



CORPORATE GOVERNANCE AT GCA

Greg Whateley

Ashok Chanda

November 2023

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A large, light gray watermark of the letters 'GCA' is centered on the page, enclosed within a thin gray rectangular border.

Corporate Governance relates to a number of **HESF 2021 standards** relevant to GCA including (but not limited to) the following –

Standard	Issue
6.1	Corporate Governance
6.2	Corporate monitoring and accountability
6.3	Academic governance
7.1	Representation of the entity
7.3	Information management



Overview of the Framework

Using a framework deduced from TEQSA¹, the following table provides an internal audit of coverage of **key elements** of best practice relating to Corporate Governance and how in turn GCA rates accordingly –

	Identifier	Evidence	Rating
1	Inclusion of independent members	2 of 4 members are independent	✓
2	Competent to undertake governance role	Highly skilled, competent and experienced membership as evidenced in the current Skills Matrix (refreshed in November 2023)	✓
3	Accountable for direction setting and oversight of the provider as a whole	GCA has in place a current Strategic Plan 2024-2027 with embedded KPIs, including Quality Assurance elements. These are monitored carefully and regularly by the Governing body	✓
4	Obtains advice as needed to make informed decisions	GCA has a well-informed governing body that has a significant network of experts and advisors	✓
5	Formally delegates authority as it sees fit	GCA has in place a formal 'delegation of authority' that is reviewed regularly (refreshed July 2023).	✓
6	Ensures financial sustainability	GCA maintains high quality mechanisms for maintaining financial sustainability	✓
7	Periodic independent review and improvement of the effectiveness of governance systems	GCA incorporates ongoing independent review of all facets of the operation and governance	✓
8	Generates performing monitoring information from various aspects of its operations	Each element of the GCA enterprise provides ongoing performance monitoring and reports in the form of monthly Business Unit Reports (BURs) and/or Standing Committee Reports	✓
9	Reports information through its management information systems to the governing body	All elements provide standing reports at all Board meetings	✓
10	Understand and monitor any aspect of performance – at least at an aggregate level	Understanding and monitoring is heightened through ongoing reporting mechanisms	✓
11	Setting corporate directions	GCA has in place an appropriate Strategic Plan 2024-2027	✓

¹ TEQSA Guidance Note: Corporate Governance v2.4, August 2019

12	Setting and monitoring performance targets	Performance targets are clear and evident in the form of KPIs within the Strategic Plan 2024-2027	✓
13	Proactively identifying and mitigating risks	GCA has in place a Risk Register, an Audit and Risk Committee (a standing committee of the GCA Board of Directors - and chaired by a Director). Risk is a standing item on all Board agenda	✓
14	Monitoring financial viability and sustainability	GCA has a robust financial reporting system in place	✓
15	Influencing corporate culture	The standing committee and reporting structures in place ensure cultural influence	✓
16	Responsible for the quality of education delivered	GCA has in place an Academic Senate (a standing committee of the Board) that oversees all academic activity and is chaired by an independent Academic to ensure transparency and clarity of reports	✓
17	Responsible for the validity of qualifications issued	The Academic Senate remains vigilant on such matters	✓
18	Compliance with the HES Framework	GCA has in place a Threshold Standards Audit Committee (TSAC) that ensures regular internal auditing	✓
19	Responsible for the way offerings are presented to students and others	All presentations are managed by the CEO and Executive Director of the GCA Board	✓
20	Has in place a formal instrument establishing the governing body	GCA has in place a constitution	✓
21	Has in place a strategic plan	GCA has a current Strategic Plan 2024-2027 in place	✓
22	Governing Body membership meets HES Framework requirements	Membership is compliance with the HESF standards with regards to independence, residence and fit and proper person status	✓
23	The governing body has the necessary range of expertise and governance experience	Highly skilled, competent and experienced membership as evidenced with the current Skills Matrix (refreshed in November 2023). Three of the four with significant HE expertise and experience	✓
24	Independent governance reviews	GCA utilises a range of independent reviews on an ongoing basis	✓
25	Keeping a true record of work	Agenda, minutes and business arising are maintained at a high level and consistent with GIA and AICD thinking	✓

26	Internal audit reports on legislative compliance	GCA has in place a Threshold Standards Audit Committee (TSAC) that ensures regular internal auditing	✓
27	Performance reports on meeting planned targets	All GCA Board meetings have performance reports embedded and Board members are frequently included in updates and internal reporting mechanisms	✓
28	Financial reports and audited statements	All Board meetings are informed of financial status and activity. Daily cash flow reports, monthly financial updates, quarterly 'flash' reports and regular Board reports are provided. All financial reports are externally audited	✓
29	Risk management plans identifying risks and mitigation strategies	GCA has in place a Risk Register, an Audit and Risk Committee (a standing committee of the GCA Board of Directors and - chaired by a Director). Risk is a standing item on all Board agenda	✓
30	Academic governance reports	An academic governance update is provided at all Board meetings. An annual Academic Governance overview is maintained	✓
31	Equity and diversity reports	An annual staffing profile is provided	✓
32	Contingency plans for unexpected events	GCA has in place a critical incident policy and procedure accompanied by an active risk register and supporting policies	✓
33	Records of incidents and complaints	A confidential, secure record is maintained	✓

We deal with each in turn –

1 Inclusion of independent members

The GCA Board of Directors currently has 4 members – 2 of these are independent and one external.

Changes to the Board membership have been submitted to ASIC and TEQSA in a timely manner.

Dr Ruth Ferraro	Director and Interim Chair	Independent
Hon Zed Seselja	Director	Independent
Emeritus Professor Greg Whateley	Executive Director	Internal



2 Competent to Undertake Governance Role

The GCA Board members are highly skilled, competent and experienced persons. The Board is made up of an eclectic group of members from a wide variety of backgrounds and experience.

The full breadth and depth of membership has been ably demonstrated in the recently refreshed (November 2023) Skills Matrix. GCA used the TEQSA template in this regard.

The GCA Constitution details the appointment and removal of directors and references the requirements and processes around Fit and Proper declarations in line with ASIC via the Corporations Act and TEQSA requirements and the residency requirements as set out in the HESF (2021) for the Board of Directors.

Board of Directors	Knowledge, Skills & Expertise														
	Indicate rating for knowledge, skills and/or experience for each Board Member														
Names	Governance	Quality Control	Higher Education	Finance	Owners Perspective	Business Management	Legal	ESOS / CRICOS	TEQSA	Industry / IT	Strategic Thinking and Leadership	Risk Management	HR/Industrial	Diversity/Inclusion	BCorp
Emeritus Professor Greg Whateley	5	5	5	4	3	5	4	4	5	4	5	5			
Hon Zed Seselja	5	4	3	4	4	5	5	4	3	4	5	5			
Dr Ruth Ferraro	4	4	5	4	3	5	4	4	5	4	5	5	4	4	4

Ratings Legend	
1	No experience or knowledge
2	Little experience or knowledge
3	Reasonable experience or knowledge
4	Considerable experience or knowledge
5	Expert experience or knowledge

Further, the members are ably supported by invitees including - by an Executive Secretary, the Executive Dean (UBSS), a Chief Technology Officer, and the Chief Financial Officer.

3 Accountable for Direction Setting and Oversight of the Provider as a Whole

GCA has in place a current Strategic Plan 2024-2027 for its HE entity–

<https://www.ubss.edu.au/media/1746/strategic-plan-v9.pdf>

The plan has in place embedded KPIs (including Quality Assurance elements) –

It is appropriate to add the same table with KPI measures for 2024-2027

Measures

	2023	2024	2025	2026	2027
Full time staff (%)	25	25	25	25	25
Gender Balance Staff (%)	50	50	50	50	50
Gender Balance Students (%)	50	50	50	50	50
AQF+1% or equivalent	100	100	100	100	100
Progression Rate (%)	80	80	80	80	80
Adjusted Attrition Rate (%)	15	15	15	15	15
Total Completions	450	600	750	900	1000
Student Satisfaction	4	4	4	4	4
Staff Satisfaction	4	4	4	4	4
Student Staff Ratio	14	18	20	25	30
SES (QILT) Aggregate	National Average	National Average	National Average	National Average	National Average

These KPIs across five domains (growth, diversity, quality, entrepreneurship and benchmarking) are monitored carefully, and regularly reported against, for the benefit of the Governing body. Specialised reports in these areas are produced and published by GCA on the UBSS website and the GCA Board is made aware of these materials on a regular basis.

Also of note is that the Chair of the Academic Senate is also an independent member and ensures the Board of Directors is informed and up to date. In addition, the Executive Dean, UBSS is an invited guest to Board meetings thus ensuring that the Board is kept abreast of academic operations. Members of the Board are also on the DVCs email distribution list and receive regular updates on student numbers and the like.

4 Obtains Advice as Needed to Make Informed Decisions

GCA has a well-informed governing body that has a significant network of experts and advisors.

Each member, in turn, has an extensive network of colleagues and connections in their related fields of expertise and influence.

The GCA Board members comprise a mix of experts in their designated areas not limited to education. Each of the GCA Board members' expertise and profile is listed below. But in brief, all have held positions of leadership in business and/or education. They are experienced in matters pertaining to corporate governance coupled with education.

Dr Ruth Ferraro	Director and Interim Chair	Independent
Hon Zed Seselja	Director	Independent
Emeritus Professor Greg Whateley	Executive Director	Internal

In addition, the Executive Secretary of the Board – Associate Professor Jotsana Roopram - is an education practitioner and manager and is often called on to speak to academic administrative matters as required.

GCA has called on a range of independent/external experts/advisors from the education sector both internationally and nationally in recent times including –

- Professor Ashok Chanda (Executive Dean, UBSS)
- Suresh Jindal (Financial Advisor and Marketing Expert)
- Jason Whitfield (GCA, Chief Technology Officer)
- Emeritus Professor Jim Mienczakowski (Academic Senate)
- Professor Craig Ellis (Academic Senate)
- Professor Ray Hayek (Academic Senate)
- Associate Professor Cyril Jankoff (Academic Senate/Course Advisory Committee)
- Adjunct Professor Art Phillips (Academic Senate/Course Advisory Committee)
- Dr Lu Jiao (Academic Senate)
- Professor Ian Bofinger (Academic Senate)
- Dr Barry Gordon (Academic Senate)
- Associate Professor Tom O'Connor (Academic Senate)
- Adjunct Professor Rob Wendon (Academic Senate/Threshold Standards Audit Committee)
- Adjunct Professor Om Huvanandana (Academic Senate)
- Adjunct Professor Jamie Rigg (Course Advisory Committee)
- Bernadette Or (Course Advisory Committee)
- Lawrence Potter (Course Advisory Committee)
- Simon Chhoeu (Course Advisory Committee)

The UBSS Academic Senate is a Standing Committee (with delegation) of the GCA Board of Directors; the Course Advisory Committee is a Standing Committee of the UBSS Academic Senate; and the Threshold Standards Audit Committee is an ad hoc committee reporting to both the Academic Senate and the GCA Board of Directors.

- Associate Professor Dianne Bolton (Swinburne)
- Dr Jessica Chen (Macquarie)
- Professor Meredith Lawley (USC)
- Professor Margaret Jackson (RMIT)
- Professor Izan Isan (UWA)
- Professor Stephen Boyle (UniSA)
- Professor Alan Farley (AMS)
- Professor Michaela Rankin (Monash)
- Adjunct Professor Irene Tempone (Swinburne)
- Professor Mile Terziovski (Swinburne)
- Dr Christopher Pratt (Independent Consultant)
- Professor Graham Webb (Independent Consultant)

In order to achieve CPA, CA ANZ and IPA accreditation for the UBSS Bachelor of Accounting and the Master of Business Administration (Accounting Stream) corporate and academic governance oversight was required. Both programs were endorsed for the maximum five-year period.

The current (pending) accreditation by the Chartered Management Institute (London) also required a detailed overview of corporate (as well as academic) governance.

All annual external (independent) financial audits require a detailed update and overview of corporate governance. GCA has achieved unqualified audits over the last five years.

5 Formally Delegates Authority as it Sees Fit

The GCA Board of Directors understands and implements delegation. The GCA approach to delegation is in keeping with its strong commitment to transparency.

As such the formal delegation of authority document is published on the UBSS website –

<https://www.ubss.edu.au/media/4598/gca-delegation-of-authority.pdf>

The document clearly displays delegations, lines of reporting and terms of reference that align very closely to the expectations and regulatory requirements of Standard 6.3 of the HESF (2021)

Of special mention is that no other like institute has such documentation readily available on their website.

The document is comprehensive and covers the crucial issues of –

- Corporate
- Academic
- Financial
- Human Resources
- Operations
- Information and Communications technology
- Capital works
- Scholarships
- Legal

The document was overhauled (refreshed against industry benchmarking and legal interrogation) in February 2021 and is reviewed regularly – the most recent review being July 2023. It is a living document and thus ensures that it is adjusted regularly in relation to a changing framework.

6 Ensures Financial Sustainability

GCA maintains high quality mechanisms for maintaining financial sustainability and reporting against such.

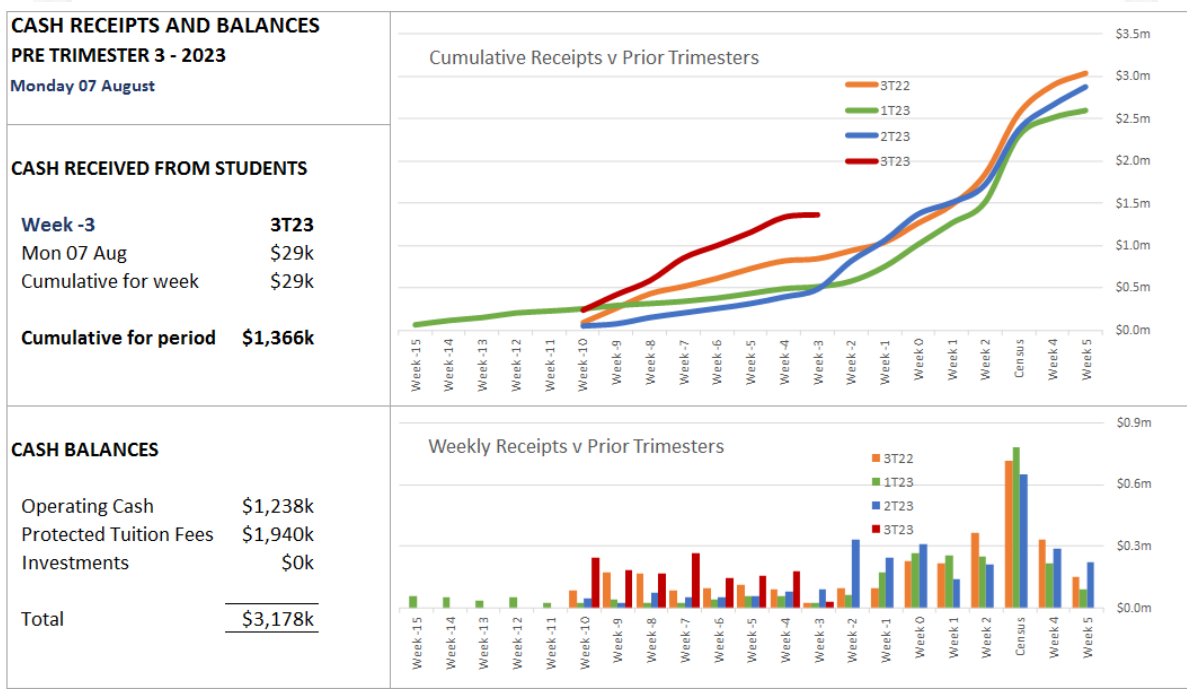
The most recent risk assessment of financial sustainability by TEQSA (2019)* would indicate moderate risk in this domain –

Financial Risk Ratings by Data Year							
Indicator	2015	2016	2017	2018	2019	2020	2021
F1. Financial Viability	High	Moderate	Low	Low	Low	Low	Moderate
F2. Financial Sustainability	Low	Low	Moderate	Moderate	Moderate	Moderate	Moderate

*The data used for the 2023 is based on 2021 data – so is considerably out of sync with reality.

Ongoing monitoring of financial performance is evidenced in –

Daily Cash Receipts and Balances reports –



Monthly Business Unit Reports and Summary

Group Colleges Australia

Management Report
May 2023



YTD Revenue
\$3.4m



YTD EBIT
-\$2.7m



Quarterly Flash Reports

GCA Group

Flash Report
October 2020



YTD Revenue
\$6.94m



YTD EBIT
\$1.65m



Four formal presentations at each GCA Board meeting

GCA Group Colleges Australia				
Financial Performance 2022 Compared to 2021				
(\$'000)	YTD	PCP	Movement	Growth
Revenue				
Tuition Fee	7,782	10,958	-3,176	-29%
Non Tuition Fee	818	819	-1	0%
Other Revenue	6	179	-173	-97%
	8,607	11,956	-3,349	-28%
Agent Commissions	-1,915	-2,263	348	-15%
Net Revenue	6,692	9,693	-3,001	-31%
Expenses				
Courses & Teaching	2,011	1,882	129	7%
Contractor & Consultant	899	851	48	6%
Employment	3,804	4,127	-323	-8%
IT Expense	1,891	1,551	340	22%
Other	328	307	22	7%
Premises	1,416	1,719	-303	-18%
Marketing and Events	1,148	490	658	134%
Dep'n & Amortisation	269	281	-12	-4%
	11,767	11,209	558	5%
EBIT	-5,074	-1,515	-3,559	235%
Investment Income	-33	53	-87	-163%
Finance Expense	0	-1	1	-100%
NPBT	-5,108	-1,463	-3,645	249%
Income Tax	-1,251	-296	-954	322%
NPAT	-3,857	-1,166	-2,691	231%

*Favourable variance more than 5%, Within 5% of PCP, Unfavourable variance more than 5%.

GCA recorded annual revenues of \$8.6m for the year, a 28% decline on 2021. Student numbers continued to decline until the final trimester when, pleasingly, volumes increased almost 20% over the previous intake. It is also positive to note the contribution of the Melbourne campus to revenues, delivering 21% in its first full year of operation.

Non Tuition Fee revenues were unchanged with an increase in enrolment fees offset by lower supplementary exam fees and lower cancellation fees. Other revenues in the PCP were primarily JobKeeper subsidies received up to March 2021.

Expenses increased 5% over the PCP to \$11.8m. Course and teaching costs were up with higher delivery costs in the Executive MBA (increase in subjects delivered) and in the MBA (changed delivery format T3). These costs were partially by reductions in eLibrary and copyright licence costs. Employment costs are down with head count lower than the PCP in the first half of the year. The monthly run rate at the end of the year was back up to PCP levels.

Outsourced IT support costs (Brennan IT) were the primary driver of the increase in IT expenses. Premises costs reduced with facility maintenance charges for Melbourne in 2021 no longer incurred in 2022. The Swanston St lease was revalued due to the reduction in lease term that resulted in lower ROU asset depreciation. Marketing costs were above the PCP with overseas marketing travel resuming after the lifting of COVID-related travel restrictions.

We incurred a loss of \$3.9m after tax compared to the after tax loss of \$1.2m incurred in 2021.

Annual Audited Accounts Report to TEQSA and ASIC

Group Colleges Australia Pty Ltd

ABN 11 085 429 732

Financial Statements

For the Year Ended 30 June 2020

The 2 X Executive Board members receive all financial reports – the Independent Board members are provided access to the quarterly reports (X4), the formal Board presentations (X4) and the audited accounts each year. *This reflects a high level of transparency.* GCA engages external auditors to produce audited accounts each financial year. These reports are then disseminated to the Board.

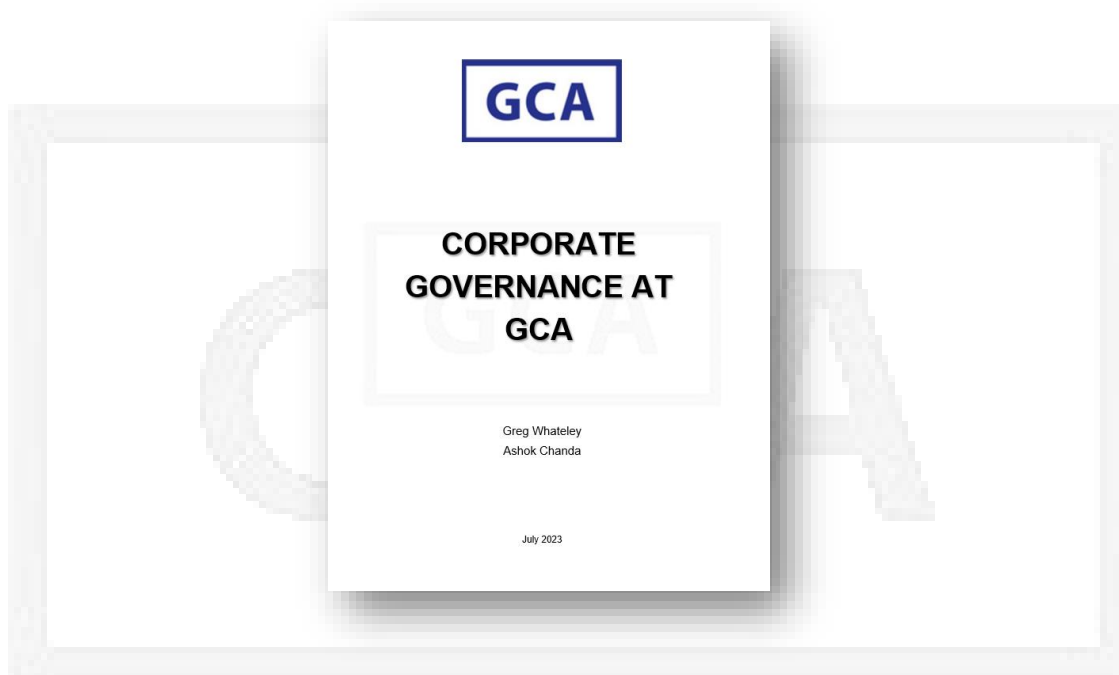
The **Financial Controller (FC)** attends all GCA Board meetings and reports against a standing agenda item.

7 Periodic Independent Review and Improvement of the Effectiveness of Governance Systems

GCA incorporates ongoing internal/external and independent review of all facets of the operation and governance – both academic and corporate.

The *Deputy Vice Chancellor UBSS and Chief Executive Officer GCA* as part of his brief conducts a regular review of the latest Guidance Notes to ensure that all new and existing Board members remain abreast of the regulatory requirements for which they are accountable.

In July 2023 the GCA Board of Directors commissioned an internal review of corporate governance aligning current practice with the HESF Standards and TEQSA Guidance Note.



This is part of GCA's commitment to building and enhancing its culture through an organisational culture inventory. This is part of the organisational process towards building culture, identifying excellence and understanding engagement.

In order to achieve CPA, CA ANZ and IPA accreditation for the UBSS Bachelor of Accounting and the Master of Business Administration (Accounting Stream) corporate and academic governance oversight was required. Both programs were endorsed for the maximum five-year period.

The current (pending) accreditation by the Chartered Management Institute (London) also required a detailed overview of corporate (as well as academic) governance – due to COVID restrictions the endorsement is pending.

All annual external (independent) financial audits require a detailed update and overview of corporate governance. GCA has achieved unqualified audits over the last five years.

8 Generates Performing Monitoring Information from Various Aspects of its Operations

Each element of the GCA enterprise provides ongoing performance monitoring and reports in the form of monthly Business Unit Reports (BURs) and/or standing item reports to ensure a high level of transparency and update.

Through appropriate delegation the two key reporting bodies at GCA are –

The Executive Management Team (EMT) – overseeing operational matters

The Academic Senate (AS) – overseeing matters academic.

The EMT is Chaired by an Executive Director of the GCA Board and the AS is Chaired by an Independent chair selected by the GCA Board.

The **EMT** has a number of business units including –

- UBSS Sydney
- UBSS Melbourne
- UBSS Adelaide
- Information Technology
- Admissions, Compliance and Operations

Each of these units provide a detailed monthly report to the EMT as a way of ensuring all informed. These reports speak to the [UBSS Strategic Plan 2022-2025](#) as much as is feasible.



BUR – Adelaide Campus

1

The format of each Business Unit Report (BUR) is largely standardised to ensure all relevant aspects are covered.

In addition, there are standing update reports each month on Risk, WHS (including a regular COVID-19 Update) and Wellness.

The **AS** has a number of standing item reports including –

- Bachelor of Business
- Bachelor of Accounting
- Master of Business Administration

- Centre for Entrepreneurship
- Centre for Scholarship and Research
- Academic Integrity (a standing committee report)
- Course Advisory (a standing committee report)
- Grade Review (a standing committee report)
- Academic Committee
- Student Experience Committee

Each of these entities provide 6 X detailed reports to the AS throughout the year as a way of ensuring all remain informed. These reports speak to the UBSS Strategic Plan 2022-2025 as much as is feasible.

The format of each Report is largely standardised to ensure all relevant aspects are covered.



Report to Academic Senate

Meeting 03/2023

July 2023

Item #1

Undergraduate Program report

Prepared by: Associate Professor Wayne Smithson (Program Director, Undergraduate programs)

Key Metrics

Note no changes since previous meeting to metrics
Student Numbers 96 previous trimester

Student satisfaction survey undergraduate

The result reflects a consistent high degree of engagement with Students.

T1 2023	T3 2022	T2 2022
4.3	4.3	4.3

Comments

Continued high satisfaction being recorded for both programs, reflect high quality and a high degree of consistency in delivery.

Progression and pass rates

The following represents pass rates results as of T3 2022(before supplementary) and excluding AF grades.

T1 2023	T3 2022	T2 2022
84%	83%	85%

The GCA EMT meets 11 times each year; the UBSS AS meets 6 times each year; and the GCA Board of Directors meets 4 times each year. The calendar of meetings is published mid previous year -

MEETING SCHEDULE 2023	Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec
GCA BOARD		22		19			26				22	
GCA BOARD STANDING COMMITTEES:												
GCA Executive & Management (EMT)		01	01	05	03	07	05	02	06	04	01	06
Audit & Risk Committee (ARC)	18		22			07				18		
Work Health Safety (WHS)		08			10			23		11		
Wellness Committee (WC)	19						13			19		
Threshold Standards Audit Committee (TSAC)		16, 23	02			06, 15, 22			28	05, 12		
ACADEMIC SENATE	18		15		24		12		13		08	
ACADEMIC SENATE STANDING COMMITTEES:												
Academic Integrity Committee (AIC)	30				01, 22			21	11			11
Grade Review Committee (GRC)				26				16			08	
Course Advisory Committee (CAC)		15				21			13			
INTERNAL COMMITTEES												
Sydney Campus Group (SCG)		08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-
Melbourne Campus Group (MCG)	31	15, 28	15	19	17	21	19	16	20	18	22	-
Learning Support Group (LSG)		08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-
IMPORTANT CALENDAR DATES												
CENSUS		10				02			22			
UBSS Graduation												

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ABN: 11 085 429 732 ACN: 085 429 732 CRICOS Provider Number: 02571D

The Agenda, Minutes and Business Arising documentation is provided for all meetings in accordance with best practice.

An **Agenda** is distributed a week prior to all meetings (including standing committee meetings) –

GCA Group Colleges Australia
GCA EXECUTIVE AND MANAGEMENT TEAM MEETING
Hybrid Thursday 6 JULY 2023 10am Sydney and Melbourne (9.30am Adelaide)
AGENDA
Attending
Emeritus Professor Greg Whateley (Chair) Professor Ashok Chande – AC Associate Professor Jotsana Roorpam – JR Carlos Munoz – CM Jason Whitefield – JW
1. Welcome
2. Apologies
3. Attendance and Conflict of Interest
4. <u>Minutes</u> of last meeting - NA
5. <u>Business Arising</u> from previous meeting – NA
6. <u>Risk and Wellness</u> Overview - Verbal Update – Emeritus Professor Greg Whateley
7. <u>Business Unit Reports (BURs)</u> – BURs to be refined (not presented at this meeting) – <u>current thinking</u> – Melbourne Campus – GW Sydney Campus – JR Adelaide Campus – AC IT – JW Admissions, Compliance and Operations - CM
8. <u>Other Business</u> – Appointment of Secretary - CM Date of next meeting – The next meeting of the EMT is scheduled for <u>Wednesday, 2 August 2023</u> - https://www.ubss.edu.au/media/4858/2023-meeting-dates.pdf
Group Colleges Australia Pty Ltd Level 10, 233 Castlereagh Street Sydney NSW 2000 Locked Bag A3100 Sydney South NSW 1235 Tel: 1300 422 422 Fax: +61 2 93101548 Website: www.gca.edu.au ABN: 11 085 429 732 ACN: 085 429 732 CRICOS Provider Number: 02571D



Minutes are maintained for all meetings (including standing committees) using the ICRA format designed by GCA. The ICRA format has been developed taking into account the best practice guide to minutes as recommended by the Governance Institute of Australia. The format of each meeting sets out standing items which include conflicts of interest, confirmation of minutes of the previous meeting and confirmation of quorum. The minutes provide an overview of the matters put before the Board and actions arising from decisions, and the consideration of these matters including a rationale for its decisions. This demonstrates the GCA Board’s deliberate processes and acquittal of corporate governance responsibilities.

Draft minutes are distributed a week after a meeting and formally endorsed at the following formal meeting of the entity – again, best practice as recommended by the Governance Institute of Australia.

GCA Group Colleges Australia

Minutes of the Executive Team Meeting (EMT) Group Colleges Australia ABN 11 085 429 732
 Time: Thursday, 02nd July 2023
 Location: TEAMS

Present

Emeritus Professor Greg Whateley	DVC and CEO GCA, Provost, Melbourne campus, Chair
Professor Ajayk Chavda	Executive Deane and Provost, Adelaide campus
Associate Professor Johanna Roggram	Deputy Dean (Student Experience) and Provost, Sydney campus
Carole Mangan	Director – Admissions, Compliance and Operations
Jason Whiteford	Chief Technology Officer, GCA

SIGN IN

Name	Position on EMT	Legend	Mode of Sign in
Emeritus Professor Greg Whateley	Member	GW	TEAMS
Professor Ajayk Chavda	Member	AC	TEAMS
Associate Professor Johanna Roggram	Member	JR	TEAMS
Carole Mangan	Member	CM	TEAMS
Jason Whiteford	Member	JW	TEAMS

GCA Executive Management Team Minutes – July 2023 Page 1 of 3

GCA Group Colleges Australia

1. Welcome
 The meeting opened at 10:01am – the Chair welcomed all members.

2. Apologies
 N/A

3. Attendance and Conflict of Interest
 All members were in attendance and a quorum was met.

3. Declaration of Conflicts of Interest
 There were no declarations of conflict of interest.

4. Minutes of the Previous Meeting
 N/A

5. Business arising
 N/A

E.1 Risk Overview – Verbal Update (GW) (10:03am – 10:06am)
E.2 Wellbeing overview – Verbal update (GW) (10:06am – 10:07am)

These items were combined – GW confirmed that the next ARC (Audit & Risk meeting is scheduled on the 18th of October 2023. The last ARC meeting was scheduled on the 22nd of March 2023). The next Wellbeing committee meeting is scheduled on Thursday, 13th July 2023. The last month hiatus on all committee meetings was due to the sale of GCA and change of ownership.

GCA Executive Management Team Minutes – July 2023 Page 2 of 3

GCA Group Colleges Australia

7. BUSINESS UNIT REPORTS (BHRs) (JW)(10:07am – 10:37am)

GW proposed a new structure to the BHRs and requested input from all members. Each member will be allocated ten minutes to discuss their respective BHRs. From the next EMT meeting in August, five BHRs will be prepared and presented in the following order:

1. Admissions, Compliance and Operations (to include Student Services) – CM
2. Sydney Campus (to include Student Experience) –JR
3. Melbourne Campus – GW
4. Adelaide Campus – AC
5. IT – JW

Action Item 1: AC to develop a template for BHRs and distribute the template to all EMT members.

8. Other Business (all members) (10:37am to 11:25am)

8.1. CM sought clarification on credit exemptions and the RPL process.

Action Item 2: CM to review and finalise the Admissions policy with RPL and credit exemption updates by COB, Tuesday, 11th July 2023, for discussion at the Senate meeting on Wednesday, 12th July 2023.

Action Item 3: CM to conduct a benchmarking activity against other institutions’ processes for the enrolment of students in multiple accredited awards.

8.2 JW discussed the status of the installation of IT equipment at the Melbourne and Adelaide campuses.

Action Item 4: JW to complete the installation of equipment at the Melbourne campus once the container delivery arrives. The installation of equipment at the Adelaide campus will follow once the Melbourne set-up has been completed.

Action Item 5: AC to arrange a meeting for JW with the IT team on the Adelaide campus to discuss requirements for the setup of equipment.

Meeting closed at 11:25am. The Chair thanked all participants for their input.
 The next meeting is scheduled on Wednesday, 02nd August 2023.

Approved by:
 Chair: Emeritus Professor Greg Whateley
 Final draft date: 17 July 2023
 Approval date:

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Business Arising is presented in a standard table format –

BUSINESS ARISING FROM July 2023				
ACTIONS				
Ref	Actions	Responsible Person/s	Status	Evidence
7	Develop a template for BURs and distribute the template to all EMT members	AC	Pending	
8	Review and finalise the Admissions policy with RPL and credit exemption updates by COB, Tuesday, 11 th July 2023.	CM	Pending	
8	Conduct a benchmarking activity against other institutions' processes for the enrolment of students in multiple accredited awards.	CM	Pending	
8	Complete the installation of equipment at the Melbourne campus once the couriered delivery arrives.	JW	Pending	
8	Arrange a meeting for JW with the IT team on the Adelaide campus to discuss requirements for the setup of equipment.	AC	Pending	

BUSINESS ARISING GCA EMT Page 1 of 1

A standardised format for the agenda, minutes and business arising has been adopted by the **GCA Board** in line with all GCA meeting protocols. This format includes standing items from -

- WHS
- Audit and Risk
- Wellness
- TEQSA
- Finance
- Admissions and Recruitment
- Communications
- Academic Senate
- UBSS Sydney, Melbourne and Adelaide Campuses

The agenda has five sections – Housekeeping, Governance, Administration, Academic and Directors. The agenda uses a starring system for priority purposes.

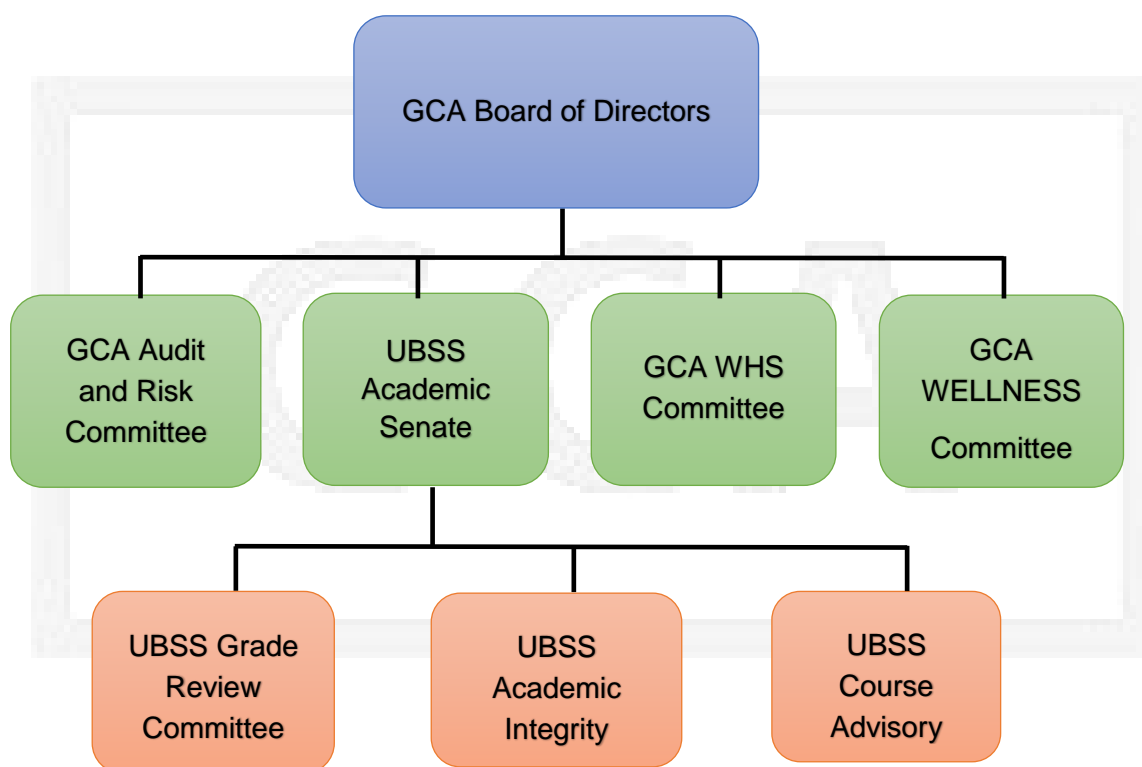
Based on benchmarking, the model used by GCA is best practice.

9 Reports Information Through its Management Information Systems to the Governing Body

All elements provide standing reports at all Board meetings. The process is detailed and thorough and there is little chance of Board members not being informed and up to date. As noted earlier, documents are supplied to Board members at least one week prior to the date of the meeting. Documents are supplied electronically and hard copies can be provided upon request.

The structure and process *is* thorough.

The reporting structure is best captured in the following diagram –



There is in place an Ad hoc Threshold Standards Audit Committee (TSAC)

There is in place an Ad hoc Course Development Committee (CDC)

10 Understand and Monitor any Aspect of Performance, at Least at an Aggregate Level

Every aspect of performance at GCA is understood by GCA Board members and monitored at an appropriate level. We note that Board members are also members of other Boards so are fully aware of their duties and obligations.

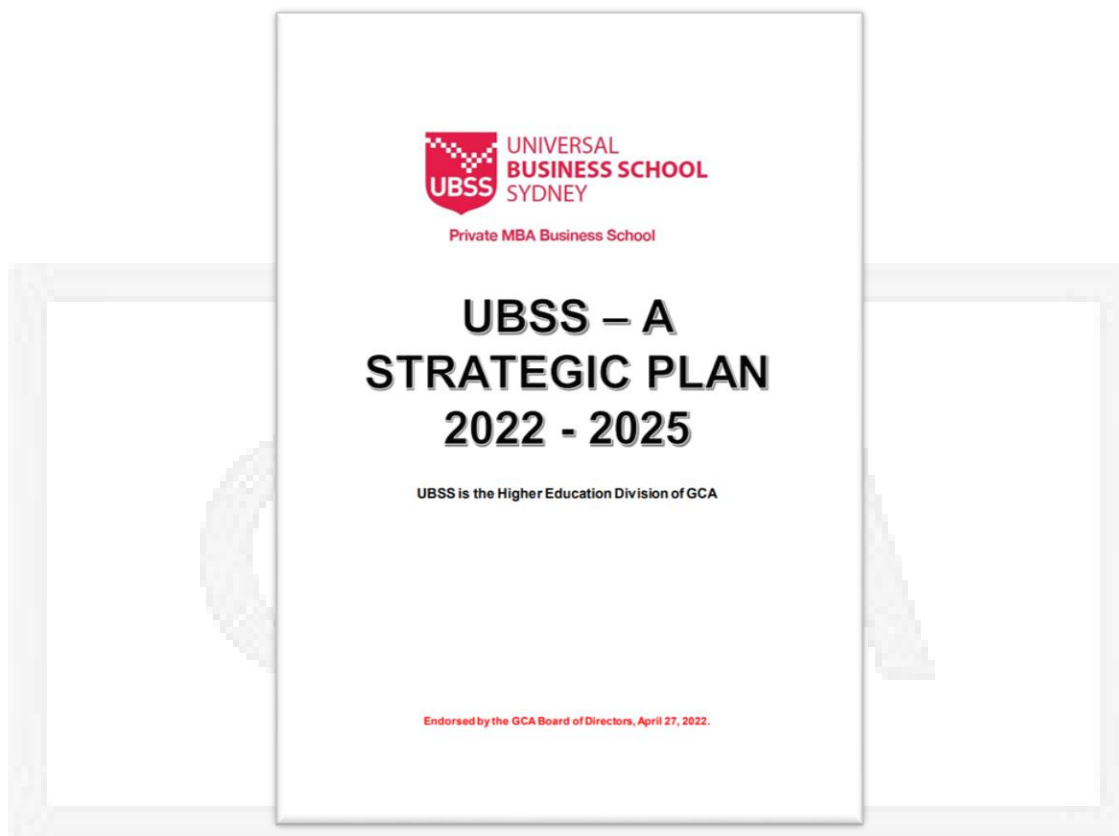


11 Setting Corporate Directions

Currently, UBSS is the single educational entity at GCA. Accordingly, all focus is on the iHEP.

Corporate directions, then, are higher education focussed.

The GCA Board of Directors endorsed (November, 2023) the current **UBSS Strategic Plan 2022-20-2025** which provides the necessary direction –



The full plan is available at - <https://www.ubss.edu.au/media/3815/ubss-strategic-plan-2022plus.pdf>

We submit that UBSS is the only such institution that provides such documentation readily available on its website. It is part of the commitment of transparency.

The focus is strategic and value based with a strong emphasis on higher education. Student Participation and attainment is at the core of the plan and the five pillars embedded are –

- Growth
- Diversity
- Quality
- Entrepreneurship
- Performance (Benchmarking)

Clear definitions of what it is to be an excellent school is incorporated into each pillar.

12 Setting and Monitoring Performance Targets

Performance targets have been set by the GCA Board of Directors and are embedded in the [UBSS Strategic Plan 2022-2025](#). These targets are reported against at all meetings – and certainly GCA Board meetings. Targets are addressed at monthly EMT meetings (via the BURs) and at all AS meetings via the UBSS Sydney reports, and further at all Board meetings via both the UBSS updates and the AS standing reports.

Using the five pillars, KPIs (and associated strategies) have been developed, endorsed by the GCA Board and monitored on an ongoing basis –

Growth

	2021	2022	2023	2024	2025
Programs	3	3	3	3	3
Locations	3	3	4	4	4
Students	962	1050	1500	2000	2300
Income (\$M)	11.8	12.2	22.0	29.9	36.5

Diversity

	2021	2022	2023	2024	2025
Domestic	4	50	75	100	120
International	958	1000	1425	1900	2180
Nationalities	34	34	35	35	36
Countries with 10 +	10	10	11	12	13
Undergraduate (%)	39.9	38	35	32.5	30
Postgraduate (%)	60.1	62	65	6.5	70

Quality

	2021	2022	2023	2024	2025
Full time staff (%)	25	25	25	25	25
AQF+1% or equivalent	100	100	100	100	100
Progression Rate (%)	70	70	70	70	70
Adjusted Attrition Rate (%)	15	15	15	15	15
Total Completions	450	600	750	900	1000
Student Satisfaction	4	4	4	4	4
Staff Satisfaction	4	4	4	4	4
Student Staff Ratio	18	25	30	35	35
SES (QILT) Aggregate	National Average	National Average	National Average	National Average	National Average



Entrepreneurship

	2021	2022	2023	2024	2025
Fellows	16	20	22	24	25
Industry Presentations	6	6	9	9	12
Industry Partnerships	12	13	14	15	16
Focus Subjects	10	10	10	10	10



Performance/Benchmarking

	2021	2022	2023	2024	2025
Partners	10	11	12	13	14
Internal Surveys/year	3	3	3	3	3
Staff Surveys/year	3	3	3	3	3
Graduate Surveys/year	1	1	1	1	1
Grade Distributions Comparisons	10	10	10	10	10
Peak Body Surveys	2	2	2	2	2
QILT Surveys	2	2	2	2	2

The full strategic plan can be viewed at - <https://www.ubss.edu.au/media/3815/ubss-strategic-plan-2022plus.pdf>

13 Proactively Identifying and Mitigating Risks

Risk management is a key activity of the GCA Board of Directors.

The Board has in place three risk related standing committees –

- Workplace Health and Safety Committee (WHS)
- Audit and Risk (ARC)
- Wellness (WC)

All three standing committees are chaired by a sitting Director.

All three standing committees meet formally X4 times each year in advance of Board meetings. Schedules are developed and published mid previous year –

MEETING SCHEDULE 2023 <small>v5 10/01/2023</small>		Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec
GCA BOARD			22		19			26				22	
GCA BOARD STANDING COMMITTEES:													
GCA Executive & Management (EMT)			01	01	05	03	07	05	02	06	04	01	06
Audit & Risk Committee (ARC)		18		22			07				18		
Work Health Safety (WHS)			08			10			23		11		
Wellness Committee (WC)		19						13			19		
Threshold Standards Audit Committee (TSAC)			16, 23	02			08, 15, 22			28	05, 12		
ACADEMIC SENATE		18		15		24		12		13		08	
ACADEMIC SENATE STANDING COMMITTEES:													
Academic Integrity Committee (AIC)		30				01, 22			21	11			11
Grade Review Committee (GRC)					26				16			08	
Course Advisory Committee (CAC)			15				21			13			
INTERNAL COMMITTEES													
Sydney Campus Group (SCG)			08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-
Melbourne Campus Group (MCG)		31	15, 28	15	19	17	21	19	16	20	18	22	-
Learning Support Group (LSG)			08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-
IMPORTANT CALENDAR DATES													
CENSUS			10				02			22			
UBSS Graduation													

Group Colleges Australia Pty Ltd
 Level 10, 233 Castlereagh Street Sydney NSW 2000
 Locked Bag A3100 Sydney South NSW 1235
 Tel: 1300 420 420 Fax: +61 2 93101646 Website: www.gca.edu.au
 ABN: 11 085 429 732 ACN: 085 429 732 CRICOS Provider Number: 525710

All three, risk related standing committees utilise the standardised agenda, minutes, business arising formats to ensure high levels of transparency and monitoring opportunities.

At each GCA Board of Directors meeting (x4) the three committees provide comprehensive standing item reports –

7. GOVERNANCE

7.1 Report from WHS Committee (Emeritus Professor Greg Whateley) – Attachments 7.1.1, #7.1.2, #7.1.3 and #7.1.4 (Photographs will be available at meeting)

7.2 Report from the Audit and Risk Committee (Emeritus Professor Greg Whateley) – Attachments #7.2.1, #7.2.2 and #7.2.3

7.3 Report from the SASH Task Force Minutes (Sir Gerard Newcombe) – Attachment #7.3.1

7.4 TEQSA Update (Alan Manly) – Verbal Presentation

7.5 Finance Report (Paul Hauenschield) – Attachment #7.5.1

Of particular importance is the work and reporting by the **Audit and Risk Committee (ARC)**.

The ARC is chaired by a sitting Director.

The ARC reports directly to the Board of Directors and provides a starred, standing item at all meetings.

The ARC meets X4 times each year and carefully considers the current version of the Risk Management Register –



GCA

GCA RISK MANAGEMENT REGISTER

The full document is available at - <https://www.ubss.edu.au/media/4949/gca-risk-register-october-2023.pdf>

Again, we submit no other like institute provides such detailed documentation on their website.

The Risk Management Register identifies 7 domains of risk and mitigation including –

- Regulatory Compliance
- External Market
- Academic matters
- Staffing
- Finance and Sustainability
- Technical
- Physical Resources and WHS

The ARC utilises the standardised Agenda, Minutes, Business Arising model of documentation that is in turn provided to all Directors at all Board of Directors meetings and where relevant discussed and minuted.

Board members are informed of any change to the Risk Management Register made by domain owners as part of the reporting process.

High Risk areas are specifically highlighted and discussed at all meetings. Currently there are no high-risk items of concern.





14 Monitoring Financial Viability and Sustainability

GCA maintains high quality mechanisms for maintaining financial sustainability and reporting against such.

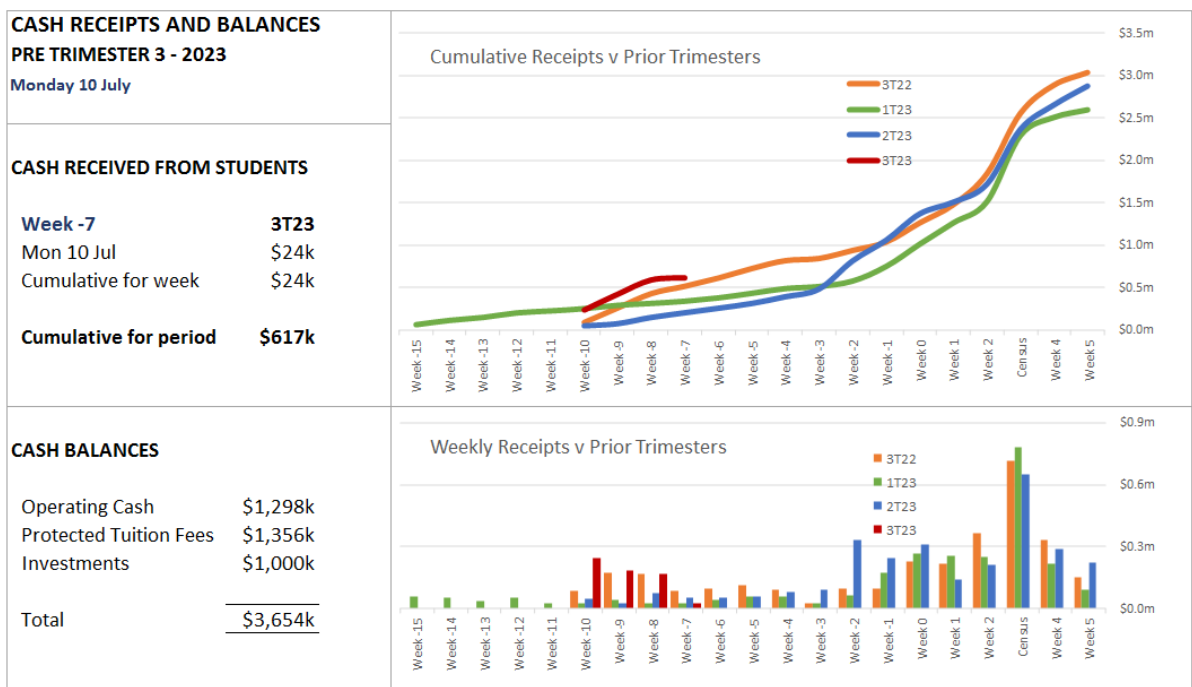
The most recent risk assessment of financial sustainability by TEQSA (2019)* would indicate low risk in this domain –

Financial Risk Ratings by Data Year							
Indicator	2015	2016	2017	2018	2019	2020	2021
F1. Financial Viability	High	Moderate	Low	Low	Low	Low	Moderate
F2. Financial Sustainability	Low	Low	Moderate	Moderate	Moderate	Moderate	Moderate

*The data used for the 2023 is based on 2021 data – so is considerably out of sync with reality.

Ongoing monitoring of financial performance is evidenced in –

Daily Cash Receipts and Balances reports –



Monthly Business Unit Reports and Summary

Group Colleges Australia

Management Report
May 2023



YTD Revenue
\$3.4m



YTD EBIT
-\$2.7m



Quarterly Flash Reports

GCA Group

Flash Report
October 2020



YTD Revenue
\$6.94m



YTD EBIT
\$1.65m



Four formal presentations at each GCA Board meeting

GCA Group Colleges Australia				
Financial Performance 2022 Compared to 2021				
(\$'000)	YTD	PCP	Movement	Growth
Revenue				
Tuition Fee	7,782	10,958	-3,176	-29%
Non Tuition Fee	818	819	-1	0%
Other Revenue	6	179	-173	-97%
	8,607	11,956	-3,349	-28%
Agent Commissions	-1,915	-2,263	348	-15%
Net Revenue	6,692	9,693	-3,001	-31%
Expenses				
Courses & Teaching	2,011	1,882	129	7%
Contractor & Consultant	899	851	48	6%
Employment	3,804	4,127	-323	-8%
IT Expense	1,891	1,551	340	22%
Other	328	307	22	7%
Premises	1,416	1,719	-303	-18%
Marketing and Events	1,148	490	658	134%
Dep'n & Amortisation	269	281	-12	-4%
	11,767	11,209	558	5%
EBIT	-5,074	-1,515	-3,559	235%
	-59%	-13%		
Investment Income	-33	53	-87	-163%
Finance Expense	0	-1	1	-100%
NPBT	-5,108	-1,463	-3,645	249%
Income Tax	-1,251	-296	-954	322%
NPAT	-3,857	-1,166	-2,691	231%

*Favourable variance more than 5%, Within 5% of PCP, Unfavourable variance more than 5%.

GCA recorded annual revenues of \$8.6m for the year, a 28% decline on 2021. Student numbers continued to decline until the final trimester when, pleasingly, volumes increased almost 20% over the previous intake. It is also positive to note the contribution of the Melbourne campus to revenues, delivering 21% in its first full year of operation.

Non Tuition Fee revenues were unchanged with an increase in enrolment fees offset by lower supplementary exam fees and lower cancellation fees. Other revenues in the PCP were primarily JobKeeper subsidies received up to March 2021.

Expenses increased 5% over the PCP to \$11.8m. Course and teaching costs were up with higher delivery costs in the Executive MBA (increase in subjects delivered) and in the MBA (changed delivery format T3). These costs were partially by reductions in eLibrary and copyright licence costs. Employment costs are down with head count lower than the PCP in the first half of the year. The monthly run rate at the end of the year was back up to PCP levels.

Outsourced IT support costs (Brennan IT) were the primary driver of the increase in IT expenses. Premises costs reduced with facility maintenance charges for Melbourne in 2021 no longer incurred in 2022. The Swanston St lease was revalued due to the reduction in lease term that resulted in lower ROU asset depreciation. Marketing costs were above the PCP with overseas marketing travel resuming after the lifting of COVID-related travel restrictions.

We incurred a loss of \$3.9m after tax compared to the after tax loss of \$1.2m incurred in 2021.

Annual Audited Accounts Report to TEQSA and ASIC

Group Colleges Australia Pty Ltd

ABN 11 085 429 732

Financial Statements

For the Year Ended 30 June 2020

The 2 X Executive Board members receive all financial reports – the Independent members are provided access to the quarterly reports (X4), the formal Board presentations (X4) and the audited accounts each year. *This reflects a high level of transparency.* GCA engages external auditors to produce audited accounts each financial year. These reports are then disseminated to the Board.

The **Chief Financial Officer (CFO)** attends all GCA Board meetings and reports against a standing agenda item.

15 Influencing Corporate Culture

The GCA Board of Directors ensures that corporate (and professional) culture is made evident and is maintained appropriately. This is achieved through a range of actions and initiatives including -

Ensuring appropriate **policies** are put in place and refreshed as required –

<https://www.ubss.edu.au/media/1442/copyright-policy.pdf>

<https://www.ubss.edu.au/media/1446/equity-and-diversity-policy.pdf>

<https://www.ubss.edu.au/media/1448/indigenous-education-policy.pdf>

<https://www.ubss.edu.au/media/1449/intellectual-property-policy.pdf>

<https://www.ubss.edu.au/media/1456/wellbeing-and-safety-policy.pdf>

<https://www.ubss.edu.au/media/1738/grievance-and-appeals-policy-academic.pdf>

<https://www.ubss.edu.au/media/1737/grievance-policy-non-academic.pdf>

<https://www.ubss.edu.au/media/1459/professional-development-policy.pdf>

<https://www.ubss.edu.au/media/1460/academic-staff-development-policy.pdf>

<https://www.ubss.edu.au/media/1461/academic-staff-qualifications-and-equivalence-policy.pdf>

These policies and embedded procedures are overseen by the UBSS Academic Senate (AS) – a standing committee of the GCA Board of Directors, chaired by a Director. Changes or modifications to these policies are highlighted at GCA Board of Directors meetings.

[https://www.gca.edu.au/Uploads/files/GCA%20Staff%20Grievance%20Policy%20and%20Procedure%20v4\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Staff%20Grievance%20Policy%20and%20Procedure%20v4(1).pdf)

<https://www.gca.edu.au/Uploads/files/GCA%20Critical%20Incident%20Policy%20V4.pdf>

[https://www.gca.edu.au/Uploads/files/GCA%20Privacy%20Policy%20v7\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Privacy%20Policy%20v7(1).pdf)

<https://www.ubss.edu.au/media/1211/whs-managment-policies-and-procedures.pdf>

[https://www.gca.edu.au/Uploads/files/GCA%20Workplace%20Discrimination%20and%20Harassment%20Policy%20v1\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Workplace%20Discrimination%20and%20Harassment%20Policy%20v1(1).pdf)

[https://www.gca.edu.au/Uploads/files/GCA%20Sexual%20Misconduct%20Prevention%20and%20Response%20Policy%20v1\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Sexual%20Misconduct%20Prevention%20and%20Response%20Policy%20v1(1).pdf)

[https://www.gca.edu.au/Uploads/files/GCA%20Staff%20Recruitment%20and%20Selection%20Policy%20and%20Procedures%20v1\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Staff%20Recruitment%20and%20Selection%20Policy%20and%20Procedures%20v1(1).pdf)

<https://www.gca.edu.au/Uploads/files/GCA%20Conflict%20of%20Interest%20Policy%20v1.pdf>

These policies and embedded procedures are overseen by the GCA Executive Management Team (EMT) – a standing committee of the GCA Board of Directors, chaired by a Director. Changes or modifications to these policies are highlighted at GCA Board of Directors meetings.

Maintaining a keen interest in and applying pressure on the organisation to **address key sector issues**.

During 2020 (for example) a number of issues were raised by Directors and explored/actioned by GCA. These included –

- Prevention of cyber attacks
- IT security
- COVID19 Safe certification from NSW authority
- Agent management
- Staff recognition and turnover
- Accuracy of superannuation payment systems
- Celebrating milestones
- Online teaching
- Merchant facilities
- Change of financial year
- GCA 20 years celebrations
- Malware/system scanning
- Educational platforms being used by other providers
- Academic integrity
- Academic governance
- Corporate governance
- Updating member skills matrix

These matters were taken up by either individuals or committees, actioned and reported back to the following GCA Board of Directors meeting. This currency is essential to good corporate culture and practice. This dynamic is managed through the Business Arising mechanism utilised –

BUSINESS ARISING

ACTIONS

Ref	Actions	Responsible Person/s	Status
7.1	Chair to report to the Board on the progress of obtaining COVID safe certification	AM	Completed – see Attachment 5.2
7.2	AF to be added to daily enrolment updates in T3, 2020	GW	Completed
10.2	Adjust AS TOR to include oversight of Academic Integrity and provide an overview of Academic Governance at UBSS	GW and AK	Completed – see Attachments #5.3 and #10.1.1
10.5	Members to complete Skill Matrix	AK	Completed – see Attachment #10.3.1

Providing good corporate **modelling** by members

All GCA Board members have strong corporate/sector profiles

All GCA Board members have the necessary skills to make a difference –

All GCA Board members are active in their communities and sector in turn providing the necessary corporate modelling for GCA staff.



16 Responsible for the quality of education delivered

The GCA Board of Directors has in place a Delegation of Authority (most recently refreshed in July 2023) –

<https://www.ubss.edu.au/media/4598/gca-delegation-of-authority.pdf>

The UBSS Academic Senate has the responsibility for overseeing and managing matters academic.

The UBSS Academic Senate is chaired by a sitting Director.

The composition of the Academic Senate includes membership that reflects the most senior levels of academic leadership across GCA and across all relevant parts of GCA's academic operations including roles responsible for student engagement and quality assurance.

Importantly, as part of the broader complexion of the UBSS Academic Senate, there is the provision for a number of external senior academics. The GCA CEO does not attend UBSS Academic Senate meetings nor is a member. This brings a measure of independence and external clarity. For the purposes of clarity and scope of independence across GCA's academic governance all membership profiles are made publicly available (for all stakeholders, students, potential students, staff and regulatory bodies), together with identifying which members are independent and those who are internal (executive).

The UBSS Academic Senate has a Terms of Reference (most recently refreshed by the GCA Board of Directors in November 2022) -

UBSS ACADEMIC SENATE - TERMS OF REFERENCE

Approved by: GCA Board of Directors	Date Approved: November, 2020
First Approved by: GCA Board of Directors	Date First Approved: July 2008
Current Version: V12	Date of Next Review: November, 2022
Changes to previous version Inclusion of Academic Integrity as a line item in section 3.	

Membership and profiles of the UBSS Academic Senate are available at –

<https://www.ubss.edu.au/media/1309/as-membership-updated-july-2020.pdf>

The Academic Senate provides a standing item report at all Board meetings –

9. ACADEMIC

9.1 Academic Senate Update (Emeritus Professor Greg Whateley) – *Attachment #9.1.1*

9.2 UBSS Sydney August 2020 BUR (Emeritus Professor Greg Whateley) – *Attachment #9.2.1*



17 Responsible for the Validity of Qualifications Issued

The GCA Board of Directors takes responsibility for all awards issued at UBSS.

The GCA Board of Directors has in place a Delegation of Authority (most recently refreshed in September 2022) –

<https://www.ubss.edu.au/media/1792/gca-delegation-of-authority.pdf>

The UBSS Academic Senate has the responsibility for overseeing and managing matters academic.

The UBSS Academic Senate is chaired by a sitting Director.

The UBSS Academic Senate has a Terms of Reference (most recently refreshed by the GCA Board of Directors in November 2022)

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Current Version: V12	Date of Next Review: November, 2022
Changes to previous version Inclusion of Academic Integrity as a line item in section 3.	

With regard to awards and certification, the UBSS Academic Senate takes responsibility for appropriateness, timing and authentication of awards as per the delegation of authority – Section 4 –

4. Approval to Confer Academic Awards

Subject to any directions from the Board of Directors, the following delegations are made with respect to the conferral of academic awards of UBSS -

The **Academic Senate** may confer any academic award of the School;

Where the **Academic Senate** cannot meet as required **the Chair of the Academic Senate** may confer any academic award of the College. *This delegation cannot be further delegated. Any exercise by the Chair of the delegation must be reported to for noting at the next meeting of the Academic Senate.*

The management of awards (and ceremonies) is overseen by the Office of the Dean, UBSS.

All awards are signed by the Chair, GCA Board of Directors and co-signed by the Dean, UBSS and the Chair of the UBSS Academic Board.

All transcripts and testamurs are compliant with the HESF 2021 Standards.



18 Compliance with the HES Framework

GCA has in place a Threshold Standards Audit Committee (TSAC) that ensures regular internal auditing.

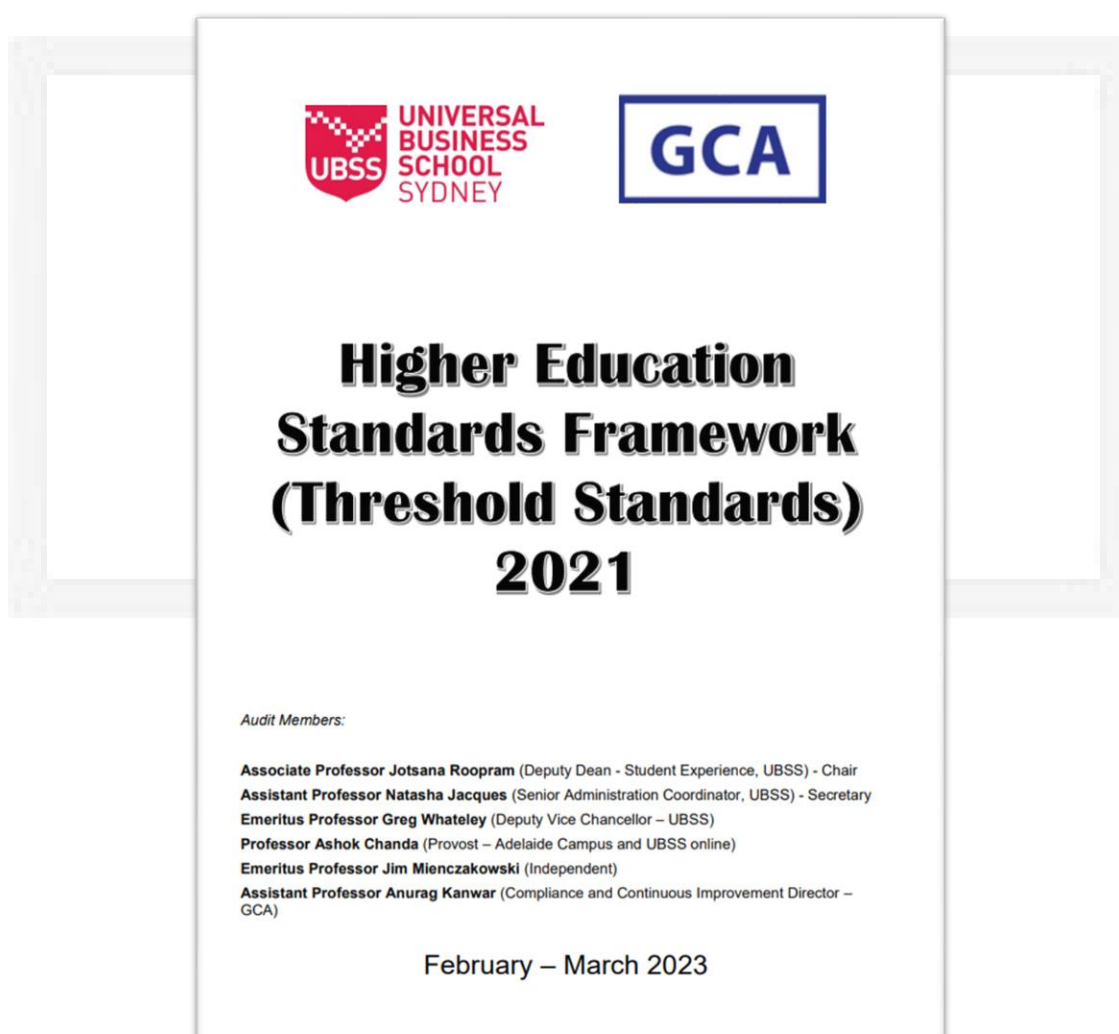
The TSAC reports directly to the Academic Senate (and in turn the GCA Board of Directors).

The TSAC is chaired by the Deputy Dean, Student Experience and includes an independent member who also sits on the Academic Senate.

The TSAC has met 10 X times since 2017. Each iteration of the TSAC Report requires 4 X 2 hour sessions each trimester.

The HESF 2021 is tabulated and current evidence is secured and published accordingly.

The most recent meeting of the TSAC (Audit #13) was March 2023 –



See - <https://www.ubss.edu.au/media/4944/threshold-standards-audit-september-2023.pdf>

An action list is prepared and followed up to ensure currency of evidence –

A summary of actions from the audit sessions is provided below:

Reference	Actions	Person	Due Date/Status
3.2.1, 3.2.5 & 3.3.4	To check number of admission staff numbers and title as well as update the UBSS staff list	JR	01/03/2023 Completed
3.2.3, 3.2.4 & 3.2.5	To check number of Program Director positions and Program Director for 3 qualifications (and nexted awards)	JR	01/03/2023 Completed
5.2.3	Check orientation slide links and update	JR	01/03/2023 Completed
5.3.3	Check program directors and update Triennial Report	JR	01/03/2023 Completed
5.3.5 & 5.3.6	Update T3 2021 Survey data	JR	01/03/2023 Completed

The Audit is published on the UBSS public website –

<https://www.ubss.edu.au/media/4944/threshold-standards-audit-september-2023.pdf>

A formal report is presented to the Academic Senate post audit by the independent member along with the refreshed link to the full report.

The next audit is scheduled for T1, 2024.

19 Responsible for the way Offerings are Presented to Students and Others

All matters related to offerings and presentations are managed by the Director, Admissions. Currently this position is held by an Executive Director of the GCA Board ensuring maximum transparency.

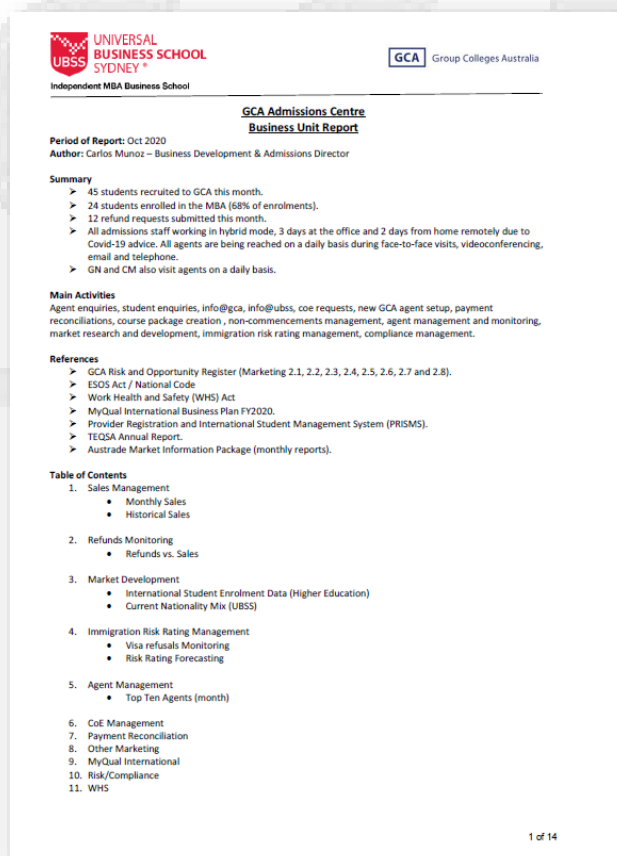
Admissions (and related documentation) is a standing item on all GCA Board of Directors meetings –

8. ADMINISTRATION

8.1 Admissions and Recruitment October 2020 Business Unit Report (Sir Gerard Newcombe) – Attachment #8.1.1

8.2 Communications Report October 2020 (Sir Gerard Newcombe) – Attachment #8.2.1

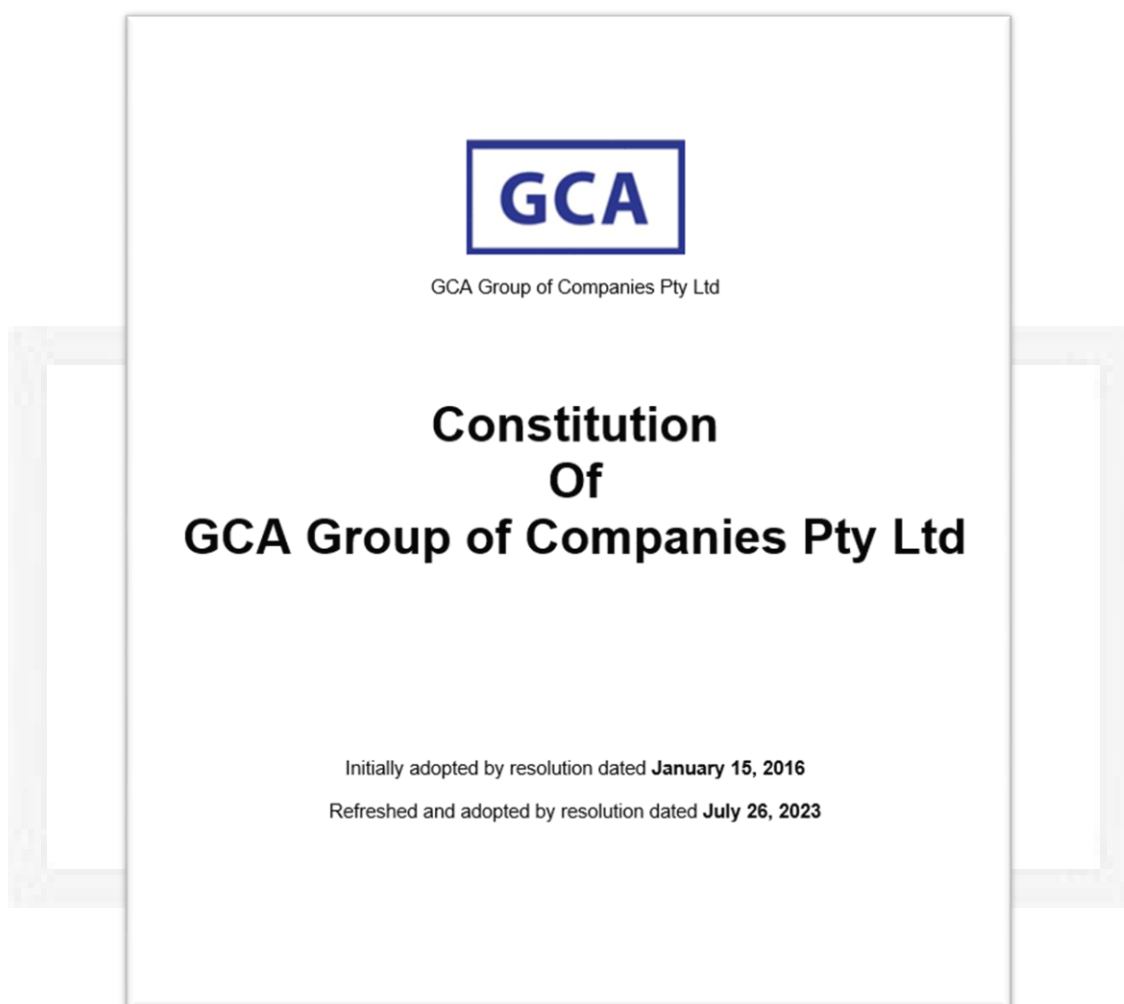
A monthly Business Unit Report is presented to the Executive Management Team (chaired by A GCA Board member) –



All matters relating to public presentations for students and stakeholders are considered by the TSAC Audit. This high level of communication and update is best practice.

20 Has in Place a Formal Instrument Establishing the Governing Body

GCA has in place a constitution –



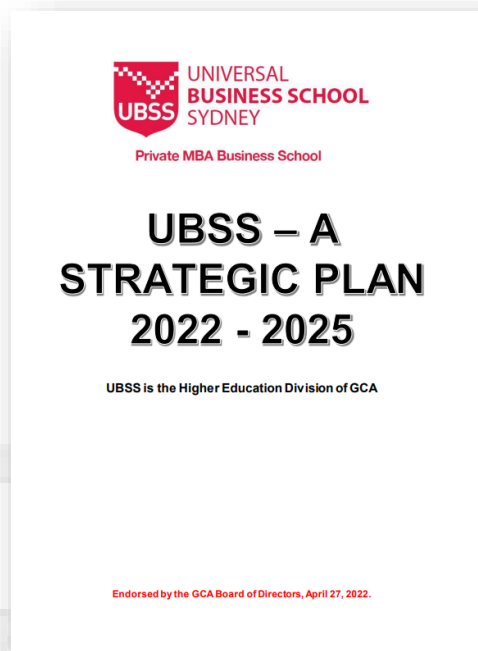
A copy of the full document is available at –

<https://www.ubss.edu.au/media/1952/gca-constitution.pdf>

This current version was adopted by resolution on July 26, 2023. The document is scheduled for review in mid-2025.

21 Has in Place a Strategic Plan

The GCA Board of Directors endorsed (April 27, 2022) the current **UBSS Strategic Plan 2022-2025** which provides the necessary direction –



The full plan is available at - <https://www.ubss.edu.au/media/3815/ubss-strategic-plan-2022plus.pdf>

The focus is strategic and value based. Student Participation and attainment is at the core of the plan and the five pillars embedded are –

- Growth
- Diversity
- Quality
- Entrepreneurship
- Performance (Benchmarking)

Clear definitions of what it is to be an excellent school is incorporated into each pillar.

22 Governing Body Membership Meets HES Framework Requirements

The current GCA Board of Directors membership is consistent with the HESF framework requirements.

Emeritus Professor Greg Whateley	Chair	External
Hon Zed Seselja	Director	Independent
Dr Ruth Ferraro	Director	Independent
Professor Ashok Chanda	Executive Director	Internal



23 The Governing Body has the Necessary Range of Expertise and Governance Experience

The GCA Board of Directors has the necessary range of expertise and governance experience evidenced by way of –

Current Skills matrix –

Board of Directors		Knowledge, Skills & Expertise														
		Indicate rating for knowledge, skills and/or experience for each Board Member														
Names		Governance	Quality Control	Higher Education	Finance	Owners Perspective	Business Management	Legal	ESOS / CRICOS	TEQSA	Industry / IT	Strategic Thinking and Leadership	Risk Management	HR/Industrial	Diversity/Inclusion	BCorp
		Garry Malhotra	4	4	4	5	5	4	4	4	3	4	5	4		
Hon Zed Seselja	5	4	3	4	4	5	5	4	3	4	5	5				
Dr Ruth Ferraro	4	4	5	4	3	5	4	4	5	4	5	5	4	4	4	
Emeritus Professor Greg Whateley	5	5	5	4	3	5	4	4	5	4	5	5				

Ratings Legend	
1	No experience or knowledge
2	Little experience or knowledge
3	Reasonable experience or knowledge
4	Considerable experience or knowledge
5	Expert experience or knowledge

24 Independent Governance Reviews

GCA incorporates ongoing internal/external and independent review of all facets of the operation and governance – both academic and corporate.

The *Deputy Vice Chancellor and Chief Executive Officer, GCA* (July 2023) was commissioned to conduct this current internal review of corporate governance aligning current practice with the HESF Standards and TEQSA Guidance Note.



The *Deputy Vice Chancellor and Chief Executive Officer, GCA* has been authorised to source an independent review in a timely way. Given the change of ownership this is not anticipated to take place well into 2025.

25 Keeping a True Record of Work

GCA uses best practice with regard to recording of work and associated activities. The approach is consistent with the best advice from both AICD and GIA.

The structure and content management of these minutes have been informed by –




AICD/GIA Joint statement on board minutes, August 2019 -

<http://aicd.companydirectors.com.au/-/media/cd2/resources/advocacy/research/2019/pdf/govinst-aicd-minutes-project-july-2019-final-v2.ashx>

Each element of the GCA enterprise provides ongoing performance monitoring and reports in the form of monthly Business Unit Reports (BURs) and/or standing item reports to ensure a high level of transparency and update.

Through appropriate delegation the two key reporting bodies at GCA are –

The Executive Management Team (EMT) – overseeing operational matters

The Academic Senate (AS) – overseeing matters academic.

Both entities are chaired by a sitting Director of the GCA Board.

The **EMT** has a number of business units including –

- UBSS Sydney
- Information Technology
- Admissions
- Student Services
- UBSS Online
- UBSS Executive
- Work Health and Safety
- Compliance

Each of these units provide a detailed monthly report to the EMT as a way of ensuring all informed. These reports speak to the UBSS Strategic Plan 2022-2025 as much as is feasible.

The format of each Business Unit Report (BUR) is largely standardised to ensure all relevant aspects are covered.



In addition, there are standing update reports each month on Risk WHS and Sexual Assault and Sexual Harassment.


The **AS** has a number of standing item reports including –

- Bachelor of Business
- Bachelor of Accounting
- Master of Business Administration
- Centre for Entrepreneurship
- Academic Integrity (a standing committee report)
- Course Advisory (a standing committee report)
- Grade Review (a standing committee report)
- Academic Committee
- Student Experience Committee

Each of these entities provide 6 X detailed reports to the AS throughout the year as a way of ensuring all remain informed. These reports speak to the UBSS Strategic Plan 2022-2025 as much as is feasible.



The format of each Report is largely standardised to ensure all relevant aspects are covered.



UNIVERSAL BUSINESS SCHOOL SYDNEY

Report to Academic Senate

Meeting 03/2023
July 2023
Item #1

Undergraduate Program report

Prepared by: Associate Professor Wayne Smithson (Program Director, Undergraduate programs)

Key Metrics

Note no changes since previous meeting to metrics
Student Numbers 96 previous trimester

Student satisfaction survey undergraduate
The result reflects a consistent high degree of engagement with Students.

T1 2023	T3 2022	T2 2022
4.3	4.3	4.3

Comments

Continued high satisfaction being recorded for both programs, reflect high quality and a high degree of consistency in delivery.

Progression and pass rates
The following represents pass rates results as of T3 2022(before supplementary) and excluding AF grades.

T1 2023	T3 2022	T2 2022
84%	83%	85%

The GCA EMT meets 11 times each year; the UBSS AS meets 6 times each year; and the GCA Board of Directors meets 4 times each year. The calendar of meetings is published mid previous year –

MEETING SCHEDULE 2021 v3													GCA Group Colleges Australia	
	Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec		
GCA Board		18		22			22							
GCA Executive & Management (EMT)		04	04	01	06	03	01	05	02	07	04	02		
Audit & Risk Committee (ARC)	27		24			23				14				
Academic Senate (AS)	20		17		12		21		15		10			
Academic Integrity Committee (AIC)	21			22	13			12	02				02	
Grade Review Committee (GRC)			17			09			01					
Course Advisory Committee (CAC)		03				02			02					
Work Health Safety (WHS)	27		24			23				14				
Sexual Assault/Harassment (SASH)	28		25		27		08		30	21				
UBSS Graduation					19 & 20									
Threshold Standards Audit Committee (TSAC)		16,23	02											
Student Experience Committee (SEC)	20, 27	03, 17, 24	03, 17, 24, 31	-	05, 12, 26	09, 16, 23	07, 14, 21	11, 25	08, 15, 29	06, 13, 27	03, 17	01		
Academic Committee (AC)	20, 27	03, 17, 24	03, 17, 24, 31	-	05, 12, 26	09, 16, 23	07, 14, 21	11, 25	08, 15, 29	06, 13, 27	03, 17	01		
PEST			03		05		07		08		03			
CENSUS		29			21				10					

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CORPORATE GOVERNANCE AT GCA

Agenda, Minutes and Business Arising documentation is provided for all meetings in accordance with best practice.

An **Agenda** is distributed a week prior to all meetings (including standing committee meetings) –

GCA Group Colleges Australia

GCA EXECUTIVE AND MANAGEMENT TEAM MEETING

Hybrid
Thursday 6 JULY 2023
10am Sydney and Melbourne (9.30am Adelaide)

AGENDA

Attending

Emeritus Professor Greg Whateley (Chair)
Professor Ashok Chanda – AC
Associate Professor Jotsana Roopram – JR
Carlos Munoz – CM
Jason Whitfield – JW

1. Welcome
2. Apologies
3. Attendance and Conflict of Interest
4. Minutes of last meeting - NA
5. Business Arising from previous meeting – NA
6. Risk and Wellness Overview - Verbal Update – Emeritus Professor Greg Whateley
7. Business Unit Reports (BURs) – BURs to be refined (not presented at this meeting) – current thinking –
Melbourne Campus – GW
Sydney Campus – JR
Adelaide Campus – AC
IT – JW
Admissions, Compliance and Operations - CM
8. Other Business –
Appointment of Secretary - CM
Date of next meeting – The next meeting of the EMT is scheduled for Wednesday, 2 August 2023. <https://www.uqas.edu.au/media/4658/2023-meeting-dates.pdf>

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Level 10, 233 Castlereagh Street Sydney NSW 2000
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ABN: 11 085 429 732 ACN 085 429 732
CRICOS Provider Number 02571D

Minutes are maintained for all meetings (including standing committees) using the ICRA format designed by GCA –

GCA Group Colleges Australia

Minutes of the Executive Team Meeting (EMT) Group Colleges Australia ABN 11 085 429 732
Time: Thursday, 06th July 2023
Location: TEAMS

Present

Emeritus Professor Greg Whateley	DVC and CEO GCA, Provost, Melbourne campus, Chair
Professor Ashok Chanda	Executive Dean and Provost, Adelaide campus
Associate Professor Jotsana Roopram	Deputy Dean (Student Experience) and Provost, Sydney campus
Carlos Munoz	Director – Admissions, Compliance and Operations
Jason Whitfield	Chief Technology Officer, GCA

SIGN IN

Name	Position on EMT	Legend	Mode of Sign in
Emeritus Professor Greg Whateley	Member	GW	TEAMS
Professor Ashok Chanda	Member	AC	TEAMS
Associate Professor Jotsana Roopram	Member	JR	TEAMS
Carlos Munoz	Member	CM	TEAMS
Jason Whitfield	Member	JW	TEAMS

GCA Executive Management Team Minutes – July 2023 Page 1 of 3

GCA Group Colleges Australia

1. Welcome
2. Apologies
3. Attendance and Conflict of Interest
4. Minutes of the Previous Meeting
5. Business arising
- 6.1 Risk Overview – Verbal Update (GW) (10:03am – 10:06am)
- 6.2 Wellbeing overview – Verbal update (GW) (10:06am – 10:07am)

These items were combined – GW confirmed that the next ARC (Audit & Risk) meeting is scheduled on the 18th of October 2023. (The last ARC meeting was scheduled on the 20th of March 2023). The next Wellbeing committee meeting is scheduled on Thursday, 13th July 2023. The last month's status on all committee meetings was due to the sale of GCA and change of ownership.

GCA Executive Management Team Minutes – July 2023 Page 2 of 3

GCA Group Colleges Australia

7. BUSINESS UNIT REPORTS (BURs) (GW) (10:07am – 10:37am)
8. Other Business (all members) (10:37am to 11:25am)

Action Item 1: AC to develop a template for BURs and distribute the template to all EMT members.
Action Item 2: CM to review and finalise the Admissions policy with RPL and credit exemption updates by COB, Tuesday, 11th July 2023, for discussion at the Senate meeting on Wednesday, 12th July 2023.
Action Item 3: CM to conduct a benchmarking activity against other institutions' processes for the enrolment of students in multiple accredited awards.
Action Item 4: JW to complete the installation of equipment at the Melbourne campus once the couriered delivery arrives. The installation of equipment at the Adelaide campus will follow once the Melbourne set-up has been completed.
Action Item 5: AC to arrange a meeting for JW with the IT team on the Adelaide campus to discuss requirements for the setup of equipment.

Meeting closed at 11:25am. The Chair thanked all participants for their input.
The next meeting is scheduled on Wednesday, 02nd August 2023.

Approved by:
Chair: Emeritus Professor Greg Whateley
Final draft date: 17 July 2023
Approval date:

GCA Executive Management Team Minutes – July 2023 Page 3 of 3

Draft minutes are distributed a week after a meeting and formally endorsed at the following formal meeting of the entity – again, best practice.

Business Arising is presented in a standard table format –

BUSINESS ARISING			
ACTIONS			
Ref	Actions	Responsible Person/s	Status
7.1	Chair to report to the Board on the progress of obtaining COVID safe certification	AM	Completed – see Attachment 5.2
7.2	AF to be added to daily enrolment updates in T3, 2020	GW	Completed
10.2	Adjust AS TOR to include oversight of Academic Integrity and provide an overview of Academic Governance at UBSS	GW and AK	Completed – see Attachments #5.3 and #10.1.1
10.5	Members to complete Skill Matrix	AK	Completed – see Attachment #10.3.1

A standardised format for the agenda, minutes and business arising has been adopted by the **GCA Board** in line with all GCA meeting protocols. This format includes standing items from -

- WHS
- Audit and Risk
- SASH
- TEQSA
- Finance
- Admissions and Recruitment
- Communications
- Academic Senate
- UBSS Sydney, Melbourne and Adelaide

The agenda has five sections – Housekeeping, Governance, Administration, Academic and Directors. The agenda uses a starring system for priority purposes.

Based on benchmarking, and informed by AICD and GIA, the model used by GCA is best practice.

26 Internal Audit Reports on Legislative Compliance

GCA is vigilant with regard to interim auditing and reporting associated with legislative compliance in particular.

The Deputy Vice Chancellor, GCA takes an active role in ensuring compliance and reporting.

The Executive Dean, UBSS is also an active participant in both internal auditing and external benchmarking.

A range of internal compliance audits and reports were developed between 2016 – 2022 including –

Scholarship - <https://www.ubss.edu.au/media/1184/capturing-scholarship-at-ubss-002.pdf>

Benchmarking - <https://www.ubss.edu.au/media/1185/benchmarking-february-2020.pdf>

Strategic Planning - <https://www.ubss.edu.au/media/1746/strategic-plan-v9.pdf>

Tuition Protection - <https://www.ubss.edu.au/media/1214/student-tuition-protection-scheme.pdf>

Wellbeing and Safety - <https://www.ubss.edu.au/media/1684/wellbeing-and-safety-november-2019.pdf>

Staff Professional Development - <https://www.ubss.edu.au/media/1688/staff-professional-development-2019.pdf>

Annual Reports - <https://www.ubss.edu.au/media/1756/ubss-annual-report-2019.pdf>

Academic Performance - <https://www.ubss.edu.au/media/1769/ubss-academic-performance-2019.pdf>

Student Support - <https://www.ubss.edu.au/media/1772/student-support-at-ubss.pdf>

Assessment Moderation - <https://www.ubss.edu.au/media/1774/assessment-moderation-at-ubss.pdf>

Risk - <https://www.ubss.edu.au/media/1779/gca-risk-register-june-2020.pdf>

Delegation of Authority - <https://www.ubss.edu.au/media/1792/gca-delegation-of-authority.pdf>

Academic Integrity - <https://www.ubss.edu.au/media/1836/academic-integrity-at-ubss.pdf>

Academic Governance - <https://www.ubss.edu.au/media/1922/academic-governance-at-ubss.pdf>

English Language Testing - <https://www.ubss.edu.au/media/1922/academic-governance-at-ubss.pdf>

Online teaching and learning - <https://www.ubss.edu.au/media/1824/transition-to-online-teaching-and-learning-at-ubss-2020.pdf>

Threshold Standards - <https://www.ubss.edu.au/media/1777/threshold-standards-audit-10-march-2020.pdf>

This practice of internal audit and reporting will continue throughout 2023 +.

27 Performance Reports on Meeting Planned Targets

Each element of the GCA enterprise provides ongoing performance monitoring and reports against planned targets in the form of monthly Business Unit Reports (BURs) and/or standing item reports to ensure a high level of transparency and update.

Through appropriate delegation the two key reporting bodies at GCA are –

The Executive Management Team (EMT) – overseeing operational matters

The Academic Senate (AS) – overseeing matters academic.

Both entities are chaired by a sitting Director of the GCA Board.

The **EMT** has a number of business units including –

- UBSS Sydney
- Information Technology
- Admissions
- Student Services
- UBSS Online
- UBSS Executive
- Work Health and Safety
- Compliance

Each of these units provide a detailed monthly report to the EMT as a way of ensuring all informed. These reports speak to the UBSS Strategic Plan 2022-2025 as much as is feasible.

The format of each Business Unit Report (BUR) is largely standardised to ensure all relevant aspects are covered.



In addition, there are standing update reports each month on Risk WHS and Sexual Assault and Sexual Harassment.

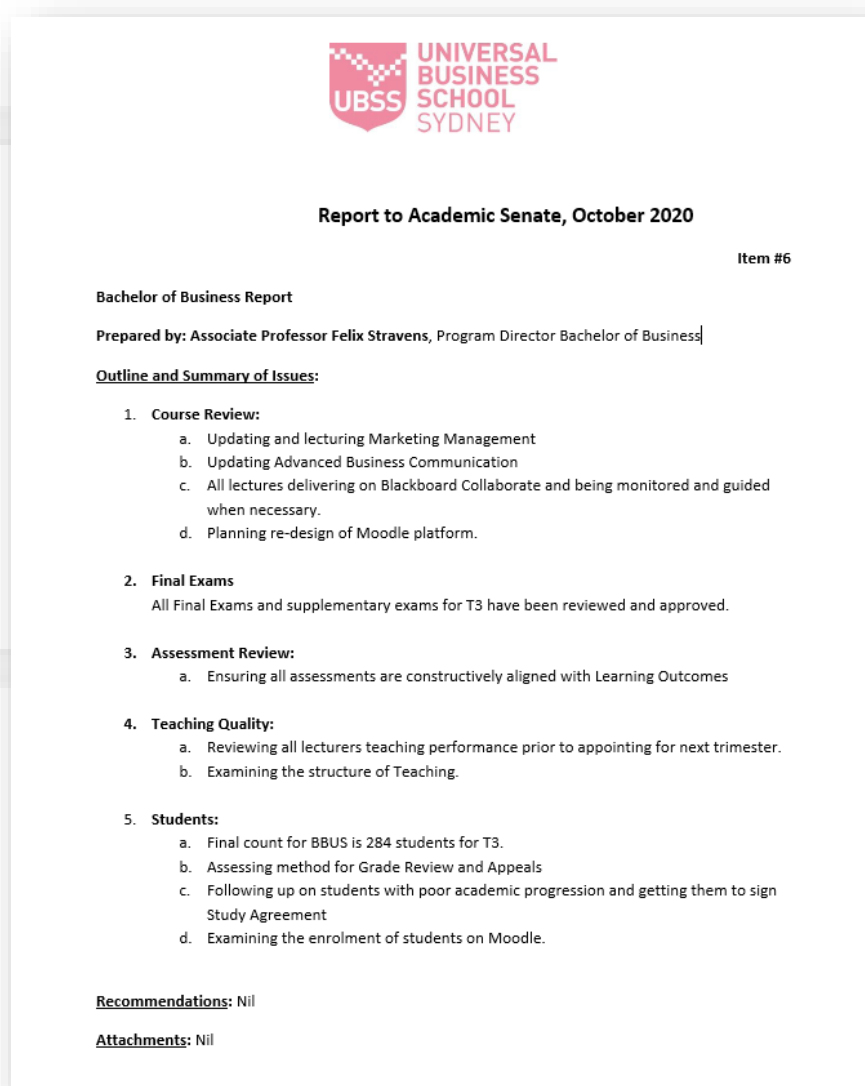
The **AS** has a number of standing item reports including –

- Bachelor of Business
- Bachelor of Accounting

- Master of Business Administration
- Centre for Entrepreneurship
- Academic Integrity (a standing committee report)
- Course Advisory (a standing committee report)
- Grade Review (a standing committee report)
- Academic Committee
- Student Experience Committee

Each of these entities provide 6 X detailed reports to the AS throughout the year as a way of ensuring all remain informed. These reports speak to the UBSS Strategic Plan 2022-2025 as much as is feasible.

The format of each Report is largely standardised to ensure all relevant aspects are covered.



The GCA EMT meets 11 times each year; the UBSS AS meets 6 times each year; and the GCA Board of Directors meets 4 times each year. The calendar of meetings is published mid previous year –



MEETING SCHEDULE 2023 v5 10/01/2023

	Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec
GCA BOARD		22		19			26				22	
GCA BOARD STANDING COMMITTEES:												
GCA Executive & Management (EMT)		01	01	05	03	07	05	02	06	04	01	06
Audit & Risk Committee (ARC)	18		22			07				18		
Work Health Safety (WHS)		08			10			23		11		
Wellness Committee (WC)	19						13			19		
Threshold Standards Audit Committee (TSAC)		16, 23	02			08, 15, 22			28	05, 12		
ACADEMIC SENATE	18		15		24		12		13		08	
ACADEMIC SENATE STANDING COMMITTEES:												
Academic Integrity Committee (AIC)	30				01, 22			21	11			11
Grade Review Committee (GRC)				26				16			08	
Course Advisory Committee (CAC)		15				21			13			
INTERNAL COMMITTEES												
Sydney Campus Group (SCG)		08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-
Melbourne Campus Group (MCG)	31	15, 28	15	19	17	21	19	16	20	18	22	-
Learning Support Group (LSG)		08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-
IMPORTANT CALENDAR DATES												
CENSUS		10				02			22			
UBSS Graduation												

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Agenda, Minutes and Business Arising documentation is provided for all meetings in accordance with best practice.

An **Agenda** is distributed a week prior to all meetings (including standing committee meetings) –

GCA Group Colleges Australia

GCA EXECUTIVE AND MANAGEMENT TEAM MEETING

Hybrid
Thursday 6 JULY 2023
10am Sydney and Melbourne (9.30am Adelaide)

AGENDA

Attending

Emeritus Professor Greg Whateley (Chair)
 Professor Athol Chanda – AC
 Associate Professor Joana Roozemaar – JR
 Carlos Munoz – CM
 Jason Whitfield – JW

- Welcome
- Apologies
- Attendance and Conflict of Interest
- Minutes of last meeting - NA
- Business Arising from previous meeting – NA
- Risk and Wellness Overview - Verbal Update – Emeritus Professor Greg Whateley
- Business Unit Reports (BURs) – BURs to be refined (not presented at this meeting) – current thinking –
 Melbourne Campus – GW
 Sydney Campus – JR
 Adelaide Campus – AC
 IT – JW
 Admissions, Compliance and Operations - CM
- Other Business –
 Appointment of Secretary - CM
 Date of next meeting – The next meeting of the EMT is scheduled for Wednesday, 2 August 2023 - <https://www.ubss.edu.au/media/4858/2023-meeting-dates.pdf>

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GCA Group Colleges Australia

Minutes of the Executive Team Meeting (EMT) Group Colleges Australia ABN 11 085 429 732
 Time: Thursday 06th July 2023
 Location: TEAMS

Present

Emeritus Professor Greg Whateley	DVC and CEO GCA, Provost, Melbourne campus, Chair
Professor Ajayk Chandra	Executive Dean and Provost, Adelaide campus
Associate Professor Jossana Roopram	Deputy Dean (Student Experience) and Provost, Sydney campus
Carlos Munoz	Director – Admissions, Compliance and Operations
Jason Whittop	Chief Technology Officer, GCA

SGSN IN

Name	Position on EMT	Legend	Mode of Sign In
Emeritus Professor Greg Whateley	Member	GW	TEAMS
Professor Ajayk Chandra	Member	AC	TEAMS
Associate Professor Jossana Roopram	Member	JR	TEAMS
Carlos Munoz	Member	CM	TEAMS
Jason Whittop	Member	JW	TEAMS

GCA Executive Management Team Minutes – July 2023 Page 1 of 3

GCA Group Colleges Australia

1. Welcome

The meeting opened at 10:01am – the Chair welcomed all members.

2. Apologies

N/A

3. Attendance and Conflict of Interest

All members were in attendance and a quorum was met.

3. Declaration of Conflicts of Interest

There were no declarations of conflict of interest.

4. Minutes of the Previous Meeting

N/A

5. Business arising

N/A

6.1 Risk Overview – Strategic Update (GW) (10:03am – 10:06am)

6.2 Wellbeing overview – Verbal update (GW) (10:06am – 10:07am)

These items were combined – GW confirmed that the next ARC (Audit & Risk) meeting is scheduled on the 18th of October 2023. (The last ARC meeting was scheduled on the 22nd of March 2023). The next Wellbeing committee meeting is scheduled on Thursday, 13th July 2023). The [web meeting](#) link on all committee meetings was due to the sale of GCA and change of ownership.

GCA Executive Management Team Minutes – July 2023 Page 2 of 3

GCA Group Colleges Australia

7. BUSINESS UNIT REPORTS (BURs) (GW) (10:07am – 10:37am)

GW proposed a new structure to the BURs and requested input from all members. Each member will be allocated ten minutes to discuss their respective BURs. From the next EMT meeting in August, the BURs will be prepared and presented in the following order:

1. Admissions, Compliance and Operations (to include Student Services) – CM
2. Sydney Campus (to include Student Experience) – JR
3. Melbourne Campus – GW
4. Adelaide Campus – AC
5. IT – JW

Action Item 1: AC to develop a template for BURs and distribute the template to all EMT members.

8. Other Business (all members) (10:37am to 11:28am)

8.1: CM sought clarification on credit exemptions and the RPL process

Action Item 2: CM to review and finalise the Admissions policy with RPL and credit exemption updates by COO, Tuesday, 11th July 2023, for discussion at the Senate meeting on Wednesday, 12th July 2023.

Action Item 3: CM to conduct a benchmarking activity against other institutions' processes for the enrolment of students in multiple accredited awards.

8.2 JW discussed the status of the installation of IT equipment at the Melbourne and Adelaide campuses.

Action Item 4: JW to complete the installation of equipment at the Melbourne campus once the couriered delivery arrives. The installation of equipment at the Adelaide campus will follow once the Melbourne set-up has been completed.

Action Item 5: AC to arrange a meeting for JW with the IT team on the Adelaide campus to discuss requirements for the setup of equipment.

Meeting closed at 11:28am. The Chair thanked all participants for their input.

The next meeting is scheduled on Wednesday, 02nd August 2023.

Approved by:
 Chair: Emeritus Professor Greg Whateley

Final draft date: 17 July 2023

Approval date:

GCA Executive Management Team Minutes – July 2023 Page 3 of 3

Draft minutes are distributed a week after a meeting and formally endorsed at the following formal meeting of the entity – again, best practice.

Business Arising is presented in a standard table format –

BUSINESS ARISING			
ACTIONS			
Ref	Actions	Responsible Person/s	Status
7.1	Chair to report to the Board on the progress of obtaining COVID safe certification	AM	Completed – see Attachment 5.2
7.2	AF to be added to daily enrolment updates in T3, 2020	GW	Completed
10.2	Adjust AS TOR to include oversight of Academic Integrity and provide an overview of Academic Governance at UBSS	GW and AK	Completed – see Attachments #5.3 and #10.1.1
10.5	Members to complete Skill Matrix	AK	Completed – see Attachment #10.3.1

A standardised format for the agenda, minutes and business arising has been adopted by the **GCA Board** in line with all GCA meeting protocols. This format includes standing items from -

- WHS
- Audit and Risk
- SASH
- TEQSA

- Finance
- Admissions and Recruitment
- Communications
- Academic Senate
- UBSS Sydney

The agenda has five sections – Housekeeping, Governance, Administration, Academic and Directors. The agenda uses a starring system for priority purposes.

Based on benchmarking, the model used by GCA is best practice.





28 Financial Reports and Audited Statements

GCA maintains high quality mechanisms for maintaining financial sustainability and reporting against such.

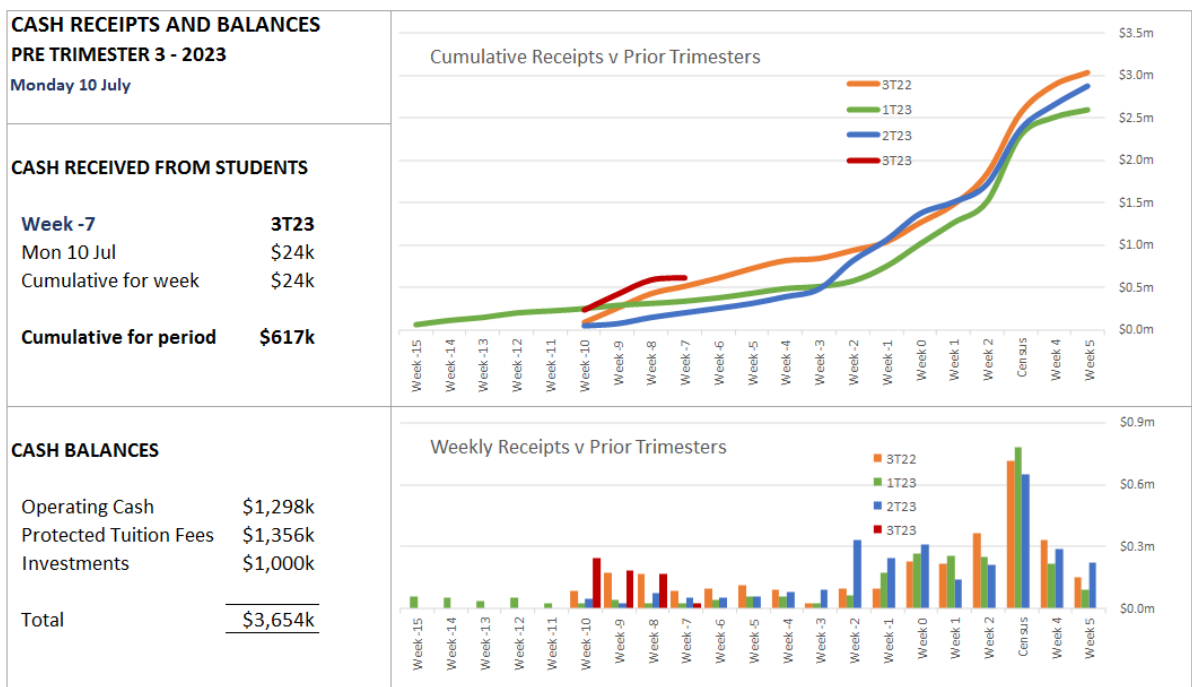
The most recent risk assessment of financial sustainability by TEQSA (2019)* would indicate moderate risk in this domain –

Financial Risk Ratings by Data Year							
Indicator	2015	2016	2017	2018	2019	2020	2021
F1. Financial Viability	High	Moderate	Low	Low	Low	Low	Moderate
F2. Financial Sustainability	Low	Low	Moderate	Moderate	Moderate	Moderate	Moderate

*The data used for the 2023 is based on 2021 data – so is considerably out of sync with reality.

Ongoing monitoring of financial performance is evidenced in –

Daily Cash Receipts and Balances reports –



Monthly Business Unit Reports and Summary

Group Colleges Australia

Management Report
May 2023



YTD Revenue
\$3.4m



YTD EBIT
-\$2.7m



Quarterly Flash Reports

GCA Group

Flash Report
October 2020




YTD Revenue
\$6.94m



YTD EBIT
\$1.65m

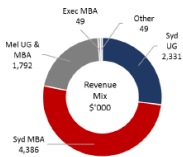


Four formal presentations at each GCA Board meeting

 Group Colleges Australia				
Financial Performance 2022 Compared to 2021				
(\$'000)	YTD	PCP	Movement	Growth
Revenue				
Tuition Fee	7,782	10,958	-3,176	-29%
Non Tuition Fee	818	819	-1	0%
Other Revenue	6	179	-173	-97%
	8,607	11,956	-3,349	-28%
Agent Commissions	-1,915	-2,263	348	-15%
Net Revenue	6,692	9,693	-3,001	-31%
Expenses				
Courses & Teaching	2,011	1,882	129	7%
Contractor & Consultant	899	851	48	6%
Employment	3,804	4,127	-323	-8%
IT Expense	1,891	1,551	340	22%
Other	328	307	22	7%
Premises	1,416	1,719	-303	-18%
Marketing and Events	1,148	490	658	134%
Dep'n & Amortisation	269	281	-12	-4%
	11,767	11,209	558	5%
EBIT	-5,074	-1,515	-3,559	235%
	-59%	-13%		
Investment Income	-33	53	-87	-163%
Finance Expense	0	-1	1	-100%
NPBT	-5,108	-1,463	-3,645	249%
Income Tax	-1,251	-296	-954	322%
NPAT	-3,857	-1,166	-2,691	231%

*Favourable variance more than 5%, Within 5% of PCP, Unfavourable variance more than 5%.

GCA recorded annual revenues of \$8.6m for the year, a 28% decline on 2021. Student numbers continued to decline until the final trimester when, pleasingly, volumes increased almost 20% over the previous intake. It is also positive to note the contribution of the Melbourne campus to revenues, delivering 21% in its first full year of operation.



Non Tuition Fee revenues were unchanged with an increase in enrolment fees offset by lower supplementary exam fees and lower cancellation fees. Other revenues in the PCP were primarily JobKeeper subsidies received up to March 2021.

Expenses increased 5% over the PCP to \$11.8m. Course and teaching costs were up with higher delivery costs in the Executive MBA (increase in subjects delivered) and in the MBA (changed delivery format T3). These costs were partially by reductions in eLibrary and copyright licence costs. Employment costs are down with head count lower than the PCP in the first half of the year. The monthly run rate at the end of the year was back up to PCP levels.

Outsourced IT support costs (Brennan IT) were the primary driver of the increase in IT expenses. Premises costs reduced with facility maintenance charges for Melbourne in 2021 no longer incurred in 2022. The Swanston St lease was revalued due to the reduction in lease term that resulted in lower ROU asset depreciation. Marketing costs were above the PCP with overseas marketing travel resuming after the lifting of COVID-related travel restrictions.

We incurred a loss of \$3.9m after tax compared to the after tax loss of \$1.2m incurred in 2021.

Annual Audited Accounts Report to TEQSA and ASIC

Group Colleges Australia Pty Ltd

ABN 11 085 429 732

Financial Statements

For the Year Ended 30 June 2020

The 2 X Executive Board members receive all financial reports – the independent members are provided access to the quarterly reports (X4), the formal Board presentations (X4) and the audited accounts each year. *This reflects a high level of transparency.* GCA engages external auditors to produce audited accounts each financial year. These reports are then disseminated to the Board.

The **Financial Controller (FC)** attends all GCA Board meetings and reports against a standing agenda item.

29 Risk Management Plans Identifying Risks and Mitigation Strategies

Risk management is a key activity of the GCA Board of Directors.

The Board has in place three risk related standing committees –

- Workplace Health and Safety Committee (WHS)
- Audit and Risk (ARC)
- Wellness (WC)

All three standing committees are chaired by a sitting Director.

All three standing committees meet formally X4 times each year in advance of Board meetings. Schedules are developed and published mid previous year –

MEETING SCHEDULE 2023		v5 10/01/2023											
	Jan	Feb	Mar	Apr	May	June	July	Aug	Sept	Oct	Nov	Dec	
GCA BOARD		22		19			26				22		
GCA BOARD STANDING COMMITTEES:													
GCA Executive & Management (EMT)		01	01	05	03	07	05	02	06	04	01	06	
Audit & Risk Committee (ARC)	18		22			07				18			
Work Health Safety (WHS)		08			10			23		11			
Wellness Committee (WC)	19						13			19			
Threshold Standards Audit Committee (TSAC)		16, 23	02			08, 15, 22			28	05, 12			
ACADEMIC SENATE	18		15		24		12		13		08		
ACADEMIC SENATE STANDING COMMITTEES:													
Academic Integrity Committee (AIC)	30				01, 22			21	11			11	
Grade Review Committee (GRC)				26				16			08		
Course Advisory Committee (CAC)		15				21			13				
INTERNAL COMMITTEES													
Sydney Campus Group (SCG)		08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-	
Melbourne Campus Group (MCG)	31	15, 28	15	19	17	21	19	16	20	18	22	-	
Learning Support Group (LSG)		08, 22	15, 29	12	10, 31	14, 28	26	23	27	11, 25	15	-	
IMPORTANT CALENDAR DATES													
CENSUS		10				02			22				
UBSS Graduation													

All three, risk related standing committees utilise the standardised agenda, minutes, business arising formats to ensure high levels of transparency and monitoring opportunities.

At each GCA Board of Directors meeting (x4) the three committees provide comprehensive standing item reports –

7. GOVERNANCE

7.1 Report from WHS Committee (Emeritus Professor Greg Whateley) – Attachments 7.1.1, #7.1.2, #7.1.3 and #7.1.4 (Photographs will be available at meeting)

7.2 Report from the Audit and Risk Committee (Emeritus Professor Greg Whateley) – Attachments #7.2.1, #7.2.2 and #7.2.3

7.3 Report from the SASH Task Force Minutes (Sir Gerard Newcombe) – Attachment #7.3.1

7.4 TEQSA Update (Alan Manly) – Verbal Presentation

7.5 Finance Report (Paul Hauenschild) – Attachment #7.5.1

Of particular importance is the work and reporting by the **Audit and Risk Committee (ARC)**.

The ARC is chaired by a sitting Director.

The ARC reports directly to the Board of Directors and provides a starred, standing item at all meetings.

The ARC meets X4 times each year and carefully considers the current version of the Risk Management Register –



GCA

GCA RISK MANAGEMENT REGISTER

The full document is available at - <https://www.ubss.edu.au/media/4949/gca-risk-register-october-2023.pdf>

Again, we submit no other like institute provides such detailed documentation on their website.

The Risk Management Register identifies 7 domains of risk and mitigation including –

- Regulatory Compliance
- External Market
- Academic matters
- Staffing
- Finance and Sustainability
- Technical
- Physical Resources and WHS

The ARC utilises the standardised Agenda, Minutes, Business Arising model of documentation that is in turn provided to all Directors at all Board of Directors meetings and where relevant discussed and minuted.

Board members are informed of any change to the Risk Management Register made by domain owners as part of the reporting process.

High Risk areas are specifically highlighted and discussed at all meetings. Currently there are no high-risk items of concern.

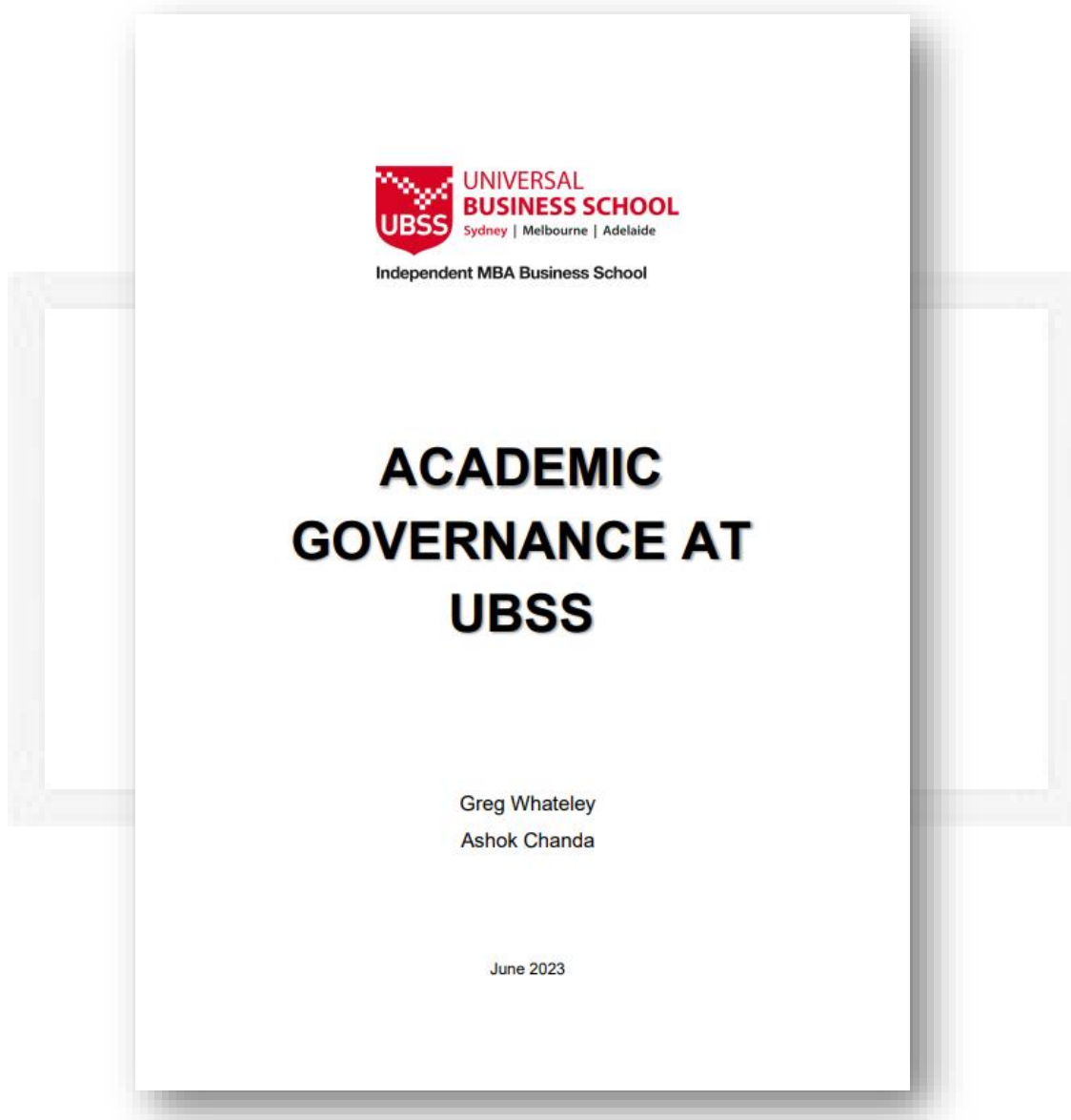
A large, faded version of the GCA logo, consisting of the letters 'GCA' in a bold, sans-serif font, centered within a light gray rectangular border.

30 Academic Governance Reports

Academic Governance is maintained (by delegation) by the UBSS Academic Senate.

The Chair of the UBSS Academic Senate is an independent chair.

An internal audit on Academic Governance was completed in June 2023 with reports to both the Academic Senate (July 2023) and GCA Board of Directors (July 2023) –



The full report is available at - <https://www.ubss.edu.au/media/4764/academic-governance-at-ubss-2023.pdf>

31 Equity and diversity reports

Regular equity and diversity reports are provided.

Formal equity returns are lodged with the Australian Government Workplace Gender Equity Agency -

<https://www.ubss.edu.au/media/1212/ubss-equity-report-1.pdf>

Regular updates on the staffing profile at GCA is published –

<https://www.ubss.edu.au/media/1253/gca-staff-profile-june-2018.pdf>

Monthly reports on student diversity are published via Business Units Reports –

<https://www.ubss.edu.au/media/1773/ubss-sydney-business-unit-report.pdf>

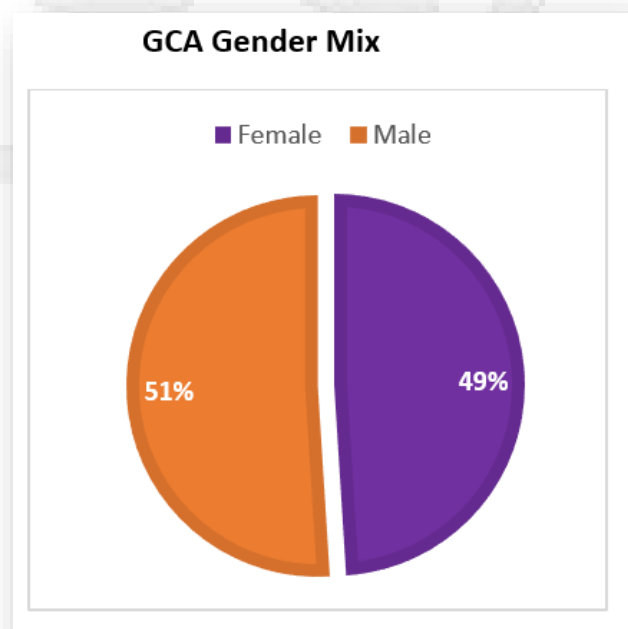
The UBSS Annual Report speaks to diversity and performance against diversity targets –

<https://www.ubss.edu.au/media/1756/ubss-annual-report-2019.pdf>

GCA has in place an equity and diversity policy –

<https://www.ubss.edu.au/media/1446/equity-and-diversity-policy.pdf>

The current staff gender balance at GCA is –



The current student gender balance is – F 49% and M 51%. Students come from 32 source countries.

32 Contingency plans for unexpected events

GCA has in place a comprehensive Risk Management Register that keeps a close eye on potential unexpected events –

<https://www.ubss.edu.au/media/4949/gca-risk-register-october-2023.pdf>

The register designates likelihood under five headings/categories –

C (Almost Certain)
L (Likely)
P (Possible)
U (Unlikely)
R (Rare)

As it best practice likelihood is closely matrixed with risk level and consequence -

Risk Level	Description					
Very High	Requires ongoing executive level oversight. The level of risk warrants that mitigation measures be analysed in order to bring about a reduction in exposure.					
High	Action plans and resources required. The level of risk is likely to endanger capability and should be reduced through mitigation strategies where possible.					
Medium	This level of risk should not automatically be accepted for risk mitigation but rather a cost-benefit analysis is required to determine if treatment is necessary.					
Low	Treatment when resources are available. The risk should be able to be managed via existing controls and normal operating procedures.					

Risk Rating (Likelihood and Consequence) Matrix

Likelihood	C (Almost Certain)	Medium	High	High	Very High	Very High
	L (Likely)	Low	Medium	High	High	Very High
P (Possible)	Low	Medium	Medium	High	High	High
U (Unlikely)	Low	Low	Medium	Medium	Medium	High
R (Rare)	Low	Low	Low	Low	Medium	Medium
		1 (Insignificant)	2 (Minor)	3 (Moderate)	4 (Major)	5 (Extreme)
		Consequence				

There are currently no high or very high items in the Risk Register.

GCA has in place a number of relevant policies (with embedded procedures) in the likelihood of a critical incident –

Course discontinuation - <https://www.ubss.edu.au/media/1444/course-discontinuation-policy.pdf>

Expulsion - <https://www.ubss.edu.au/media/1447/expulsion-policy.pdf>

Revocation of awards - <https://www.ubss.edu.au/media/1451/revocation-of-awards-policy.pdf>

Wellbeing and safety - <https://www.ubss.edu.au/media/1451/revocation-of-awards-policy.pdf>

Critical incident - <https://www.gca.edu.au/Uploads/files/GCA%20Critical%20Incident%20Policy%20V4.pdf>

Work, Health and Safety - <https://www.ubss.edu.au/media/1211/whs-managment-policies-and-procedures.pdf>

Workplace harassment and discrimination - [https://www.gca.edu.au/Uploads/files/GCA%20Workplace%20Discrimination%20and%20Harassment%20Policy%20v1\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Workplace%20Discrimination%20and%20Harassment%20Policy%20v1(1).pdf)

Sexual misconduct prevention and response - [https://www.gca.edu.au/Uploads/files/GCA%20Sexual%20Misconduct%20Prevention%20and%20Response%20Policy%20v1\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Sexual%20Misconduct%20Prevention%20and%20Response%20Policy%20v1(1).pdf)

Conflict of interest - [https://www.gca.edu.au/Uploads/files/GCA%20Sexual%20Misconduct%20Prevention%20and%20Response%20Policy%20v1\(1\).pdf](https://www.gca.edu.au/Uploads/files/GCA%20Sexual%20Misconduct%20Prevention%20and%20Response%20Policy%20v1(1).pdf)

33 Records of incidents and complaints

Documentation relating to incidents and complaints is maintained through MyGCA and specifically individual student journals embedded.

All correspondence (student/staff/organisation) is stored securely and can be accessed as required under password protection conditions.

This practice ensures all records are confidential and retrievable.

If student choose to access the international student ombudsman – all correspondence is stored accordingly.

Some consideration has been given to creating a digital register – though not legislated – the issue will be explored in some detail by way of continuous improvement in 2023 and again in 2024.



Emeritus Professor Greg Whateley is currently Deputy Vice Chancellor and Chief Executive Officer, Group Colleges Australia and Campus Director, Melbourne CBD Campus

Professor Ashok Chanda is currently the Executive Dean UBSS and Campus Director, Adelaide Regency Campus