

Executive Committee of Council

1. TITLE OF COMMITTEE

Executive Committee of Council

2. ESTABLISHMENT

The Executive Committee of Council is established under Part 3 Section 19(1) of the [Charles Darwin University Act 2003](#).

3. FUNCTIONS AND RESPONSIBILITIES

- To support the Vice-Chancellor and the University's senior leadership team to identify challenges and opportunities for the University as they arise;
- To provide guidance as to how the University might respond to such challenges and opportunities and monitor implementation of agreed measures, consistent with the University's priorities and Council decisions;
- To inform Council on implications for the University of major issues that are presented and to provide advice to management on matters of substance and time-sensitivity between regular meetings of Council; and/or
- To act on behalf of the Council as required on matters between regular meetings of Council that cannot be deferred for resolution until the next scheduled meeting or that Council has delegated for determination / resolution by the Executive Committee; such decisions to be reported to the next meeting of Council.
- Determination of the remuneration package and other non-salary benefits of the Vice-Chancellor on initial appointment;
- Considering advice from the Chancellor regarding the annual performance review of the Vice-Chancellor;
- Annual review of the remuneration package and other non-salary benefits of the Vice-Chancellor with delegated power to determine any changes and to seek advice as it sees fit in determining such changes;
- Annual review of the remuneration packages and non-salary benefits payable to the Executive staff of the University (Deputy Vice-Chancellor, Pro Vice-Chancellor, and Executive Director level) and providing advice as appropriate to the Vice-Chancellor;
- Annual review of the honoraria and other non-salary benefits payable to members of Council and providing advice as appropriate to Council.



4. MEMBERSHIP

The membership of the Executive Committee of Council shall comprise the following:

- Chancellor;
- Deputy Chancellor;
- Vice-Chancellor (for matters other than in relation to VC salary and related payments or benefits);
- One additional Council member (not an elected student or staff member) by appointment of the Chancellor.

Observers

The following positions have observer status and right of debate at meetings of the Committee:

- Director, People and Capability, in relation to remuneration matters.
- Other persons invited by the Chancellor as required depending on the issues for consideration.

5. CHAIR

The Chair of the Executive Committee of Council will be the Chancellor.

6. SECRETARY

The University Secretary (or nominee) will act as secretary for the Executive Committee of Council as requested by the Chair.

7. QUORUM

A quorum will comprise two (2) members of the Executive Committee of Council, one (1) of which must be either the Chancellor or the Deputy Chancellor.

8. MEETINGS

The Executive Committee of Council will meet as necessary.

9. RESOLUTIONS OF THE EXECUTIVE COMMITTEE OF COUNCIL

Matters requiring resolution by the Committee are to be determined by consensus of the members present.

The Chair shall have a deliberative and casting vote should a vote be required to determine a matter where consensus has not been achieved.

10. REPORTING

The Chair of the Executive Committee of Council will provide a report from meetings of the Committee to the Council of the University as appropriate, on issues addressed and on recommendations or decisions made.

DOCUMENT HISTORY AND VERSION CONTROL

Last amendment	24 Jun 2021
Owner	University Secretary ToR - 012

Version	Date Approved	Approved by	Brief Description
3.00	24 Jun 2021	Council	Incorporating functions and responsibilities of the Remuneration Committee of Council.
1.00	18 Feb 2010	Council	Creation of original document and upload to CDU website.
1.01	27 Dec 2010	Governance	Transferring document to new template
1.02	30 Dec 2011	Governance	Minor changes to grammar and contact officer
1.03	11 Mar 2013	Governance	<ul style="list-style-type: none"> Converted document to current template Assigned document number Minor changes to wording, grammar and formatting Updated hyperlinks
2.00	18 Aug 2017	Council	<ul style="list-style-type: none"> Revised the Executive Committee of Councils Functions and Responsibilities Removed Chair from Membership and added - Other members of Council that may be co-opted by the Chancellor from time to time; such appointments to be reported to Council. Amended Chair to include or Deputy Chancellor Added as requested by the Chair to Secretary Added one (1) of which must be either the Chancellor or the Deputy Chancellor to the Quorum Removed Agenda Revised Reporting - The Chair the Executive Committee will provide ...as appropriate on issues addressed and on recommendations or decisions made.
2.01	13 Sep 2017	Governance	<ul style="list-style-type: none"> Conversion to new Governance template due to new University branding
3.00	24 Jun 2021	Council	<ul style="list-style-type: none"> Incorporating functions and responsibilities of the Remuneration Committee of Council.