

Name : **Transnational Education Committee Terms of Reference**

Approved by : **Council**

Contact : **University Secretary**

Last reviewed : **6 August 2025 (approved by Council)**



TRANSNATIONAL EDUCATION COMMITTEE – TERMS OF REFERENCE

1. NATURE AND PURPOSE

- 1.1.** The Transnational Education Committee (**the Committee**) is a standing committee of Swinburne University of Technology (**the University**) Council, established pursuant to *Swinburne University of Technology Act 2010* (Vic) (**the Act**), sch. 1 cl. 15(1).
- 1.2.** The purpose of the Committee is to assist Council in fulfilling its governance and oversight responsibilities in relation to Transnational Education (TNE) initiatives in which the university is engaged or seeks to engage.
- 1.3.** Whilst other standing committees of Council (and the Academic Senate) may consider and engage with each of the abovementioned areas in fulfilling their own functions and duties, the Committee maintains its responsibility to provide holistic and effective oversight of these areas and Council maintains its ultimate accountability.
- 1.4.** The Committee has primary oversight of management in its performance of the following responsibilities, including:
 - a) The University's TNE strategy and major transnational education initiatives proposed.
 - b) Compliance with Australian and international legal, regulatory, and social standards, including alignment with the University Foreign Interference Taskforce (UFIT) Guidelines and international and domestic sanctions regimes.
 - c) Governance frameworks applied to TNE initiatives.
 - d) The ongoing performance of TNE initiatives, including monitoring performance against agreed key performance indicators (operational and academic) specific to each initiative.
 - e) Risk management and due diligence for TNE initiatives, ensuring high risk matters (including but not limited to: breaches of governance; human rights violations; safety of staff, associates or students; and threats to academic freedom) are promptly reported and effectively mitigated.

2. POWERS

- 2.1.** The Committee has full delegated authority from Council to fulfil its responsibilities. Specifically, for the purpose of carrying out its functions and duties, the Committee is delegated authority from Council to:
 - a) Seek independent professional advice from external parties with relevant experience and expertise (including contributions from local and international thought leaders);
 - b) Have unrestricted access to members of management, employees and relevant information including records, data and reports that it considers necessary to discharge its duties;

- c) Request attendance at a Committee meeting by any University management or staff, including internal and external auditors, subject to any relevant contractual arrangements;
- d) Request any management or staff to provide a written and/or verbal brief to the Committee on key matters relating to their functions; and
- e) Access reasonable University resources to undertake its functions and duties.

2.2. Other than in the case of its Key Management Contacts, the Committee and its members should first consult the Chair and the Vice-Chancellor before making a request of University management or staff.

2.3. University management and staff are required to cooperate with Committee requests to the extent reasonably practicable.

3. FUNCTIONS AND DUTIES

In fulfilling its purpose, the Committee will undertake the following activities:

- a) Provide strategic oversight and advisory support to the University Council regarding the management and governance of the University's transnational education agreements
- b) Identify and monitor risks, and explore opportunities for continuous improvement of TNE arrangements
- c) Review of appropriateness and effectiveness of current SUT management operational analysis and reporting relating to TNE initiatives.

4. COMPOSITION

4.1. Membership

- a) The Committee will comprise the following:
 - i. A number of independent non-executive Council members, as determined by Council; and
 - ii. A number of co-opted members, as determined by Council, but will be no greater than 50% of Committee membership.
- b) Committee members will be rotated to ensure changes in membership are staggered to maintain continuity.

4.2. Skills and capability

- a) All members of the Committee should have sufficient skills and experience to be able to consider and contribute to the matters for which the Committee is responsible.

4.3 Chair

- a) The Chair of the Committee will be elected by Council from the non-executive independent members of Council on the Committee.
- b) The term of office is one (1) year and is eligible for reappointment.
- c) In the absence of the Chair, the Committee will elect a chair from among the independent members.

4.3. Secretary

- a) The University Secretary (or other appropriate designated person, as agreed with the Chair) will be the Committee Secretary.
- b) The Committee Secretary will assist the Chair to develop and distribute agendas, papers, minutes and work plan.

4.4. Key Management Contacts

- a) While each maintains their position within the management structure of the University, the following persons will be the Key Management Contacts of the Committee and there

is established a direct line of communication between each of these persons and the Committee (through its Chair):

- i. Deputy Vice-Chancellor, External Engagement
- b) As such, the Committee and its Chair should be informed of any people management issues relating to the Key Management Contacts (including any movements).

5. COMMITTEE MEETINGS

5.1. Meeting protocol

- a) The Committee will meet as required throughout the year with a minimum of four (4) meetings to be held.
- b) A quorum of the Committee will consist of half the members of the Committee.
- c) Each member will have one vote and decisions shall be made on a majority basis.
- d) The Chair shall call a meeting of the Committee if so requested by the Chancellor.

5.2. Additional meeting invitees

- a) The following persons will be provided with a standing invitation to attend Committee meetings:
 - i. Chancellor;
 - ii. Vice-Chancellor;
 - iii. Senior Deputy Vice-Chancellor, Chief Academic Officer;
 - iv. Deputy Vice-Chancellor, External Engagement;
 - v. Deputy Vice-Chancellor, Education, Experience and Employability; and
 - vi. Chair, Academic Senate (if not already a member)
- b) Any University employee (including management and staff) or external professional adviser may attend any meeting of the Committee or part thereof, if invited by the Chair.
- c) Non-members of the Committee may be asked to withdraw from all or any part of any meeting and may not vote on any matter at a meeting.

6. COMMITTEE REPORTING

- 6.1.** The minutes of each meeting shall be provided to Council. The Chair will report to Council after each Committee meeting on the business and recommendations of the Committee.
- 6.2.** As and when requested by the Chancellor or by the Chair of the ARC, the Chair will report to other standing committees providing an overview of the key issues considered by the Committee that are relevant to those committees' functions and duties.

7. COMMITTEE REVIEW

- 7.1.** The Committee will undertake an annual review of its performance. Results from the review will be provided to Council.
- 7.2.** The Committee will undertake an annual review of the Committee Terms of Reference. The Committee will propose any appropriate amendments to Council for approval