



UNSW Student Life

Arc BOARD

NON-STUDENT DIRECTORS HANDBOOK

arc.unsw.edu.au/board

Arc@UNSW LIMITED

Arc was formed in 2006 and is a not-for-profit organisation for students studying at UNSW. It's symbolic of an umbrella covering all of the students, clubs and societies in its care. Arc is all about everything outside the classroom; from volunteering opportunities to free food, there are a zillion opportunities to find your thing at uni with one of Arc's fun events or diverse clubs and societies. Arc is a membership organisation whose members include you; the students of UNSW, and stakeholders of the university community.

Arc is governed on core values with a mission to create the best student experience for all students at UNSW.



The Arc Board

Arc is a Not for Profit, Public Company, Limited by Guarantee, governed by a Board of Directors. The Arc Board is made up of 15 individuals 8 of whom are directly elected students, 2 indirectly elected students, 2 UNSW appointees, 2 UNSW Alumni and the Chief Executive Officer of Arc.

The Directors are responsible for all matters relating to the running of Arc. The Board's role is to govern the organisation rather than manage it. The Chief Executive Officer (CEO) and the Executive Team are responsible for managing the day to day operations in accordance with the direction of the Board.

Arc is a diverse workplace valuing diversity, gender equality and social inclusion and committed to upholding these values. We have created a culture in which difference is valued and positively encourage all candidates to apply irrespective of gender, ethnicity, age, disability, religious belief, sexual orientation or other characteristic. Our goal is to make everyone feel involved, respected and connected – where different ideas, backgrounds and perspectives work together to preserve the Arc values and behaviours.

Election of non-student Directors

Alumni Directors may be self-nominating or may be nominated for selection, and must be appointed by a Board appointed selection panel. University Directors are to be appointed by the University Council or its delegate.

Term of Office

Directors are elected for a term of 2 years (with the exception of ex-officio positions – SRC & PGC Presidents who are elected for a term of 1 year and the CEO remains for the duration of their contract); Alumni Directors and University Directors may only have three (3) consecutive terms of office unless otherwise approved by resolution at a General Meeting of Members.

The Chair of the Board and the Chairs of Subcommittees are elected to their positions by their fellow Board Directors, for a term of one (1) year. Only student Directors can be nominated for the positions of the Chair of the Board and the chairs of Subcommittees.

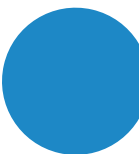
Qualifications

The following skills are desirable for all the non-Student Directors. Also, it is expected that Alumni Directors are UNSW Alumni too.

1. Alignment and understanding of the culture and mission of the organisation (mandatory)
2. Strong financial acumen (highly desirable)
3. Extensive experience in corporate governance (highly desirable)
4. Expertise in strategic planning and focus (highly desirable)
5. Comprehensive understanding of risk management and compliance (highly desirable)
6. Experience in either retail, marketing, social communities (desirable)

Expectations of non-student Directors

- Attend the Board meetings.
- Provide insight into the formulation of policies and guidelines, and Strategic goals by serving at least one committee of the Board of Directors.
- Be prepared for discussion by reviewing the agenda and all supporting materials prior to board or subcommittee meetings.
- Provide input and be a responsible voting member.
- Get involved to Board's working groups.
- Follow code of ethics, conflict of interest, and confidentiality policies.
- Serve as Arc ambassador.



Subcommittees

There are four (4) main Subcommittees of the Board:

1. Finance

Some of the committee's responsibilities includes but are not limited to:

- To advise the Board on financial matters of Arc
- To monitor and review the financial operations
- To review and recommend the Annual Budget and capital expenditure plan to Board

2. Nominations & Remunerations

Some of the committee's responsibilities includes but are not limited to:

- To identify and recruit nominees to the Board
- To ensure Arc follows relevant corporate governance principles in regards to its remuneration and nominations processes
- To undertake performance evaluations of the Board and the CEO
- To review and monitor electoral processes

3. Audit & Risk

Some of the committee's responsibilities includes but are not limited to:

- Monitor and review the auditing, internal control policies and procedures and financial reporting of Arc
- To report on any anticipated exposure to financial and internal control risk that could materially affect the reputation and/or operation of Arc.
- To advise the Board on auditing, internal control and financial reporting matters.

4. Student Development Committee

Some of the committee's responsibilities includes but are not limited to:

- Reviewing and overseeing Clubs & Societies and Student Programs
- Reviewing and overseeing new or future programs or student program initiatives of Arc
- To advise on policy, procedures and decisions that relate to Clubs and Student Programs The composition of the above Subcommittees is made up of Directors on the Arc Board.

The Board also oversees, without intervening, the following Student Councils:

Student Representative Council

The Student Representative Council represents the students of UNSW to the University administration, all levels of government, the local community, relevant unions and to peak national representative bodies. The Council deals with issues relevant to all UNSW students. Student representation is provided through the Council, Departments and Collectives, individual Officers and Councillors.

Postgraduate Council

The Postgraduate Council represents the postgraduate students of UNSW to the University administration, all levels of government, the local community and peak national representative bodies. Postgraduate student representation is provided through the PGC, individual Office Bearers and Councillors. The PGC deals with all representation issues that are specific to postgraduate students, whose needs and student experiences are different to those of the undergraduate students.

Inter-Residence Council

The IRC is an advocate for the residents of UNSW and encourage and promote positive relations among the Residences.

Meetings

The Board is constitutionally required to meet a minimum four (4) times per calendar year.

- All the Subcommittees generally meet on a quarterly basis.

All meetings are held at 6.00pm at the Kensington campus or online, during weekdays.



