

Appendix 2: UOW Research Entity Advisory and Management Committees

- (1) All UOW Research Entity Advisory and Management Committees will operate in line with these minimum requirements and the criteria set out in section 7 of the Policy and section 11 of the UOW Research Entity Lifecycle and Operations Guidelines.

Section 1 - Advisory Committees

- (2) The Advisory Committee is a formally constituted committee providing advice to a UOW Research Entity. It is not a formal decision-making body.
- (3) Advisory Committees are appointed by the University rather than the entity.
- (4) Approval for appointment of the Terms of Reference, Chair and membership composition is required from the DVC-RSF for Institutes in consultation with the Executive Dean of the host faculty, and host faculty Executive Dean for Centres.

Terms of Reference

- (5) The role of the Advisory Committee will include to:
 - a. Provide advice, input and feedback to the UOW Research Institute/Centre on issues that fall within the parameters of its authority, particularly strategic direction and decision making;
 - b. Assist in identifying opportunities and risks relevant to the Research Institute/Centre, developing risk mitigation strategies as appropriate;
 - c. Review and advise on strategic plans;
 - d. Assist in promotion of the Research Institute/Centre;
 - e. Monitor key performance indicators and make recommendations to support achievement of strategic goals; and,
 - f. Fulfil other roles and responsibilities as determined by the approving authority outlined in clause 4.

Committee membership

- (6) Committee membership will be determined by the DVC-RSF (for Institutes) and the host faculty Executive Dean (for Centres), in consultation with the entity leadership team, and with consideration to an appropriate skills and knowledge mix to assist in driving the performance and impact of the entity.
- (7) Members shall consist of:
 - a. The Director of the UOW Research Entity; (ex-officio)
 - b. The Executive Dean of the host faculty; (ex-officio)
 - c. Representatives from other UOW faculties or universities, as appropriate;
 - d. Representatives from industry, government, community or professional organisations, as relevant to the entity; and
 - e. A Higher Degree Research candidate representative.
- (8) The Chair will be a member who is independent of the entity, and will be appointed by the DVC-RSF in consultation with the Executive Dean of the host faculty (for Institutes), or the host faculty Executive Dean (for Centres).
- (9) The Committee should include representatives from more than one gender, and reflect the principles outlined in

the UOW Equity, Diversity and Inclusion Policy.

- (10) Committee members may be appointed for the full cycle of the UOW Research Institute/Centre. A review of Committee membership may be undertaken at the mid-point review.
- (11) Committee members may take a leave of absence during their term. Any short-term membership replacements will be a matter for the Chair and the Committee to determine.

Committee operations

- (12) The Advisory Committee will meet at least twice per year.
- (13) A quorum will be the majority of the members.
- (14) Minutes of the meeting will be forwarded for endorsement to the Faculty Executive Committee of the host faculty.
- (15) Committee members should inform the Chair if they have a conflict of interest with respect to any particular agenda items. A conflict arises when there is a divergence between the individual interests of a person and their professional obligations such that an independent observer might reasonably question whether the professional actions or decisions of that person are influenced by their own interests or are for their own benefit.
- (16) If a conflict is reported, the Chair should determine how it is to be resolved (e.g. the member leaving the room for the item, not participating in voting for the item, taking no action on account of the minor nature of the conflict of interest). Management of conflicts of interest should be recorded in the minutes of the meeting.
- (17) Confidential matters may arise from time to time, and may include:
 - a. Matters related to or touching on the personal affairs of an individual staff member, Higher Degree Research candidate or student;
 - b. Any business negotiations or other financial matter which the University would define as “commercial-in-confidence” or which might allow any person to profit; or
 - c. Any other matter determined by the Chair to be best dealt with as confidential business.
- (18) In the event of the Committee considering any potential confidential item, the following arrangements apply:
 - a. The Chair shall have discretion to determine whether an item is a confidential item;
 - b. The Chair’s decision on whether an Item becomes a confidential item is binding;
 - c. If the item is a confidential item, the Committee shall resolve to move into confidential committee for the duration of the discussion on the confidential item;
 - d. Observers and Committee members who may have a conflict of interests with respect to the item that cannot be resolved otherwise are to leave the meeting of the confidential committee.

Section 2 - Management Committees

- (19) The Management Committee is a formally constituted committee to support decision-making and operations of a UOW Research Entity.
- (20) Approval for appointment of the Chair, Terms of Reference and membership composition is required from the DVC-RSF in consultation with the host faculty’s Executive Dean, for Institutes and host faculty Executive Dean for Centres.

Terms of Reference

- (21) The role of the Management Committee will include to:
 - a. Ensure the entity meets the requirements of the UOW Research Entities Framework Policy;
 - b. Ensure the entity pursues its objectives set out in the strategic plan, approved proposal and annual plans;

- c. Support the Director in the development of operational plans (including research, succession and financial plans) to achieve agreed goals;
- d. Monitor the entity's ongoing performance, including financial sustainability and budget performance;
- e. Oversee the management of operations in line with UOW policies and service level agreements;
- f. Determine entity membership management processes (such as new entity member applications);
- g. Determine financial management processes (such as expenditure of RBG funding support);
- h. Identify opportunities to build alliances and collaborations, and to limit duplication of effort and resourcing;
- i. Report on the activities of the entity to the appropriate delegated authorities; and
- j. Consider and determine any other operational matters relevant to the entity, as required.

Committee membership

- (22) Committee membership will be determined in consultation with the DVC-RSF for Institutes and the host faculty Executive Dean, and host faculty Executive Dean for Centres, and with consideration to an appropriate skills and knowledge mix to assist in driving performance of the entity.
- (23) Members shall consist of:
 - a. The Director of the UOW Research Entity as Chair; (ex-officio);
 - b. The entity leadership team (Theme Leaders, Deputy Directors);
 - c. An Early Career Researcher representative, nominated by the Director;
 - d. A Higher Degree Research candidate representative, elected from the entity's Associate membership;
 - e. At least two other members, elected from the entity's primary membership; and,
 - f. Other entity members co-opted by the Chair and approved in accordance with clause 4.
- (24) The Committee should include representatives from more than one gender, and should reflect the principles outlined in the UOW Equity, Diversity and Inclusion.
- (25) The Faculty Finance Business Partner/Faculty Management Accountant and the People and Culture Business Partner shall attend meetings at least quarterly.
- (26) The Associate Dean (Research) shall attend meetings at least twice per year.
- (27) Committee membership will be reviewed periodically to ensure the Committee's operations are appropriately supported.

Committee operations

- (28) The Management Committee will meet at least bi-monthly.
- (29) A quorum will be the majority of the members.
- (30) Committee members should inform the Chair if they have a conflict of interests with respect to any particular agenda items. A conflict arises when there is a divergence between the individual interests of a person and their professional obligations such that an independent observer might reasonably question whether the professional actions or decisions of that person are influenced by their own interests or are for their own benefit.
- (31) If a conflict is reported, the Chair should determine how it is to be resolved (e.g. the member leaving the room for the item, not participating in voting for the item, taking no action on account of the minor nature of the conflict of interest). Management of conflicts of interest should be recorded in the minutes of the meeting.
- (32) Confidential matters may arise from time to time, and may include:
 - a. Matters related to or touching on the personal affairs of an individual staff member or student;
 - b. Any business negotiations or other financial matter which the University would define as "commercial-in-confidence" or which might allow any person to profit; or

- c. Any other matter determined by the Chair to be best dealt with as confidential business.
- (33) In the event of the Committee considering any potential confidential item, the following arrangements apply:
- a. The Chair shall have discretion to determine whether an item is a confidential item;
 - b. The Chair's decision on whether an Item becomes a confidential item is binding;
 - c. If the item is a confidential item, the Committee shall resolve to move into confidential committee for the duration of the debate on the confidential item;
 - d. Observers and Committee members who may have a conflict of interests with respect to the item that cannot be resolved otherwise are to leave the meeting of the confidential committee.
- (34) A record of actions and decisions taken will be kept.