Governance Document Framework

Section 1 - Preamble

(1) Charles Darwin University ('the University', 'CDU') is committed to effective policy that fulfils our compliance requirements and supports our operations, workforce, and students. The University recognises that policies are living documents and must be reviewed regularly to remain fit for purpose.

Section 2 - Purpose

(2) This Governance Document Framework governs the development and review of policies, procedures, and codes of conduct (collectively known as 'governance documents') and terms of reference at the University to:

a. ensure that they are consistent with the University's objectives and relevant governing legislation;
b. provide guidance for adherence to the University's regulatory obligations;
c. ensure that governance documents are kept current and relevant; and
d. define responsibilities for the development, review and implementation of governance documents and terms of reference.

(3) This Governance Document Framework sets out steps to ensure that governance documents and terms of reference are effectively implemented and well understood across the University.

Section 3 - Scope

(4) The Governance Document Framework applies to the development, implementation, and review of University governance documents and terms of reference.

Section 4 - Policy

Part A - CDU governance framework

(5) The University's governance framework sets the rules and standards for University operations and comprises:

a. the Charles Darwin University Act 2003 (the Act);
b. University by-laws and rules;
c. policies;
d. procedures;
e. local guidelines, work instructions and other policy related documents; and
f. terms of reference.

(6) The Act, by-laws, and rules are collectively known as 'University legislation'. The Northern Territory Government is responsible for the Act and for the authorisation of all by-laws. The University Council is responsible for oversight of

and drafting University by-laws and rules and for providing legal advice on University legislation.

(7) University legislation is published at Acts, by-laws, and rules on the University website.

(8) Policies and procedures are collectively known as ‘governance documents’ and are commonly referred to as ‘University policy’. Governance documents are the preferred levels for managing the University's activities and operations. Governance documents must be consistent with University legislation. In limited circumstances, alternative names may be applied to governance documents, for example, ‘code of conduct’.

(9) Reviews of governance documents must have regard to relevant University legislation to ensure consistency. The elements of governance document management at the University are:

a. this Governance Document Framework;
b. the associated templates;
c. the review schedule;
d. the University Governance Document Library;
e. the University's Glossary; and
f. guidance information on governance document development.

(10) All governance documents are published on the University's Governance Document Library and apply across the University.

(11) Local guidelines, work instructions, manuals, handbooks, checklists or similar information are maintained locally by an organisational unit. These must be consistent with all documents higher in the regulatory framework.

(12) Terms of reference establish committees and set out their functions and operations. Committees support legislative, regulatory, and/or institutional processes and requirements. Terms of reference for governance and other formal committees must be approved by the Vice-Chancellor or another committee whose approved responsibilities include authority to establish committees and approve terms of reference.

(13) Terms of reference for governance and other formal committees are published on the University’s Terms of Reference Library. Informal and ad hoc committees may be guided by terms of reference stored locally.

(14) Where two documents in the hierarchy conflict, the document higher in the hierarchy takes precedence. Advice can be sought from Governance by contacting policy@cdu.edu.au.

Part B - Governance document standards

(15) The University develops and implements governance documents to:

a. embed principles for the operation of the University consistent with legal requirements and community expectations;
b. promote behaviours and practices in line with the University’s values and objectives; and
c. achieve a consistent approach across the University to essential University activities including learning and teaching, research and research training, engagement and operations.

(16) The University maintains clear and streamlined governance documents that enable efficient operations and decision making, achieved by:

a. consolidating governance documents where possible;

b. introducing new governance documents only where required to meet one or more of the objectives set out above; and
c. regular review of governance documents and the rescission of those no longer required.

(17) Governance documents must comply with the University's policy template and set out:

a. purpose;
b. scope of application;
c. content;
d. any schedules forming part of the governance document;
e. any associated information providing further information on the governance document or supporting its implementation;
f. links to any:
    i. University legislation providing authority for the governance document;
    ii. external legislation whose compliance obligations the governance document supports;
    iii. other governance documents; and
g. the titles of the Approval Authority, Responsible Executive and Implementation Officer for the governance document.

(18) In addition to the template requirements, governance documents must:

a. be relevant to University objectives;
b. use clear and inclusive language;
c. focus on the key information required for compliance with the governance document;
d. avoid excessive detail and material belonging in work instructions or operating processes;
e. minimise administrative burden; and
f. refrain from repeating information covered in other governance documents.

(19) Detailed background information must be excluded from governance documents but can be linked to them as associated information.

(20) Policies will contain statements of principle to guide and enable decision making. Procedural steps to implement a policy may either be part of the policy itself or set out in a separate procedure, depending on which approach is most conducive to clarity and ease of reading. Separate procedures are implementation oriented and do not contain matters of policy principle. The repetition of information between policies and procedures must be minimised.

(21) Schedules have the same force as their parent document but should only be used where the information is essential to the governance document and they are the best method for communicating the relevant information. In other circumstances, schedules should be avoided to prevent readers having to consult multiple levels of documentation. Any schedules must conform to the Web Content Accessibility Guidelines.

Categories and approval authorities

(22) There are three governance document categories:

a. University governance policies approved by the University Council related to the functions of the University retained by the Council. These include:
    i. risk management;
    ii. investment management;

iii. corruption;
iv. commercial activities;
v. honorary awards and recognition; and
vi. other policies regarding University governance.

b. Academic governance governance documents approved by Academic Board; and
c. Management governance documents concerning the management or administration of the University and approved by the Vice-Chancellor or delegate.

(23) The approval authority for each governance document must be listed in its history and version control.

(24) The relevant approval authority must approve the introduction, amendment or rescission of governance documents within their category of responsibility, except for minor or administrative amendments.

(25) A minor or administrative amendment:

a. is a change which:
   i. is consistent with the objectives of the existing governance document;
   ii. is a clarification, correction or editorial change including an adjustment required to align with University legislation; and
   iii. does not raise any issues requiring the process of governance document review and consultation set out in this Governance Document Framework; and
b. may be approved by the Vice-President Governance and University Secretary.

(26) The Governance Document Library must contain a record of all governance document amendments.

Part C - Roles and responsibilities

(27) The Responsible Executive for a governance document is the member of the Vice-Chancellor's Advisory Committee whose portfolio covers the relevant area.

(28) The responsibilities of the Responsible Executive are to:

a. appoint an Implementation Officer; and
b. oversee the approval process for governance documents in accordance with the requirements of the relevant approval authority.

(29) The Implementation Officer will be a staff member with management responsibility for the activity addressed by the governance document.

(30) The responsibilities of the Implementation Officer are to:

a. be the primary contact officer for the governance document;
b. draft and review the governance document or oversee that drafting and review;
c. ensure that key stakeholders and Governance are consulted in the drafting and review of the governance document;
d. update the Responsible Executive on the progress of reviews and seek their endorsement prior to submission for approval;
e. obtain and implement advice from the Vice-President Governance and University Secretary regarding legal compliance if the governance document relates to:
   i. a right or obligation under University legislation; or

ii. implementation of a requirement from external legislation;

f. lead the implementation of approved governance documents, including providing information or training to assist staff, students and associates to understand:
   i. changes resulting from any new or amended governance document;
   ii. compliance requirements; and
   iii. how to provide feedback to the Implementation Officer on the governance document and any compliance concerns;
g. provide advice to the University community on the operation of the governance document;
h. monitor and report on compliance with the governance document, including any reporting required under the Compliance Management Policy;
i. advise the Responsible Executive about any issues or problems arising with the implementation of the governance document and proposed remedial actions; and
j. recommend minor amendments to the Responsible Executive for submission to the Vice-President Governance and University Secretary for approval and action.

(31) The Responsible Executive and Implementation Officer for each governance document will be listed on the governance document history and version control.

(32) The Vice-President Governance and University Secretary is responsible for the management of the Governance Document Framework and must:

a. publish governance documents on the Governance Document Library;
b. publish terms of reference for governance and other formal committees on the Terms of Reference Library;
c. consider and, if appropriate, approve minor and administrative amendments;
d. publish the University's governance document templates and supporting information;
e. provide advice to University staff on the operation of this Governance Document Framework and on the drafting and review of governance documents;
f. consult regularly with University Council and Academic Board secretariat on the governance document review schedule to ensure that there is a coordinated approach across the University to keeping governance documents in all categories up to date; and
g. meet at least annually with Responsible Executives about their governance document portfolios to:
   i. ensure that the correct Responsible Executive and Implementation Officers are listed for each governance document;
   ii. advise the date of the most recent review of each governance document;
   iii. identify governance documents to be reviewed in the coming year; and
   iv. identify any governance documents to be considered for consolidation or rescission.

Part D - Document Development and Review Procedure

Drafting

(33) Drafting of governance documents will be informed by:

a. a clear goal or set of principles for the document;
b. sector benchmarking, in accordance with the Benchmarking and External Referencing Policy and Procedure; and
c. consideration of data, the experience and feedback of relevant stakeholders, and systems and processes that may interact with, affect, or be affected by the document.

(34) New governance documents must be drafted:

a. on the templates published in the Policy toolkit; and
b. in compliance with the governance document standards in this Governance Document Framework.

(35) Amendments to existing governance documents must be drafted:

a. in a format approved by Governance; and
b. in compliance with the governance document standards in this Governance Document Framework.

(36) Prior to drafting a new governance document, Governance must be advised and given an opportunity to provide feedback, which may include alternative methods of meeting the goals of the proposed governance document.

(37) Advice and assistance can be sought from Governance by contacting policy@cdu.edu.au.

Consultation

(38) Governance documents typically affect many areas of the University. Under the leadership of the Implementation Officer, governance document drafters must consult with relevant areas affected by the governance document, and with Governance, to obtain their input and benchmark with other like institutions.

(39) Completed governance document drafts must be posted for feedback on the Governance Document Library Bulletin Board for ten business days before approval is sought. In exceptional circumstances, the Vice-President Governance and University Secretary may exempt governance documents from the Bulletin Board posting requirement.

(40) Additional and targeted consultation may be undertaken before or during the Bulletin Board posting as determined by the Implementation Officer. Useful methods of seeking feedback include:

a. a working group with representatives from different areas;
b. a co-design process;
c. circulation of drafts to different areas;
d. appropriate committee review including but not limited to:
    i. academic governance documents to be reviewed by relevant the subcommittee of Academic Board;
e. meeting and discussion groups or networks.

(41) The Responsible Executive must be satisfied that adequate and effective consultation has been completed before endorsing a governance document for approval by the approval authority.

Approval

(42) All governance documents must be approved by the Vice-Chancellor before being submitted to the relevant approving authority, except in the case of minor or administrative amendments approved by the Vice-President Governance and University Secretary.

(43) Submissions for the approval of governance documents must:

a. explain the changes proposed;
b. identify any requirements for consequential amendments to or rescission of any existing governance document;
c. attest that appropriate consultation has occurred and feedback integrated as required; and

d. stipulate the date the changes are to come into effect, being either:
    i. the date when the governance document is published on the Governance Document Library; or
    ii. a specified future date.

(44) The approval authority may:

a. approve the governance document as submitted;
b. approve the governance document subject to specified changes being made;
c. approve the governance document to come into effect for a limited period and subject to further work being completed during that period;
d. request that the governance document be resubmitted for approval after specified concerns have been addressed; or
e. reject the proposed governance document on grounds including, but not limited to, that it:
    i. is not needed;
    ii. would impose administrative inefficiency; or
    iii. does not meet the standards set out at the Governance document standards section of this Governance Document Framework.

Publication on the Governance Document Library

(45) To promulgate approved governance documents Governance must receive:

a. the approved governance document; and
b. evidence of approval such as a completed approval form or minute of meeting.

(46) The Vice-President Governance and University Secretary is responsible for:

a. publishing approved governance documents on the Governance Document Library within five working days of receipt unless unusual circumstances exist; and
b. including the document history and version control in the Governance Document Library and providing on request document history before 2022.

Review

Review of new governance documents

(47) The Implementation Officer must ensure that any new governance document is reviewed within one year of being introduced to ensure that:

a. the governance document is operating as intended; and
b. any mechanisms to report on compliance with the governance document are functioning effectively.

Review of established governance documents

(48) To ensure that established governance documents are kept current:

a. the Implementation Officer must advise the Responsible Executive of the need for the immediate review of governance documents for reasons including but not limited to:
    i. evidence that an existing governance document is imposing unnecessary administrative burden; or
    ii. a change in the operating or regulatory environment; and

b. review schedules for all governance documents must be maintained by:
    i. the Vice-President Governance and University Secretary for University governance and management governance documents; and
    ii. the Secretariat of the Academic Board for academic governance governance documents.

(49) Governance documents must be reviewed at least every three years.

(50) The Implementation Officer must oversee the review of established governance documents. The purpose of the review is to examine whether the governance document remains relevant and useful to the needs of the University and whether it conforms to the standards set out in this Governance Document Framework.

(51) Any proposed changes arising from a governance document review must undergo the drafting, consultation, approval and publication steps set out in this Governance Document Framework.

Part E - Terms of reference

Standards

(52) Terms of reference must comply with the University's terms of reference template and set out:

a. functions and responsibilities;
b. membership and terms of office;
c. chair and secretary;
d. minimum meeting requirements including frequency, quorum, distribution of agenda and minutes, and reporting;
e. links to any:
    i. University legislation providing authority for the committee;
    ii. external legislation whose compliance obligations the committee supports;
    iii. governance documents; and
f. the titles of the approval authority, responsible officer and secretariat contact for the committee.

(53) In addition to the template requirements, terms of reference must:

a. be relevant to University objectives;
b. use clear and inclusive language;
c. focus on the key information for committee operations; and
d. refrain from repeating information covered in other documents.

(54) Detailed background information must be excluded from terms of reference but can be linked as associated information.

Development, approval, and review

(55) Terms of reference follow the Document Development and Review Procedure described in this Governance Document Framework.

a. Terms of reference are exempt from the Bulletin Board posting requirement.

(56) There are six approval categories for terms of reference:

a. Governance and other formal committees:
    i. University Council approves its own terms of reference, those of its subcommittees, and those of Academic Board. University Council may establish additional committees at its discretion.
    ii. Academic Board establishes subcommittees and approves their terms of reference.
    iii. The Vice-Chancellor establishes committees related to University management and approves their terms of reference.
    iv. Where a governance or other formal committee's terms of reference include authority to establish committees and approve terms of reference, that committee may establish subcommittees and approve their terms of reference.
    v. The Vice-President Governance and University Secretary may approve any minor or administrative amendments to the terms of reference for governance and other formal committees.
b. Local area management establishes informal and ad hoc committees and approves terms of reference, if any.

(57) The approval authority, history, and version control for terms of reference are listed in the Terms of Reference Library.

(58) Terms of reference must be reviewed at least every two years.

Section 5 - Non-Compliance

(59) Non-compliance with governance documents is considered a breach of the Code of Conduct - Employees or the Code of Conduct - Students, as applicable, and is treated seriously by the University. Reports of concerns about non-compliance will be managed in accordance with the applicable disciplinary procedures outlined in the Charles Darwin University and Union Enterprise Agreement 2025 and the Code of Conduct - Students.

(60) Complaints may be raised in accordance with the Complaints and Grievance Policy and Procedure - Employees and Complaints Policy - Students.

(61) All staff members have an individual responsibility to raise any suspicion, allegation or report of fraud or corruption in accordance with the Fraud and Corruption Control Policy and Whistleblower Reporting (Improper Conduct) Procedure.

Status and Details

Status	Historic
Effective Date	8th April 2025
Review Date	8th April 2028
Approval Authority	University Council
Approval Date	27th March 2025
Expiry Date	28th September 2025
Responsible Executive	Brendon Douglas Vice-President Governance and University Secretary
Implementation Officer	Brendon Douglas Vice-President Governance and University Secretary
Enquiries Contact	Matthew Giakoumatos Policy and Governance Officer 08 8946 7383

Glossary Terms and Definitions

"University" - Charles Darwin University, a body corporate established under section 4 of the Charles Darwin University Act 2003. The University is comprised of the various faculties, CDU TAFE, organisational units, and formal committees, including the governing University Council and Academic Board.

"Governance document" - means policy or procedure published in the Governance Document Library. Policies and procedures are collectively called ‘governance documents’ and are often referred to as ‘policy’ or ‘University policy’.