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SCHEDULE 1 COUNCIL MEMBER DECISION CHECKLIST

(Adapted from Newcastle Port Corporation Board Charter, Revision 5 – Developed in conjunction with Professor Geoffrey Kiel of Competitive Dynamics – sourced from publicly available material).

The following checklist is intended as a guide for members in considering matters before the Council:

1. Does the decision meet general legal requirements?
<ul style="list-style-type: none"> • Does the Council have authority to make the decision (e.g. Constitution, legislation, etc.)? • Does the decision breach any legal requirements, particularly relating to third parties (e.g. trading whilst insolvent, work health and safety or environmental legislation, etc.)? • Does the decision comply with any guidelines or policy?
2. Does the decision meet the fiduciary obligations of a Council Member?
<ul style="list-style-type: none"> • Is the proposal for a proper purpose? • Is the proposal in the best interests of the University as a whole? • Do you or any other Council members have a conflict of interest or perceived conflict of interest related to the proposal?
3. Does the decision align with our ethical responsibilities, values and principles?
<ul style="list-style-type: none"> • Does the decision support our public purpose? • Is the decision in line with our values and principles that define the university? • Has management considered the consequence of the decision – the duties, promises made, obligations established and the need to honour them? • How does the decision affect the character of the institution? • How does the proposal shape who we are and how we behave as an Institution?
4. Does the decision comply with the Council Member Duties
<ul style="list-style-type: none"> • Is the proposal comprehensible – do you understand it and does it make sense? • Are there areas of the matter under discussion about which you think you require more information? • Are you satisfied you can document you were fully informed as to the subject matter of the proposal? • If the proposal is contentious, do you have more than one source of information and/or a source of independent advice? • Would a reasonable person accept or reject this proposal?
5. Have the implications for risk and compliance been taken into consideration?
<ul style="list-style-type: none"> • Does the proposal contain an adequate risk assessment? • Does the proposal include an adequate risk coverage strategy any identified high risk outcomes? • Are there any compliance issues raised by the proposal?
6. Have you considered the implementation issues for this decision?
<ul style="list-style-type: none"> • Does management need to amend or develop any corporate policies with respect to the proposal? • Does management need to communicate the outcome of this proposal to any stakeholders? • Are you clear on the next steps to implement the proposal? • Does the proposal contain a system for monitoring the implementation and/or impact of the decision?
7. Lessons Learnt
<ul style="list-style-type: none"> • What advice would you provide management concerning how future proposals/papers can be improved? • Is there any feedback you wish to provide at the meeting evaluation?