

Australia India Institute Charter

Established pursuant to the *University of Melbourne Act 2009 (Vic)* and
Section 7(1)(c) of the Vice-Chancellor Regulation



THE UNIVERSITY OF
MELBOURNE

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1. Definitions

Unless the contrary intention appears, these meanings apply:

Advisory Board means the Australia India Institute Advisory Board.

CEO means the Chief Executive Officer, who is the head of the Australia India Institute.

Council means the Council of the University of Melbourne.

DVC(GCE) means the Deputy Vice-Chancellor (Global, Culture and Engagement), of the University.

PVCI means the Pro Vice-Chancellor (International) of the University

University means the University of Melbourne.

University Department means a department of the University established and defined under Section 7 of the Vice-Chancellor Regulation.

University Regulatory Framework means the instruments that govern the University's operations which include:

- (a) the University of Melbourne Act 2009 (Vic);
- (b) the University Statute;
- (c) University Regulations;
- (d) University Policies;
- (e) University Processes; and
- (f) the University Delegations Framework;

Vice-Chancellor means the Vice-Chancellor of the University of Melbourne.

2. Establishment

The Australia India Institute is a **University Department** established pursuant to Section 21 (Part 3) of the University of Melbourne Act 2009 (Vic), and Section 7(1)(c) of the Vice-Chancellor Regulation.

3. Recitals

A. History

The Australia India Institute was established in 2008 as an initiative of the University of Melbourne (the **University**), the Commonwealth Government and the Victorian Government under the responsibility of the University of Melbourne Council.

In 2018, the **Council** approved amendments to the Council Regulation and the Vice-Chancellor Regulation to give the **Vice-Chancellor** the authority to establish all institutes, including the Australia India Institute. This is aligned with the **Vice-Chancellor's** existing power to establish **University Departments** under Section 7 of the Vice-Chancellor Regulation. The Australia India Institute is established under the authority of the **Vice-Chancellor**.

B. Vision

The vision of the Australia India Institute is to be the leading voice on the Australia-India relationship and the principal convenor of strategic dialogue between our two nations.

C. Mission

The mission of the Australia India Institute is to mobilise Australian and Indian leaders and institutions in order to forge a stronger and more enduring relationship between our two countries.

4. Aim and objectives

4.1 Objects of the University

The objectives of Australia India Institute and its activities are consistent with and support the objects of the **University** as articulated in Section 5 of the University of Melbourne Act 2009 (Vic), and as required under Section 7(4)(a) of the Vice-Chancellor Regulation.

Specifically, the objectives of Australia India Institute are aligned with the **University's** commitment to serve the Victorian, Australian and international communities and the public interest by:

- (a) enriching cultural and community life;
- (b) elevating public awareness of educational, scientific and artistic developments; and
- (c) promoting critical and free enquiry, informed intellectual discourse and public debate within the **University** and in the wider society.

4.2 Aim

The aim of the Australia India Institute is to make a positive, influential contribution to public dialogue and government policy on the Australia India relationship and its role in the world.

4.3 Strategic objectives

The strategic objectives of Australia India Institute, include;

- (a) To become Australia's leading authority on India and the bilateral relationship by commissioning world-class research and analysis.
- (b) To shape policy and public debate on Australia-India relations by informing policy dialogue and public discussion across key themes.
- (c) To deliver an influential program of dialogues and events across both Australia and India that builds critical ballast and understanding between individuals and institutions.

5. Vice-Chancellor of the University

The **Vice-Chancellor** is ultimately accountable for the performance of Australia India Institute.

6. Adherence to the University Regulatory Framework

6.1 Overarching obligation

As a **University Department**, the Australia India Institute must adhere to the **University Regulatory Framework**.

6.2 Budget

Without limiting Section 6.1, and recognising where applicable specific funding conditions from external funders, the budget of Australia India Institute will follow the University Planning and Accountability Framework and Planning and Budgeting Cycle. The budget of the Australia India Institute will accord with the principles and budget parameters applicable to all budget divisions of the **University**.

7. Governance arrangements and required reporting

In accordance with Section 7(4)(b-c) of the Vice-Chancellor Regulation, the governance arrangements and required reporting of the Australia India Institute are as follows:

- (a) The **DVC(GCE)** is accountable to the **Vice-Chancellor** on overall performance and on other matters relating to the Australia India Institute.
- (b) The **CEO** is the head of the Australia India Institute and is appointed by the **Vice-Chancellor** in accordance with Section 7(3) of the Vice-Chancellor Regulation.
- (c) The **CEO** leads the activities and operations of the Australia India Institute and reports to the **PVCI**, who is accountable to the **DVC(GCE)** and the **Vice-Chancellor**.
- (d) The **CEO** reports to the **PVCI** on:
 - (i) all strategic outcomes captured in the Australia India Institute Strategic Plan; and
 - (ii) the **CEO's** performance and all operational matters.
- (e) The management of Australia India Institute is integrated within the **DVC(GCE)** portfolio.
- (f) The Chair of the Australia India Institute Advisory Board and the **CEO** advise the **DVC(GCE)** in alignment with the role and responsibilities of the Australia India Institute Advisory Board (see Section 8 of this Charter).

- (g) The governance arrangements and reporting lines of the Australia India Institute may be amended from time-to-time with the approval of the **Vice-Chancellor**.
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8. Australia India Institute Advisory Board

8.1 Establishment, Advisory Board role and responsibilities

- (a) The Australia India Institute Advisory Board is established as the principal advisory body for the Australia India Institute.
- (b) The Australia India Institute Advisory Board supports the Australia India Institute's strategic objectives by undertaking the following activities under three broad functions:
- A: Ambassadorial**
- (i) Cultivating relationships;
 - (ii) Friend-raising through the development of special relationships that add value to Australia India Institute's activities;
 - (iii) Supporting stakeholder engagement;
- B: Advocacy**
- (iv) Fundraising and other revenue raising strategies and targets;
 - (v) Advocating and promoting, where appropriate, for the interests of the bilateral relationship on the global stage;
- C: Advisory**
- (vi) Providing wise counsel on issues relevant to Australia India Institute's strategy and activities, and
 - (vii) Providing insights and ideas on Australia India Institute's strategy and activities including opportunities for their improvement and to create impact.
- (c) The remit of the role and responsibilities of the Australia India Institute Advisory Board, and any subsidiary committees it establishes, may include (but are not limited to) activities in each of the Australia India Institute's key program areas:
- (i) Security and Geopolitics;
 - (ii) Education and Skills;
 - (iii) (Sustainable Economies; and
 - (iv) Cultural Diplomacy.
- (d) The Australia India Institute Advisory Board advises the **DVC(GCE)** and the **CEO** and has no authority to act or make decisions on behalf of Australia India Institute or the **University**.
- (e) Members of the Australia India Institute Advisory Board must
- (i) act reasonably to ensure that the **Advisory Board** carries out its role and responsibilities appropriately, effectively and efficiently;
 - (ii) act in good faith, honestly and for proper purposes consistent with the objects and interests of the **University** and the Australia India Institute;
 - (iii) exercise reasonable skill, appropriate care and diligence;
 - (iv) take reasonable steps to avoid all conflicts of interest unless they are declared in accordance with Section 8.8(c) of this Charter; and (v) not make improper use of their position as members.

8.2 Australia India Institute Advisory Board membership

- (a) The Australia India Institute Advisory Board shall consist of the following members:
- (i) The **Vice-Chancellor** (or nominee);
 - (ii) The **CEO**, or the head of Australia India Institute; and
 - (iii) Up to nine (9) members with the relevant skills and expertise, appointed by the **Vice-Chancellor**.
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- (b) The relevant skills and expertise of members shall be prescribed in a Skills Matrix, developed by the **Advisory Board** in close consultation with the **DVC(GCE)** and approved by the **DVC(GCE)** on behalf of the **Vice-Chancellor**.
- (c) The Chair of the **Advisory Board**, in close consultation with the **CEO** and the **DVC(GCE)**, shall ensure that there are appropriate inductions, succession planning, and board review processes in place to optimise the effectiveness of the **Advisory Board**.

8.3 Selection and appointment of the Australia India Institute Advisory Board Chair and members

- (a) The **Vice-Chancellor** appoints the Australia India Institute Chair and members under Section 8.2 (a)(ii) and (iii).
- (b) In appointing Australia India Institute Advisory Board members outlined in Section 8.2 (a)(iii), the **Vice-Chancellor** will receive recommendations from a nominating committee consisting of the Chair of the **Advisory Board**, the **DVC(GCE)** and the **CEO**.
- (c) In nominating and appointing the Australia India Institute Advisory Board members outlined in Section 8.2 (a)(iii), the nominating committee and the **Vice-Chancellor** will take account of:
 - (i) the Australia India Institute's key program areas; and
 - (ii) any gaps in the Australia India Institute's Advisory Board members' skills and experience including disciplinary background and diversity, as outlined in the Australia India Institute Advisory Board Skills Matrix.
- (d) The **Vice-Chancellor** will appoint the Australia India Institute Advisory Board Chair.
- (e) Casual vacancies on the Australia India Institute Advisory Board will be filled according to the selection process and considerations outlined at Sections 8.3(a)-(d) of this Charter.

8.4 Term of appointment of the Australia India Institute Advisory Board Chair and members

- (a) Members of the Australia India Institute Advisory Board appointed under Section 8.2(a)(iii) hold a term of appointment of three years and may be re-appointed by the **Vice-Chancellor** on the recommendation of the nominating committee for one further three-year term.
- (b) The **Vice-Chancellor** may approve, in exceptional circumstances (to be determined by the **Vice-Chancellor**), that a member of the Australia India Institute Advisory Board may continue to be a member beyond the re-appointment period designated in Section 8.4(a).
- (c) Each member of the Australia India Institute Advisory Board will receive a letter of appointment from the **Vice-Chancellor**, which sets out clearly their term of appointment and their role and responsibilities as an Advisory Board member.

8.5 Removal of Australia India Institute Advisory Board members

- (a) The **Vice-Chancellor** may remove any member from the Australia India Institute Advisory Board at any time.
- (b) The Chair, with or without consultation with the Australia India Institute Advisory Board, may recommend to the **Vice-Chancellor** the removal of any member appointed under Section 8.2 (a)(iii).

8.6 Meetings of the Australia India Institute Advisory Board

- (a) The Australia India Institute Advisory Board must meet at least three (3) times a year.
- (b) The Chair of the Australia India Institute Advisory Board is responsible for the conduct of all the Australia India Institute Advisory Board meetings and may invite non-members to attend meetings, as appropriate.
- (c) In the absence of the Chair, a Deputy Chair, nominated by the **Advisory Board**, must act as the Chair.
- (d) The **CEO** of the Australia India Institute will prepare meeting agendas and papers in consultation with the Chair, and meeting papers should be available to members at least five (5) business days prior to a meeting.
- (e) Attendance at meetings may be in person, by telephone, or videoconference.
- (f) The **CEO** is responsible for providing secretariat support to the Australia India Institute Advisory Board meetings.

- (g) Expenses incurred by members in attending meetings, as a general rule, are to be met by the members themselves. However, the Australia India Institute, at its discretion, may choose to cover such expenses in full or part.

8.7 Meeting Quorum

- (a) To achieve quorum for Australia India Institute Advisory Board meetings, the Chair and at least one third of the remaining Australia India Institute Advisory Board members must be present, including the **CEO**.
- (b) The Chair may set a different minimum number of members to be present, where appropriate, for a particular meeting.
- (c) For the avoidance of doubt, attendance under one of the methods in Section 8.6(e) constitutes presence at a meeting.

8.8 Voting and declarations of interest

Subject to Section 8.1 of this Charter, any procedural matters requiring determination by the Australia India Institute Advisory Board are decided by a vote in accordance with this section.

- (a) Unless otherwise specified in this Charter, all matters to be voted on will be determined by majority vote of all members of the Australia India Institute Advisory Board present at the meeting and eligible to vote.
- (b) The Chair at any meeting of the **Advisory Board** has: (i) a vote; and (ii) in case of an equality of votes, a casting vote.
- (c) A member of the **Advisory Board** who has an interest in a matter being considered or about to be considered by the **Advisory Board** must, as soon as practicable after the relevant facts have come to their knowledge, declare the nature of the interest at a meeting of the **Advisory Board** or in writing addressed to the Chair.
- (d) If the Chair receives a written declaration of an interest, the Chair must report it, or require it to be reported, at the next meeting of the **Advisory Board**.
- (e) Any declarations of interest received in writing or during the meeting must be recorded in the minutes of the meeting.
- (f) After a declaration is made under Section 8.8(c) by a member of the **Advisory Board** —
 - (i) the member must not be present during any deliberation with respect to that matter unless the **Advisory Board** otherwise directs; and
 - (ii) the member is not entitled to vote on the matter; and
 - (iii) if the member does vote on the matter, the vote must be disallowed.

8.9 Australia India Institute Advisory Board Sub-Committees

- (a) The Australia India Institute Advisory Board may establish sub-committees as considered necessary for the purposes of the **Advisory Board**.
- (b) The Australia India Institute Advisory Board approves the terms of reference, the Chair and the membership of the sub-committees.
- (c) Subject to this Charter, the Chair of Australia India Institute Advisory Board in consultation with the **Advisory Board**, the **DVC(GCE)** and **CEO**, is responsible for setting, and regularly reviewing the terms of reference for Australia India Institute Advisory Board sub-committees, which are ultimately approved by the **Advisory Board**.
- (d) The terms of reference for the Australia India Institute Advisory Board sub-committees must include:
 - (i) a clear purpose which relates to the purposes of Australia India Institute Advisory Board;
 - (ii) particular tasks to be undertaken by the sub-committee; and
 - (iii) a date for the conclusion of the sub-committee's business.
- (e) Members of the Australia India Institute Advisory Board serving on sub-committees of the **Advisory Board** serve in accordance with the term of their Australia India Institute Advisory Board membership and with a clear letter of appointment indicating the duration of their appointment, role and responsibilities.

- (f) Members of the Australia India Institute Advisory Board sub-committees who are not also members of the **Advisory Board** hold office for a maximum of three years, or the duration of the sub-committee whichever is the shorter. These members may be re-appointed by the Australia India Institute Advisory Board on the nomination of the sub-committee Chair.
- (g) The Australia India Institute Advisory Board may disestablish a sub-committee or remove any member from membership of a sub-committee at any time, in consultation with the **DVC(GCE)**.
- (h) The Australia India Institute Advisory Board sub-committees are advisory and provide recommendations to the Australia India Institute Advisory Board for its consideration and action.

9. Chief Executive Officer, Australia India Institute

9.1 Appointment of the CEO

- (a) The **Vice-Chancellor** must, on terms and conditions approved by the **Vice-Chancellor**, appoint as the head of Australia India Institute, a **CEO**, who will be a staff member of the **University**.
- (b) The selection process will be conducted in strict adherence with prevailing **University** policies and will be University-led and managed.

9.2 Role and responsibilities of the CEO

- (a) The **CEO** reports to the Pro Vice-Chancellor (International) and, subject to the direction of the **PVCI**, the **CEO** manages and is responsible for the activities and operations of Australia India Institute. The **CEO's** annual performance will be reviewed by the **PVCI** in line with **University** policies and procedures. Feedback on the **CEO's** performance may be sought from Australia India Institute Advisory Board at the discretion of the **PVCI**.
- (b) The **CEO's** duties are to uphold the objectives of the **University** and those of Australia India Institute as described at Section 4 of this Charter.
- (c) The **CEO's** duties include:

Strategy and Management

- (i) Provide strategic and management leadership for Australia India Institute.
- (ii) Develop strategic, and other plans covering all aspects of Australia India Institute's activities and operations, and ensure their timely implementation.
- (iii) Appoint, and provide effective management and development of, Australia India Institute staff.
- (iv) Develop partnerships within and external to the **University** contributing to the profile and activities of Australia India Institute and its contribution to the cultural life, international strategy and Asia engagement of the **University** and the Victorian, Australian and international communities.
- (v) Provide expert advice to **University** staff on matters related to Australia India Institute activities. In addition, the **CEO** represents Australia India Institute and the **University** nationally and internationally, and is expected to provide exemplary leadership to the community.

Marketing, Sponsorship and Community Relations

- (vi) Initiate and implement strategies to ensure the financial sustainability of Australia India Institute.
- (vii) Participate at a high strategic and operational level in the University- wide Advancement campaign.
- (viii) Initiate and implement an integrated Communications plan for business development and maximization of Australia India Institute's profile.
- (ix) Establish effective relations with Australian and international bodies offering opportunities for the development of strategic partnerships benefiting Australia India Institute.
- (x) Represent and promote both Australia India Institute and the **University** in public forums, professional associations and the media.

10. Review of Charter

The **DVC(GCE)** and the **CEO** of the Australia India Institute must review this Charter on an annual basis and make recommendations to the **Vice-Chancellor** to approve any amendments. The Charter may be reviewed in consultation with Australia India Institute Advisory Board.

Version	Approved by	Approval date	Effective date	Amendments
1	Vice-Chancellor	1 Aug 2024	1 Aug 2024	New Charter