PEOPLE AND CULTURE COMMITTEE

Terms of reference

The role of the committee is to monitor and advise Senate on:

a) strategic human resources (HR) issues across the University, including:
   i. HR structures and processes
   ii. HR group reform programs
   iii. HR operations
   iv. diversity and inclusion strategies especially women’s and Indigenous people’s programs
   v. learning and development programs
   vi. enterprise bargaining and the Enterprise Agreement
   vii. succession planning for senior executive roles including the Vice-Chancellor and his or her
direct reports
   viii. matters relating to the University’s strategies and policies supporting the recruitment and
management of its academic and non-academic staff

b) governance issues generally as they relate to Senate and the University including:
   i. induction and continuing education of Fellows
   ii. Senate performance reviews
   iii. committee structure and remits

c) the culture at the University, including the need for any reviews or external advice

d) safety, health and wellbeing (SHW) related matters, specifically:
   i. compliance with SHW legislation as it applies to the University
   ii. related risks arising from the activities and operations of the University and affiliated entities
   iii. related health and wellbeing related risks arising from or contributing to the activities and
operations of the University and affiliated entities

e) suggestions for honorary degrees and honorary fellowships

f) naming proposals, changes to existing names or the discontinuation of existing names in relation to
   University buildings and other significant assets, including scholarships and prizes, centres and
   institutes, and foundations

g) ensuring the effective management of risk in areas covered by the committee’s remit

h) conducting deep dive reviews in in the areas covered by the committee’s remit.

The Committee’s terms of reference are reflected in the University of Sydney (Delegations of Authority –
Administrative Functions) Rule 2016 (‘the Delegations’). The committee is authorised by Senate to:

a) as specified in Clause 46A of Chapter 4A of the University of Sydney By-Law, as the Nominations
   Committee of Senate, identify and recommend to Senate persons who may be suitable for
   nomination or appointment by Senate, or consideration for appointment by the Minister

b) in accordance with Delegation 7.3.1 approve the appointment of:
   iv. a Pro-Vice-Chancellor
   v. any other principal officer
   vi. a Dean or Head of University School and Dean;

c) in accordance with Delegation 7.3.3, determine non-remuneration conditions of employment,
   excluding extension or renewal of fixed term employment, for a Deputy Vice-Chancellor or
   University Chair, after consultation with the Vice-Chancellor

d) in accordance with Delegation 7.6.1 approve the award of an academic title for non-professorial
   staff who occupy the position of:
i. Pro-Vice-Chancellor
ii. any other principal officer
iii. Dean

after consultation with the Provost

e) in accordance with Delegation 7.11.1, terminate the employment of a Deputy Vice-Chancellor or other principal officer, after consultation with the General Counsel and the Chief Human Resources Officer; and

f) in accordance with Delegation 13.7.1, appoint a person who is not a fellow of Senate as representative on a nominated University organisation.

The People and Culture Committee shall form a Remuneration Subcommittee.

Terms of Reference – Remuneration Subcommittee
The subcommittee’s terms of reference are reflected in the University of Sydney (Delegations of Authority – Administrative Functions) Rule 2016 (‘the Delegations’). The Remuneration Subcommittee is authorised by Senate to:

a) in accordance with Delegation 7.3.2, review the performance of the Vice-Chancellor, determine his or her remuneration package, incentive payments, and terms of employment

b) in accordance with Delegation 7.4.1, approve payment of performance bonuses for the Vice-Chancellor or a Deputy Vice-Chancellor, after consultation with Senate

c) review and approve the Vice-Chancellor’s recommendations regarding the remuneration, terms of employment and performance assessment of his direct reports.

Constitution
The People and Culture Committee is comprised of the following members:

• a chair appointed by Senate from the Fellows of Senate

• ex-officio members:
  o the Chancellor
  o the Deputy Chancellor
  o the Vice-Chancellor
  o the Chair of the Academic Board

• three Fellows of Senate who are external Fellows within the meaning of s9(9) of the University of Sydney Act and are appointed by Senate

• a minimum of two and up to three external members with appropriate professional expertise and experience, appointed by Senate on the recommendation of the chair of the committee. Senate may, on the advice of the committee, or of its own volition, co-opt additional members as required.

Constitution – Remuneration Subcommittee
The Remuneration Subcommittee is comprised of the following members:

• a chair appointed by Senate from the Fellows of Senate

• ex-officio members:

1 Not a staff or student Fellow
2 As the Chair of Academic Board is an ex-officio member as required by clause 46A of the University of Sydney By-law 1999 (as amended), the three Fellows are the Chair appointed by Senate, and two additional Fellows.
3 Not a staff or student Fellow

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Term of office and appointment
All members, including the chair, are appointed for a term of office of two years. Terms of office are staggered where possible so that expertise and continuity can be maintained.

Meetings
The People and Culture Committee meets at least four times per year. The Remuneration Subcommittee meets at least once per year.

Quorum
At any meeting of the People and Culture Committee, four members shall form a quorum. At any meeting of the Remuneration Subcommittee, three members shall form a quorum.

Reporting to Senate
The committee reports to Senate following each meeting. The Remuneration Subcommittee reports to the People and Culture Committee following each meeting.

Secretary to the committee and subcommittee
Secretary to Senate.

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Except for the meeting to review the Vice-Chancellor’s remuneration.

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