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Imagining a Revolution in University Governance

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Executive summary

This paper outlines an imaginary university Constitution for a possible future where public universities are led and governed by academic staff to a much greater extent. It is intended as a stark alternative to the trend of increasing and detailed state intervention we see in Australia and elsewhere.

Universities are fundamentally different kinds of organisations from corporations in the private sector. They operate in quite different contexts of accountability and control. We need to “forget corporate governance”.

Our argument is not based on nostalgia. A revolution is needed because universities face an increasingly challenging time due to technological, demographic and other forces. Universities, knowing their own context, are better placed to respond to those challenges.

It will not be plain sailing. With power comes responsibility, and academics will need to take on the numerous wicked problems that higher education will face.

The Constitution here is only an example, and there is scope for much variation within the spirit of our model. It is drafted with the Australian system in mind, but could be adapted for many other liberal democracies. The core message is that government needs to retreat and academics need to step forward.

Introduction

The trend in legislation and government policy is towards greater regulation of universities and their governance. The trend in academic writings on the subject is in the opposite direction, towards greater academic democracy.

A possible bridge between the two is literature about deliberative democracy.¹ In this context, it includes the use of devices to improve the quality and legitimacy of decision-making, such as citizens' assemblies, town halls, ad hoc juries and plebiscites. The aim is for decision-making to be more considered, transparent and inclusive.

We do not think these devices could be sufficient in themselves to address what is being described, justifiably or not,² as a crisis in the governance of Australian universities. Deliberative democracy does provide inspiration, but it won't work effectively within the contemporary conception of the university form and its associated governance model. There needs to be a fundamental change to university governance structures.

Rather than continuous tinkering with the current model of university governance, albeit to include a greater voice for staff or students, we suggest a revolution is required, or a counter-revolution,³ depending on how one regards the past. A different model is needed.

We seek to re-think what a university is in organisational terms, and what greater self-determination might actually look like.

There is already a useful body of work on alternative governance arrangements⁴ but the university imagined within this writing is hard to visualise. Any specific proposal lays itself open to easy objections of a practical kind, for not having dealt with one contingency or another. This is because no proposal that we are aware of attempts to describe a different university in its structural entirety.

In this paper we attempt to describe such a university by outlining a model Constitution, including a high-level structure, although not all the detail that would be needed to underpin it.

We frame the Constitution of an imaginary university – the Australian Exemplar University – the AEU.

¹ See, for example, R Mourad, *Deliberative Democracy in Higher Education: The Role of Critical Spaces Across Universities*, *Journal of Deliberative Democracy* (2022) 18, 1, and Croucher, above.

² Recent commentary on Australian universities, and indeed in some other countries (see M Leach, *Earning the License (sic): How to Reform University Governance in the UK*, *The Post-18 Project*, 2025), is that there is a “crisis” in university governance. Professor John Quiggin’s paper for the Australia Institute, “Reforming university governance in Australia: Treating education and research as a public good to fix a broken sector”, <https://australiainstitute.org.au/report/reforming-university-governance-in-australia/> April 2025 begins “The university sector is in a governance crisis ...”, and M Taflaga, F Markham and K Dowding begin their paper “Neither corporate nor government: Why university governance needs to be different, and better”, <https://digitalcollections.anu.edu.au/entities/publication/1dfefaac-8021-454b-bcb7-04b879080a28>, with “Australian universities face a governance crisis rooted in failures of accountability.” We are neutral on this, as recent events are also consistent with a moral panic where some undoubted problems are magnified, repeated in the media, responded to by government and accepted as a widespread fact in the public domain. Just as probable, as we say below, is that contemporary governance methods simply cannot cope with the complexity and volume of issues faced by today’s universities. The need for an exemplar of a different model remains however, as a better alternative than the present, whether or not a real crisis exists. The idea of a moral panic came from Stan Cohen in his 1972 book, *Folk Devils and Moral Panics: The Creation of the Mods and Rockers*, MacGibbon and Kee (1972).

³ The most traditional model of governance assumes that universities should principally be governed by their academic staff, see L Trakman, *Modelling University Governance*, *Higher Education Quarterly*, Vol 62, 2008, 63 at 66. We are advocating a modernised version of that model, with at least one significant feature: that academics should be part of governance and not relegated to a statutory sub-committee called Academic Board. Equally, it is not enough to have one or two academics on a University Council, so we are advocating two chambers of governance, one of which is academic.

⁴ Summarised usefully in the articles by Croucher and Trakman, above.

Rationale

In a submission⁵ to the Senate Standing Committee on Education and Employment in 2025, we argued that proposals under that Committee's consideration will not bring about substantial improvement in university governance, and that fresh thinking is required.⁶

Under a sub-heading "Forget Corporate Governance", we said that one of the root causes of the current systemic malaise is the very assumption that today's modified form of "corporate governance" is appropriate for a university.

Corporate governance thinking originates in, and is shaped by, the private corporate sector. But boards of directors in large, for-profit corporations operate in a completely different context, with multiple feedback loops and accountabilities. Share prices continually signal the market's appraisal of company performance. Institutional investors, with considerable expertise and resources behind them, scrutinise the board's actions in detail. Annual general meetings, chivvied by activist shareholder groups, can dismiss directors or make life very uncomfortable. Mergers and acquisitions, sometimes hostile, sometimes not, enable restructuring of whole industry sectors. There are no relevant parallels in the university sector.

Boards of directors in the for-profit world know who they are accountable to and what will happen if they under-perform or are caught out in misdeeds. It is not at all clear that this is so with university governors.

Further, we said, university governance requirements are poorly understood, with different university Acts providing disparate and often unclear management and accountability structures. The system only seems workable at all by a convention of ignoring the actual legislative differences.

Our AEU Constitution recognises that numerous interests should be respected. In alphabetical order, these are principally the interests of academics, administrators, alumni, government (representing the tax-payer) and students. We attempt to reflect them in numerous ways.

Centrally, however, this Constitution effects a fundamental shift of power, not just influence, towards academics, along with a correlative increase in responsibility on them and expectations of them.

This is not because of any particular sentimentality about an arcadian past of collegial governance and comfortable common rooms. It is out of concern about the mighty challenges that lie ahead.

Major change is heading higher education's way. It is quite possible that artificial intelligence and other forms of automation will drastically reduce the number of middle-class jobs that universities in recent years have ostensibly been preparing young people for.⁷ Conceivably, it will also reduce the number of administrators that universities need to employ.

⁵ See S Parker and S Bottomley, "Re-Thinking University Governance", Submission 43, https://www.aph.gov.au/Parliamentary_Business/Committees/Senate/Education_and_Employment/UniversityGovernance48/Submissions.

⁶ Our submission was in response to the interim report released in September 2025, Senate Education and Employment Legislation Commission, "Quality of Governance at Australian Higher Education Providers".

⁷ Some predictions are for an overall reduction in demand for graduates. There is some evidence of this in the United Kingdom, following the end of the 2024-25 academic year; see <https://www.bbc.com/news/articles/c07vmlz38jo>; <https://www.bbc.com/news/articles/ce9rv4p8pejo>; <https://www.bbc.com/news/articles/cm272510e6jo>. In Australia, see <https://www.abc.net.au/news/2025-06-21/ai-job-fears-accelerate-white-collar-grad-roles-threatened/105440772> and https://australiainstitute.org.au/wp-content/uploads/2019/10/GCA_Future_of_Work_for_Australian_Graduates_Summary_Report.pdf. Some are optimistic that in the long-run more jobs will be created than will disappear, whilst others predict an overall reduction, but there is consensus that major change is on its way. At the least, the types of graduate jobs will change, with significant implications for universities' course offerings and many hard decisions.

Fertility rates of under 1.5 births per woman, well below the replacement level of 2.1,⁸ coupled with potential restrictions on immigration, will affect the demographic catchments that universities have typically served.

Volatile international student demand, due partly to shifts in market reaction to immigration debates, suggest uncertainty about a major source of revenue for some institutions.⁹

And it is quite possible we are due for a correction in public policy and funding away from higher education and towards vocational education and training.

A Golden Age of expansion and support for higher education is drawing to a close, irrespective of the stripe of the government.

The bias we observe towards greater regulation and oversight of universities by agencies and other legislative bodies is an understandable response to a perceived crisis in university governance. But it will also put the responsibility for the fate of institutions at the door of government and regulators. They will come to own problems that will accumulate, not decline.

With respect, we have no confidence that they will deal with them any better than a re-empowered academia who know their own institution's operating context in detail and will have to live with the consequences.

Initially, our proposals may excite support from academics and students, and dismay amongst university managers, and perhaps government. There will be fears of slower decision-making, lengthy admiring of problems, endless committee meetings, and incentives to activists to pursue their own agendas.

However, we cannot have it all ways. We can't expect external council members, charged with governance of today's universities, and on little if any remuneration, to engage with the level of detail actually required for effective oversight in an increasingly challenging and regulated environment.

University councils and their committees, however conscientious, seem to do at best a patchy job today of overseeing these complex and unique organisations, given their practical reliance on management teams to provide them with balanced, timely and sufficient information.¹⁰ That is why we are in the situation we are in.

Within a short period, however, we predict that any initial excitement about our proposals would be tempered with the weight of responsibility, because difficult decisions will come thick and fast as the operating context of universities changes.

Some decisions will be unpopular whichever way they go – wicked problems - but they will at least derive legitimacy from the constitutional way they have been decided.¹¹

⁸ See [Births, Australia, 2024 | Australian Bureau of Statistics](#)

⁹ See <https://ieaa.org.au/IEAA/IEAA/Insights/Articles/2025/A-data-perspective-impact-Australia-new-policy-framework-international-education.aspx>. With reference to legislative changes proposed in 2024, Andrew Norton concluded: "On its current trajectory, the government will cause much more damage than is necessary to achieve its policy goals. Its mistreatment of people hoping to study in Australia will harm the country's reputation. Some education providers will close and others will shrink. Thousands of people working in the education sector will lose their jobs. Other industries relying on international students as workers and customers will go into decline. International education policy needs a period of pause and reflection, not the current poorly thought through plan to cap international student numbers." See A Norton, https://migration.anu.edu.au/sites/default/files/2024-08/Norton%20Insights%2024-3_0.pdf.

¹⁰ Mark Leach puts this forward as the main issue in his analysis of recent university governance problems in the UK: "boards were systematically 'managed' by executives, were not provided complete information, and lacked structural mechanisms to access independent perspectives on institutional realities", see Leach, above, at 4.

¹¹ Greater legitimacy for unpopular decisions is one of the arguments made in favour of deliberative democracy techniques, but it is also a feature of a whole tradition in procedural justice, such for example Tom Tyler, "Governing Amid Diversity: The effect of fair decision-making procedures on the legitimacy of government", in Crimes, Inequality and the State, Routledge 2008.

As we said at the end of our submission to the Senate Committee, “some of today’s critics might even come to pine for the good old days when other people made decisions that they could complain about”.¹²

Proposals

What follows is of course only one possible future, and only one example of a more democratised university. There is room for much variation in structure, names and implementation. Our draft could, however, operate as the default version, analogous to the “Replaceable Rules” in the Corporations Act 2001 (Cth) which set out a constitution that can then be departed from by a company governed by that Act.¹³

The nomenclature we have used is only indicative. To the bafflement of newcomers, terminology within higher education is used variously and inconsistently around the sector and globally. All we can do here is stipulate a meaning for the purposes of our exemplar university, and ask the reader to suspend any other understandings.

Some key features of the AEU’s Constitution are these:

- There are “members”, who are equivalent to the citizenry - the enfranchised - in a democratic society. The members of the university may petition to have the governing body consider a particular matter, which could include the removal of the Vice-Chancellor.
- Governance is through a bicameral body – “the Boards of Governors” - with one chamber or assembly reflecting perspectives internal to the university and the other reflecting external perspectives.
- There is no longer an academic board, which is currently a strange statutory sub-committee of a university council enjoying deference in matters of academic judgement but not otherwise. Instead, there is an internal assembly of academics and students which is a full and equal part of governance.
- An independent and neutral university arbiter, similar to the judicature in a liberal political democracy, is chosen by the members and has the mandate to protect the Constitution and decide internal questions of compliance with internal requirements. This is designed to instil and deepen the sense of an internal Rule of Law; that management (and governance) occurs through promulgated procedures, and power is exercised accountably, predictably and where possible openly.
- The Executive of the AEU is entirely separate from the bicameral governing body.¹⁴ The Vice-Chancellor has rights of audience and debate in the internal assembly, although not a voting member, and may be present at the external assembly only by invitation.
- Vice-chancellors are appointed, remunerated and removed by the bicameral governing body, the Boards of Governors. We do not provide a particular procedure for this in the Constitution, but in relation to appointment there will no doubt be a joint panel established to make a recommendation. That recommendation would need to be approved by each chamber separately.
- The Vice-Chancellor’s total remuneration may not exceed that of the Chief Justice of the High Court of Australia.¹⁵
- Deans are elected by the continuing academic staff members of the relevant faculty.

¹² See Parker and Bottomley, above, at 13.

¹³ See Part 2B.4.

¹⁴ This strict separation of powers has been advocated for a number of years; see for example B Pardy, “Separating Power at the University: Applying Constitutional Law to Internal Academic Governance,” *Education and Law Journal*, Vol 20 at 243. We are adding a further, separate arm of governance, the University Arbiter: in other words, a judicial arm.

¹⁵ The base salary is currently \$688,780; see the Remuneration Tribunal (Judicial and Related Offices – Remuneration and Allowances) Determination 2025, [Remuneration Tribunal \(Judicial and Related Offices—Remuneration and Allowances\) Determination 2025 - Federal Register of Legislation](#). This might have the practical implication that a Vice-Chancellor should not have a performance-related component to their remuneration. It also means that the remuneration ceiling would change from time to time.

- The university's strategic plan, annual budget and financial statements must be approved by both assemblies, with some provisions for stalemates.

A Possible Future

Although not developed in this Occasional Paper, we imagine that a federal Act of Parliament, the *Australian Public Universities Act 2027* (Cth) (APUA), has been enacted following agreement by the states and territories to refer their legislative powers over universities to the Commonwealth.¹⁶

Each public university has been re-incorporated under that Act. Amongst the consequences of this are that they are audited by the Australian National Audit Office and are subject to scrutiny by Commonwealth parliamentary committees.

The Act also lays down criteria for university constitutions to be approved by the Minister. The first two below are drawn from the recent Expert Council on University Governance Final Report¹⁷. The third emphasises academic self-governance.

1. The governing body actively oversees the university's strategy, performance, risk management, culture and compliance consistent with its purpose and in the public interest, acting in the best interests of the university. The distinct roles and responsibilities of the governing body and senior management are clearly delineated, understood and respected.
2. The university's purpose, strategic and short-term objectives are explicit and aligned. Governance of, and performance against, the university's purpose and objectives are transparent to stakeholders.
3. To the extent consistent with criteria 1 and 2 above and the legitimate public interest in the direction and success of universities, the university is to be organised and led on a collegial basis, under which continuing academic members of staff have a decisive role in deciding where the best interests of the university lie, whilst also being under an obligation to ensure that the interests and views of students and all members of staff are taken into consideration.

Separately, an amendment to the *Higher Education Support Act 2003* has taken effect on 1 January 2028, restricting public funding under that Act to universities which have adopted constitutions approved by the Minister. The Minister must approve constitutions that meet the criteria in the APUA, but may not approve constitutions that do not meet those criteria.

Other measures, relating in particular to the Tertiary Education Quality and Standards Agency, the Higher Education Threshold Standards, the Australian National Audit Office and the Australian Tertiary Education Commission have been amended, but the stance has been one of "wait and see" prior to an expected complete overhaul of tertiary education legislation in 2030.

The AEU, keen to be a leader, has been the first to agree its Constitution, on which the readers of this Occasional Paper are humbly invited to comment prior to its submission to the Minister!

¹⁶ There are alternative ways of giving the Commonwealth an effective full jurisdiction, but this is the simplest for present purposes.

¹⁷ Expert Council on University Governance, Final Report and Principles (September 2025).

CONSTITUTION¹⁸

THE AUSTRALIAN EXEMPLAR UNIVERSITY

PREAMBLE

The Australian Exemplar University (the University) is a body corporate and public university that has operated since 1960. It has been re-established under the Australian Public Universities Act 2027, an Act of the Parliament of Australia.

Since its founding the University has been committed to higher education teaching and research of the highest quality. It acknowledges a nexus between the two. It is committed to freedom of inquiry, expression and association.

The University re-commits itself to academic self-governance, whilst acknowledging the legitimate interests of numerous communities and the need for external participation in its governance.

As a matter of law, the University has the objects, powers and functions set out from time to time in the Australian Public Universities Act. The purpose of this Constitution is to provide an accessible and informative description of how it wishes to be governed and managed.¹⁹ Unless incompatible with a provision in that Act or some other applicable law, it binds the University, its staff and students.

1. OBJECTS OF THE UNIVERSITY

The objects for which the University has been established are:

- 1.1. To undertake teaching and offer programs leading to awards within the Australian Qualifications Framework, and other courses of study that meet the needs of the community;
- 1.2. To engage in research and innovation that advances knowledge and contributes to the prosperity of the nation and the advancement of civilisation;
- 1.3. To conduct other activities that support the University's teaching and research functions.

2. VALUES OF THE UNIVERSITY

- 2.1. The University is committed to freedom of speech and academic freedom.
- 2.2. The University operates on the basis that it is best governed and led as a democracy in which academic staff have the primary responsibility as well as the privilege of participating in decisions that affect the University's future.
- 2.3. The University is committed to taking into consideration the views of its staff, students, alumni and others with a stake in the University's activities.
- 2.4. The University holds its Executive fully to account for its actions, and expects the Executive to manage the institution according to clear and promulgated policies and procedures in a predictable, accountable and open manner.

¹⁸ We have chosen the term 'constitution' although most universities are in fact "constituted" by their founding legislation. We want to reinforce the idea that universities are more like polities than trading companies. While other labels could be used, such as 'charter', the point remains: universities are unique social institutions shaped by relations of power, responsibility, accountability and democratic decision-making.

¹⁹ This Constitution does not repeat all the statutory provisions that apply to the University, in the same way that the constitution of a body incorporated under the Corporations Act 2001 (Cth) does not repeat the whole of that Act.

3. POWERS OF THE UNIVERSITY

- 3.1. The University has the power to do all things that are necessary or convenient to be done for, or in connection with, its objects.

4. MEMBERS OF THE UNIVERSITY

- 4.1. For the purposes of this Constitution the members of the University are all the continuing academic staff members within the meaning of the University's Enterprise Agreement, but where the Vice-Chancellor or an acting Vice-Chancellor is also a continuing academic staff member the Vice-Chancellor or acting Vice-Chancellor is not a member whilst holding that office.
- 4.2. A person ceases to be a member of the University if the person ceases to be a continuing academic staff member.
- 4.3. In addition to functions conferred by the Boards of Governors, the members of the University have the following functions and powers, to be exercised, unless otherwise provided below, according to a simple majority of those voting in a secret ballot:
 - 4.3.1. To appoint the University Arbiter;
 - 4.3.2. To appoint the Chair of Academic Senate;
 - 4.3.3. To advise the Boards of Governors of their view on any matter relating to the University;
 - 4.3.4. To petition the Boards of Governors to consider a particular matter;
 - 4.3.5. By a 75% majority of those voting in a secret ballot, to petition the Boards of Governors to remove the Vice-Chancellor from office.
- 4.4. Subject to this Constitution, the members may make rules as to their office-holders and procedures.

5. GOVERNANCE OF THE UNIVERSITY

- 5.1. The governance authority of the University are the Boards of Governors and the University Arbiter.
- 5.2. The Boards of Governors comprise the Academic Senate and the External Council as co-equal arms of governance.
- 5.3. Subject to this Constitution, each board may make rules about its procedure.
- 5.4. The Boards of Governors may meet together in a joint session to debate a matter, if desirable and convenient, but decisions shall be taken by each board's members voting separately.
- 5.5. Joint sessions are chaired by the Chancellor.
- 5.6. Members of each board owe a fiduciary duty²⁰ to the University and the following duties:²¹
 - 5.6.1. To act always in the best interests of the University as a whole;
 - 5.6.2. To act honestly and for a proper purpose;
 - 5.6.3. To exercise reasonable care and diligence;
 - 5.6.4. To avoid conflicts of interest to the extent practicable and to disclose to the Boards and the University Arbiter any remaining conflicts of interest;

²⁰ Whether or not a fiduciary duty exists is a matter of general law, but this does not prevent a contractual term that a party is to be treated as a fiduciary. Members of boards might therefore execute a deed when assuming office, which would also reinforce the idea of duties. In addition, the Australian Public Universities Act 2007, in refreshing the foundation of all public universities, could make express provision.

²¹ An alternative is to draw on the list of general duties of officials under the Public Governance, Performance and Accountability Act 2013, in sections 25 to 28: a duty of care and diligence, a duty to act in good faith and for proper purpose, a duty in relation to use of position and a duty in relation to use of information.

- 5.6.5. To ensure that information obtained because of the member's position is not used to gain an advantage for the member or another person, or to cause detriment to the University or another person.
- 5.7. The University Arbiter may remove a member of a board on the recommendation of two-thirds of the members of that board if the University Arbiter is satisfied that the member has committed a serious breach of a duty under this Constitution.
- 5.8. A member of a board has the immunity from suit provided in the Australian Public Universities Act 2027 and may not be granted any separate immunity by the University.
- 5.9. The University Arbiter has immunity from suit by the University for any act done or omitted to be done honestly in the exercise, or purported exercise, of a function under this Constitution.
- 5.10. The University Arbiter will be wholly indemnified by the University against any claim made against the University Arbiter by any other person in relation to any act done or omitted to be done honestly in the exercise, or purported exercise, of a function under this Constitution.

6. THE ACADEMIC SENATE

- 6.1. Members of the Academic Senate are:
- 6.1.1. The Chair, elected by the members under 4.3.2 for a period not exceeding 3 years;
- 6.1.2. The Deans, ex officio;
- 6.1.3. Two continuing academic staff members from each Faculty chosen by the Board of that Faculty from within its membership for a period not exceeding 3 years;
- 6.1.4. An undergraduate, a coursework postgraduate and a research higher degree postgraduate student of the University elected each year by their respective contemporaries.
- 6.2. The Chair of the Academic Senate must be a Professor of the University, other than a Dean or a member of the Executive, who has held that level of appointment for a cumulative total of at least five years at the University or another university.
- 6.3. The Academic Senate, in addition to its other governance obligations, has the primary responsibility for ensuring the University meets the requirements of academic governance set out in Domain 6.3 of the Higher Education Threshold Standards 2018 or any successor instrument.
- 6.4. The Vice-Chancellor has rights of audience and debate at meetings of the Academic Senate, subject to the authority of the Chair.

7. THE EXTERNAL COUNCIL

- 7.1. The members of the External Council are:
- 7.1.1. Those persons appointed by the Minister; and
- 7.1.2. Two graduates of the University chosen through a method approved by the Minister.
- 7.2. The External Council is chaired by the Chancellor, who is elected by the members of the External Council for a period not exceeding 3 years from the persons in 7.1.1.
- 7.3. A person in 7.1.1. may also be a graduate of the University.
- 7.4. The External Council may invite the Vice-Chancellor, any staff member and any student of the University to assist it in relation to a particular item of business at a meeting.

8. THE BUSINESS OF THE BOARDS

- 8.1. As governance bodies, the Boards of Governors are responsible for oversight of the Executive in the Executive's management of the University.
- 8.2. The strategic plan, annual budget and annual financial statements of the University must be approved by each board and these decisions may not be delegated.

- 8.3. Subject to 6.3 above, the Boards of Governors are responsible for ensuring that the University meets the requirements of the Higher Education Threshold Standards and legislation to which the University is subject.
- 8.4. The Boards of Governors must maintain a Schedule of Delegations but, with the exception of the Deans, no member of a board may be delegated a management function.
- 8.5. In the event of disagreement between the boards on a matter which must be decided by both boards, a joint session of the boards will be held to seek a resolution of the difference. If the matter in dispute is about the approval of the annual budget or an obligation imposed by law on the University and no agreement is reached in a joint session, the matter will return to the External Council which will make the final decision.

9. THE EXECUTIVE

- 9.1. The Executive of the University is:
 - 9.1.1. The Vice-Chancellor;
 - 9.1.2. The holders of any Deputy Vice-Chancellor positions created by the Boards of Governors;
 - 9.1.3. The Chief Operating Officer;
 - 9.1.4. The Chief Financial Officer; and
 - 9.1.5. The holders of such other management positions created by the Boards of Governors, but no such position may be described as a Deputy Vice-Chancellor if the portfolio of duties is not within 11.2.
- 9.2. Meetings of the Executive are chaired by the Vice-Chancellor.

10. THE VICE-CHANCELLOR

- 10.1. The Vice-Chancellor is the Executive Officer of the University and the most senior member of the Executive.
- 10.2. The Vice-Chancellor must be appointed following a competitive process which is open to internal and external candidates.
- 10.3. The Vice-Chancellor is the supervisor of the Deans and other members of the Executive.
- 10.4. The Vice-Chancellor must be a person of high academic standing and achievement.
- 10.5. The Vice-Chancellor may only hold the title of Professor if the Vice-Chancellor would be eligible for appointment as a professor under the University's Appointments Policy.
- 10.6. The appointment, terms and conditions and removal of the Vice-Chancellor are decided by the Boards of Governors.
- 10.7. The total remuneration of the Vice-Chancellor shall not exceed the remuneration from time to time of the Chief Justice of the High Court of Australia.

11. DEPUTY VICE-CHANCELLORS

- 11.1. Deputy Vice-Chancellors must be persons of high academic standing and achievement.
- 11.2. The portfolio of duties of a Deputy Vice-Chancellor must relate primarily to student matters, teaching or research.

12. THE UNIVERSITY ARBITER

- 12.1. The University Arbiter is a neutral and independent person with the ultimate responsibility of upholding the University Constitution and deciding disputed matters of compliance with the University's rules, policies and procedures.

- 12.2. The University Arbiter may not be a current student or staff member of the University and must not have been a student or staff member of the University within the 10 years immediately preceding appointment.
- 12.3. The University Arbiter may not be a current member of the External Council.
- 12.4. Decisions of the University Arbiter are binding on the Boards of Governors, the Executive, staff and students of the University.
- 12.5. The University Arbiter holds office for a fixed period of 5 years.
- 12.6. One further fixed term period not exceeding 5 years may be served by the University Arbiter.
- 12.7. The University Arbiter is engaged under a contract with the University on remuneration and terms and conditions decided by the Boards of Governors.
- 12.8. The University Arbiter may be removed during a term of office by the Boards of Governors on the grounds only of proven misconduct or incapacity.
- 12.9. The University Arbiter has the powers of inquiry conferred by the Board of Governors.
- 12.10. The University Arbiter must maintain a register of conflicts of interest disclosed by members of the Boards of Governors.
- 12.11. The University Arbiter may only decide a matter or exercise a function relating to compliance with or the interpretation of this Constitution or a rule, policy or procedure of the University.
- 12.12. The University Arbiter may not make any decision or provide advice on the merits of a course of action that would otherwise be compliant with the Constitution or a rule, policy or procedure of the University.

13. FACULTIES OF THE UNIVERSITY

- 13.1. There are to be Faculties of the university that are decided by the Boards of Governors.
- 13.2. The Faculties are the primary academic unit of the University, and are headed by a Dean.
- 13.3. All teaching or research functions of the University must be the ultimate responsibility of a Faculty through the Dean, whether or not they involve collaboration with other Faculties.
- 13.4. All members of the academic staff of the University must be a member of at least one Faculty.
- 13.5. There must be a Faculty Board in each Faculty, chaired by the Dean, which comprises 20% of the continuing academic staff of the Faculty, or such other proportion as the Faculty Board determines, and at least one undergraduate, one coursework postgraduate and one research higher degree postgraduate of the Faculty elected each year by their respective contemporaries.
- 13.6. The Faculty Board is the ultimate authority within the Faculty on academic matters within the Faculty.
- 13.7. Faculties may be organised into departments, schools, centres or other sub-units as are decided by the Faculty Board.
- 13.8. The Dean may convene a Faculty Executive for the purposes of assisting the Dean in managing the business of the Faculty.

14. THE DEANS

- 14.1. Deans must be eligible for and hold the position of Professor.
- 14.2. The Dean of each Faculty is elected by the continuing academic staff members of that Faculty, after consultation with the Vice-Chancellor, for a term not exceeding five years, on terms and conditions agreed by the members of the Faculty.
- 14.3. A Dean may be re-elected for one or more terms of office but may not serve as Dean of that Faculty for a cumulative period exceeding ten years.

- 14.4. A vacancy in a deanship may be filled by a process of external competitive selection provided it is open also to internal candidates, but the final decision to appoint a candidate as Dean is made by members of the Faculty.
- 14.5. A Dean may be removed from the office of Dean by a secret ballot of the members of the Faculty with a majority of 75% of those voting.

15. THE GENERAL DIRECTION OF THE UNIVERSITY

- 15.1. The future direction of the University must be described in a strategic plan proposed by the Vice-Chancellor and approved by the Boards of Governors.
- 15.2. The strategic plan must be a document available to students and staff of the University.
- 15.3. The Vice-Chancellor must maintain a document, for approval by the Boards of Governors, outlining the risks that in the judgement of the Vice-Chancellor the University faces, and the means by which those risks are to be mitigated.

16. AMENDMENTS TO THE CONSTITUTION

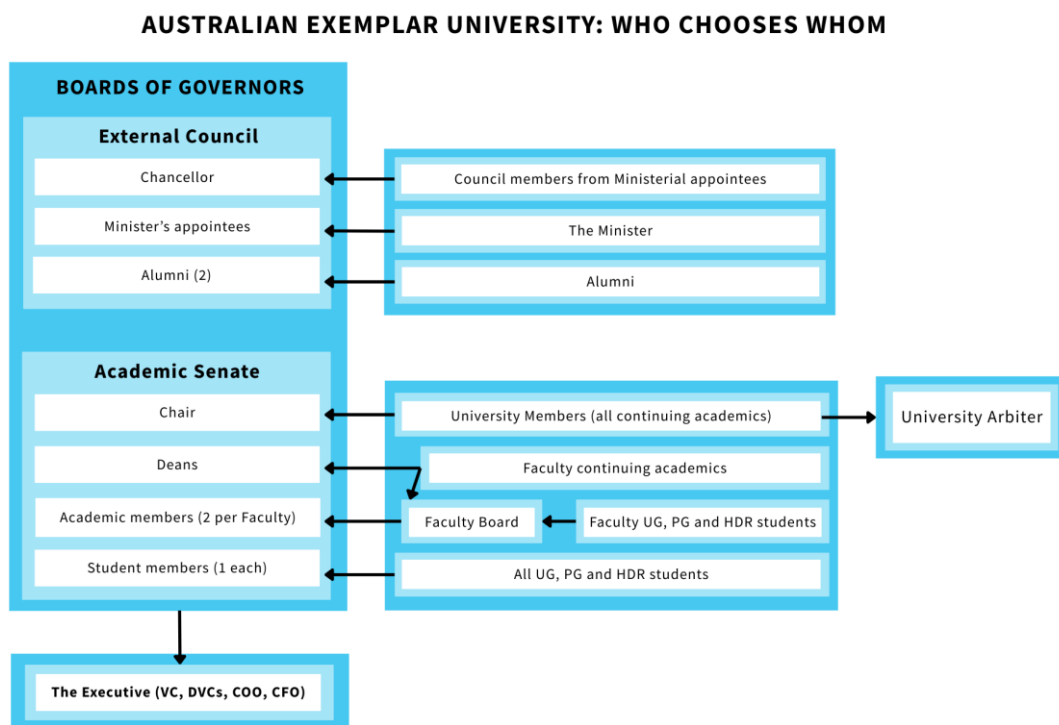
- 16.1. Proposed amendments to this Constitution must be forwarded to the Minister under the Australian Public Universities Act 2027 (Cth) following one of two alternative procedures:
- 16.2. A petition by at least 75% of the members voting in a secret ballot;
- 16.3. A resolution passed with a majority of 75% of those voting by each Board of Governors.

17. OTHER RULES

- 17.1. In addition to the power to make Statutes under the Australian Public Universities Act 2027, the Boards of Governors may make Rules or approve Policies and Procedures on any matter relating to its powers and duties or the putting into effect of this Constitution, unless that power resides with another under this Constitution.

AN ORGANISATIONAL CHART

To assist the reader in understanding the relationships in the Constitution, in particular who appoints whom, the following chart sets them out diagrammatically.



Conclusion

As we said earlier, this Constitution is simply an example of how a contemporary academically-led university might be governed and operate.

A university with a particularly strong research mission might decide to create research institutes in parallel with faculties, but we have sought to make the Faculty the primary academic unit here.

A university with a strong local mission might wish to reflect that in a Preamble and in its Objects.

Another university, perhaps one with particularly close links to industry, might not seek to restrict eligibility to be a Vice-Chancellor to those with high academic standing and achievement. But we have chosen to restrict it, in the case of this particular exemplar university.

We can understand a view that the administrators of the University are insufficiently represented, but there is no simple way round this. First, they are arguably extensions of the Executive and the intention is to separate governance and management functions. Second, they may be greater in number than continuing academic staff, but to restrict administrator representation to, say, a certain occupational level and above may be invidious.

We can also understand a view that there should be greater representation of students. In the absence of information about how many students this university has, it is hard to know. It is interesting that as universities have grown substantially in student numbers, the number of student members of Academic Boards and Councils has not increased in the sector. Perhaps more thinking is required on what is proportional representation in this context.

Similarly, we have confined membership of the University to continuing academics. To extend it beyond them to those on fixed term contracts is possible but problematic because some of those terms may be short and because the aim of universities probably should be to reduce to a practical minimum the number of fixed term and sessional staff.

As we have said repeatedly, there is room for other arrangements in other universities.

We have sought to keep the amount of detail contained in the Constitution to a minimum, to promote readability and comprehension. In practice, much further detail would be required, somewhere, for example to do with notice of meetings and voting procedures. The power to make those rules is dealt with in 17.1.

Returning to potential major objections, we can understand that occasionally there will be problematic stalemates between the two governance boards, which we have sought to provide for on some important issues. In other issues, they just have to work it out. If, for example, they can't agree on who should be the Vice-Chancellor or whether the Vice-Chancellor should be removed, then the default is no decision. We have avoided a step-in power for the Minister, although it is possible that such a power is created in the imaginary Australian Public Universities Act.

We have assumed, possibly mischievously, that the federal government acquires legislative powers over universities. This has been proposed from time to time, from different points in the political perspective.²² The times and points are yet to converge. If this should prove a step too far, it might be feasible, and possibly simpler, if one state or territory took the lead.

We have not sought to determine the size of the External Council, nor the process for appointment, but to leave that up to the Minister. The Constitution itself does not constrain the Minister as to particular skills and expertise that must exist within the Executive Council, but we would expect in practice that the parent Act would deal with this, as current university acts do. Anyway, no internal constitution could bind a Minister, or anyone else outside the institution.

²² See most recently the paper by Professor John Quiggin, above.

Overall, it is possible that decision-making may be slowed. This is not necessarily a bad thing, and might be inherent in the idea of “deliberative” democracy. A slow good decision is presumably better than a quick bad one.

An increasing number of decisions in universities today are occasioned by external regulation and compliance obligations. A shift toward more academically-led and less externally regulated universities would free up time and resources internally that could be used to make better decisions carefully; decisions that would carry more legitimacy within.

At the risk of clichés, adopting a Constitution like this would only be the start of a journey and the building of a culture. That culture would differ from university to university. The component parts of governance and management would have to devise ways of working constructively with each other in the best interests of the University as a whole.

Finally, in words attributed to Sir Winston Churchill, and most certainly clichéd,

“It has been said that democracy is the worst form of Government except for those other forms that have been tried from time to time ...”

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