up-front Payments levies, or the International TPS Levy. While meetings are normally held in Canberra or online, the Director may schedule meetings in other locations, in consultation with the Chair. Meetings may also be held out of session on request as necessary.

Board meeting agendas are determined by the Director in consultation with the Chair. Key stakeholders, including peak bodies, education and training providers, sector regulators, and student representatives, may be invited to attend meetings to offer the Board a range of sources to inform its decision-making.

The Chair must convene a meeting if requested in writing by seven or more members, or the Minister. At a meeting of the Board, a quorum is constituted by six members, one of whom must be either the Chair or the Deputy Chair.

The TPS provides secretariat support for Board meetings, including the provision of Board papers, and recording minutes, action items and recommendations. Members will receive Board papers approximately one week prior to each meeting.

The Chair and Deputy Chair

The position of the Chair provides leadership of the Board. The Chair is responsible for the efficient organisation and conduct of the Board. The Chair is the major point of contact for the Board and the Director. The Chair has the right to make any reasonable interpretation of the Board's words and intentions in dealings with the TPS and other stakeholders.

In consultation with the Director, the Chair will:

- establish an annual Board work plan, which ensures that the Board undertakes all its key responsibilities throughout the year
- set the agenda for Board meetings
- ensure that appropriate papers are prepared on all matters for decision during Board meetings

- confirm that minutes accurately reflect Board meetings.

During Board meetings, the Chair will ensure that:

- time is allocated effectively
- the right matters are considered
- matters are considered carefully and thoroughly
- all members are given the opportunity to contribute effectively
- the Board comes to clear decisions in formulating its advice
- action items are noted.

The Deputy Chair's role is to provide support to the Chair and to act as Chair in the Chair's absence. The Deputy Chair is also a point of contact for members who wish to discuss matters before raising them with the Chair or in relation to issues involving the Chair.

Leave of Absence

The Minister may grant leave of absence to the Chair. If the Deputy Chair is unable to act as Chair, the Minister may appoint another Board member to act as Chair. The Chair may approve leave of absence for non-government members. While the legislation does not specify length of absence, the preference is that this be limited to one meeting. However, additional leave may be granted in exceptional circumstances.

Government members, as legislated representatives, may nominate an alternative senior official from their agency as an acting Board member if they are unable to attend a Board meeting. However, due diligence paperwork must be submitted to the departmental policy team in Education for the Minister to appoint an acting Board member. Acting appointments can be granted for up to 12 months. Therefore, all Board members should

inform the Chair and the secretariat of any planned absences as early as possible.

Remuneration and Entitlements

Non-government member remuneration is determined by the Remuneration Tribunal under subsection 7(3) of the [Remuneration Tribunal Act 1973](#). Non-government members are granted entitlements as specified by the in-force Remuneration Tribunal (Official Travel) Determination. Current entitlements are explained in the TPS Advisory Board Remuneration and Allowance Entitlements for Non-Government Board Members guidance note.

Resignation or Termination of Board Member Appointments

A member may resign their appointment in writing to the Minister. The Chair or Deputy Chair may resign their positions without resigning their appointments as Board members.

The Board is expected to uphold values of honesty and integrity, committing to the highest standards of governance and probity. The Minister may terminate a member's appointment for any of the following reasons (among others detailed in legislation):

- absence without leave from two consecutive Board meetings
- misbehaviour
- physical or mental incapacity
- engaging in employment that conflicts, or may conflict, with the proper performance of their duties on the Board
- failing to disclose a conflict of interest.

Board Charter Review

This Charter should be reviewed annually to ensure it remains fit for purpose and continues to align with all relevant legislation.

Explanatory note: The Board's advice on the settings for the risk rated premium and special tuition protection components of the levies informs the Director's creation of four legislative instruments each year. These instruments enable the TPS to invoice leviable providers. The four legislative instruments are created in accordance with subsections 9(3) and 10(2) of the [Education Services for Overseas Students \(TPS Levies\) Act 2012](#), section 13 of the [VET Student Loans \(VSL Tuition Protection Levy\) Act 2020](#), section 13 of the [Higher Education \(Up-front Payments Tuition Protection Levy\) Act 2020](#), and section 13 of the [Higher Education Support \(HELP Tuition Protection Levy\) Act 2020](#).