

March 2025

Strengthening University Governance: Expert Council on University Governance

ENQUIRIES



Office of the Vice-Chancellor

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A. INTRODUCTION

La Trobe University welcomes the opportunity to provide a submission to the Expert Council on University Governance.

La Trobe participated in the Australian Universities Accord process and paid close attention to the Interim Report's Priority Actions, including those relating to university governance which also led to the Expert Council's appointment by the Education Ministers Meeting (EMM). It is our view that the University has robust structures and governance processes in place to adhere to the expectations not only of the EMM but also of the communities we serve.

As part of our constant focus on identifying areas for further improvement, we regularly review our governance processes. Last year, the La Trobe University Council agreed that it would be timely to undertake an external review of Council and Academic Board in 2025 since both governing bodies were last externally reviewed in 2021. The Council External Review will assess its effectiveness against legislative, standards-based and best practice governance requirements and identify opportunities for improvements in its operation.

In this submission, we provide commentary on the 10 priority areas agreed to by Education Ministers while also providing an overview of Governance at La Trobe.

La Trobe looks forward to working with the Expert Panel towards improved university governance which would enable universities to better deliver on their core functions of teaching and research for the benefit of the Australian population. Further information can be provided upon request.

B. EDUCATION MINISTERS: 10 PRIORITY AREAS

1. **achieve a balance between higher education and other expertise on the governing body, with at least one non-executive member who has university leadership expertise from outside the institution;**

- La Trobe agrees with this principle and considers it a privilege that one of its long-standing Council-appointed members has extensive university leadership experience from another institution. In addition, the Chancellor and several other non-executive members of La Trobe's Council have expertise in higher education.
- TEQSA outlines in its submission to the [Senate Inquiry into the Quality of governance at Australian higher education institutions](#), that the Threshold Standards "do not contain particular provisions about the skills, qualifications, experience or other characteristics of members of a governing body." This is a gap which could be addressed via changes to the Higher Education Standards Framework (HESF). We note that "higher education expertise" used to be a requirement of the original [2011 version of the HESF](#) (Standard 3.2) which stated that "The higher education provider's corporate governing body has a majority of external members and uses a full range of expertise required for effective governance of the higher education provider, including higher education expertise and independent financial expertise, through its membership and/or through external advisors." We are not privy to the reasons why this requirement was removed but we do note that in Victoria there is a high-level of competition among universities to attract the best possible membership for their Councils.
- In order to achieve a balance in expertise across its membership, La Trobe maintains a 'Council Skills Matrix' where members are asked to rate their experience and skills on an annual basis. This assists the University in identifying gaps for future recruitment purposes. La Trobe's Council Skills Matrix includes 'Experience in tertiary education and research'.

2. improve structures and processes to ensure that high risk and high priority matters reflect consultation and engagement with the university community and have appropriate oversight and reporting to and by the governing body;

- The La Trobe University Council gathers information and advice to inform its governance of the University through its subcommittees, external audits, sector monitoring, performance dashboards, guest presenters, and external membership. Council routinely seeks information of emerging risks and issues within the Higher Education sector and our operating environment more broadly. For instance, in the case of Chat GPT and the emergence of artificial intelligence, Council sought expert advice on risks and opportunities for learning and research, as well as university operations more broadly. Strategic actions arise from such advice and are managed back into the responsible areas of the university.
- The Corporate Governance Risk Internal Audit and Safety Committee (CGRIASC) of La Trobe Council receives a quarterly report, which details the current risk register (and revisions) and the quarterly compliance update. Each meeting of the Committee reviews the Register and considers any reported breaches of legislation. The Committee ensures that breaches are investigated and that agreed corrective actions and improvements are implemented. Each quarter, areas of focus and high risk are highlighted in the Risk Plan. In 2024 this included Cyber Risk and Workforce Capability, the AUA Accord Panel outcomes, Climate Change, and Artificial Intelligence. Treatment plans are outlined and monitored for each area of risk.
- Council also commissions internal audits as part of an annual audit plan. The selection of focus areas and delivery of audits is overseen by CGRIASC. Internal audits are designed to ensure that independent assurance is provided to Council, Committees, Executives and Divisional Leaders that business processes and functions are effective and meeting legislative requirements. Each internal audit report highlights audit observations, ratings to an agreed risk scale and recommended actions assigned to key staff. Once finalised, the report is tabled for consideration at the CGRIASC meeting and subsequently distributed to responsible staff for action.
- Audits carried out in the last 24 months include cyber security, short courses and micro credentials, research performance, student service and support compliance, payroll and compliance, staff recruitment and retention, and records management.

3. reflect the diversity of the Australian community, and the specific characteristics of the university community they serve, in making appointments;

- The La Trobe University Council uses a skills and diversity matrix to continually monitor and review its membership to ensure its composition reflects the Australian community and the specific characteristics of the communities it serves. Currently membership of the Council is both gender and culturally diverse and given the University's spread across the regions, several members either currently reside in the regions; or have recently resided in regional Australia.

4. achieve gender balance on the governing body in line with jurisdictional and Australian Government targets;

- La Trobe has strong gender diversity on its governing body. The membership of the Council is currently 15 in total: 9 female; 5 male and 1 non-binary member.

5. have First Nations membership on the governing body, and separate, transparent processes to capture First Nations leadership and engagement on university strategy, policies and performance;

- During the last two recruitment processes for new Council members, there was a strong recommendation from Council that candidates with sector experience and if, at all possible, from a First Nations background be prioritised. We are actively seeking to attract First Nations candidates to our board in light of our skills matrix.
- La Trobe's Pro-Vice Chancellor (Indigenous) [PVCi] is a member of the Senior Executive Group and engages with the strategic deliberations and decisions of this body.
- More broadly, our vision, as set out in our **Indigenous Strategy 2022-2030** is to be an institution where Indigenous leadership, self-determination and knowledges thrive, for the benefit of Indigenous students, staff and communities. The eight-year Strategy outlines a range of initiatives to support its goals, including establishing an Associate Dean (Indigenous) role in all academic schools and a Council of Elders to provide the University with strategic and cultural advice on a range of matters including Indigenous access, participation and success in education, research, and employment.
- La Trobe University is committed to supporting Indigenous-led research. Our Indigenous Research Framework will provide guidance and principles on conducting collaborative research in partnership with Indigenous communities. Reporting on the Indigenous Strategy and the Strategy's actions are presented by the PVCi to the Senior Executive Group and to Council on a regular basis.

6. have one or more student members of the governing body, and separate, transparent processes to capture student input on university strategy, policies and performance;

- The La Trobe University Council Elections Statute states that one member must be elected by and from the students of the University for a one year term. We note that a longer term may be more suitable, but this would limit the student pool eligible for elections since the elected student must be an enrolled student for the prescribed term. It is an issue which is being considered internally.

7. have one or more staff members of the governing body, and separate, transparent processes to capture staff and union input on university strategy, policies and performance;

- The La Trobe University Council Elections Statute states that one member must be elected by and from the staff of the University for a three-year term, noting that the Vice-Chancellor and the Chair of the Academic Board are ex officio members of the Council.

8. require all new appointments to go through a rigorous and transparent selection process that utilises a formal and regularly updated skills, capabilities, and diversity selection matrix that is in line with their jurisdiction's requirements and directed to the selection of the person best suited to the position;

- La Trobe follows the Victorian Government appointment, remuneration and diversity guidelines, which can be found [here](#).
- As outlined under Point 1, La Trobe has in place a Council skills matrix, which Council members are required to update annually, which helps to guide future recruitment.

9. require all governing body members to have, or undertake, training on the specific responsibilities and expectations of their role as governing body members, and separately clarify the way the role of governing body members is described; and

- All Council members are offered a thorough induction process when they begin their term including one-on-one briefings with all executive staff including the Chief Financial Officer and General Counsel on their legal and financial responsibilities. They are also provided with documentation detailing all aspects of governance at the University. All members are offered an opportunity to attend a University

Chancellors Council/AICD 'Governance in the University Sector' three-day program. Throughout their term on Council, members are invited to attend relevant university and higher education conferences and are invited to various tertiary education events. Members receive regular update sessions on legal obligations and legislative compliance.

- We note that there is an area where further work could be done including to manage the costs of delivering this training. In addition, we know through anecdotal evidence that additional opportunities for Council members to meet with members of other University Councils would be extremely well received.
- 10. demonstrate and maintain a rigorous and transparent process for developing remuneration policies and settings for senior university staff, with consideration given to comparable scale and complexity public sector entities and ensure remuneration policies and packages are publicly reported**
- La Trobe acknowledges the importance of transparency in the sector on the process for developing remuneration policies and settings for senior university staff, and for senior executive remuneration to be publicly reported. La Trobe supports, in principle, a role for a Remuneration Tribunal in setting senior executive pay.
 - A range of implementation issues would need to be considered in any potential resetting of senior executive remuneration including likely implications for leadership pay at all levels in Australian universities.
 - There are different views as to whether the appropriate benchmark for university salaries should be that of public sector entities as outlined in Priority Area 10. Dr Michael Tomlinson, the former Director of the Assurance Group at TEQSA, in his submission to the [Senate Inquiry into the Quality of Governance in Australian Higher Education](#) argues that "Universities are not, however, comparable with Principal Executive Office holders in the public service. Public service organisations generally have their revenue allocated only via government appropriations, whereas universities have been required to source increasing proportions of their income through student fees, requiring active marketing, student recruitment, and other semi-commercial functions."

C. GOVERNANCE AT LA TROBE

The University has three main decision-making bodies: Council, Academic Board and the Senior Executive Group. The Academic Board is the peak academic governance body established by University legislation, the Academic Board Statute, 2009. The legislation provides for an entity responsible to Council for academic oversight of the University. This includes its awards, courses, programs and academic policies, and review of operations such as admissions, assessment and academic misconduct. The Senior Executive Group is the principal management committee of the University. It provides advice to the Vice-Chancellor on matters relating to strategy, planning, resourcing and operations. It also provides reports through the Vice-Chancellor to Council and Academic Board.

La Trobe University Council

Council is the formally constituted governing body of the University that oversees and is accountable for all of the University's operations, including that the institution meets, and continues to meet, the requirements of the Higher Education Standards Framework. As per the [La Trobe University Act, 2009](#), the Council is primarily responsible for:

- Appointing and monitoring the performance of the Vice-Chancellor as the Chief Executive Officer of the University

- Approving the mission, direction and strategic plans of the University as brought forward by University management
- Approving the annual budget and business plan
- Overseeing and reviewing the management of the University and its performance
- Overseeing the management and control of the University's finances
- Establishing policy and procedural principles for the operation of the University consistent with legal requirements and community expectations
- Approving and monitoring systems of control and accountability of the University, including those required to maintain a general overview of any entity over which the University has control
- Approving the annual financial statements of the University and the Annual Report
- Overseeing and monitoring the assessment and management of risk across the University, including University commercial activities
- Overseeing and monitoring the academic activities of the University
- Approving any significant University commercial activities

Council composition

The size and composition of Council membership is determined by the [La Trobe University Act](#) (Section 11):

- Official members, of whom there are three: the Chancellor, the Vice-Chancellor and the Chair of Academic Board
- Government appointed and Ministerial appointed members, of whom there must be at least four Council appointed members; of whom there must be at least one, but no more than the number of government-appointed members
- One elected staff member and one elected student member (Elected members of Council were re-introduced by the State Labour Government in late 2015.)

Further information about the current composition of La Trobe's University Council can be obtained [here](#).

Council subcommittees

Council may by resolution, constitute and appoint such committees as it thinks fit and may by resolution delegate all or any of its powers, authorities, duties and functions (other than this power of delegation and the power to make Statutes) to any such committee or to any member of the Council or to any officer of the University. Every committee appointed by the Council shall report to the Council on its activities at such times and in such a manner as the Council directs.

In addition to the Academic Board, there are currently 7 Committees which report to the Council namely the Corporate Governance Risk and Internal Audit Safety Committee, the Nomination and Remuneration Committee, the Recovery & Reset Committee, the Finance and Resources Committee, the Human Resources Planning Committee, the Foundation Committee and the Estates Development and Infrastructure Committee.