



**TERMS OF REFERENCE**

COMMITTEE	<b>FINANCE COMMITTEE</b>
PURPOSE	<p>The role of the Senate Finance Committee is to monitor and advise Senate on:</p> <ul style="list-style-type: none"> <li>a) issues relating to the financial performance and sustainability of the University, by reviewing and evaluating information provided by management on the financial impact of strategic proposals, budget and planning priorities, resource and capital allocation, and commercial activities;</li> <li>b) the University’s external audit program, including reliability of financial management and reporting and compliance with laws and regulations ensuring the effective management of financial risk across the University, including the financial risks of subsidiaries and controlled entities;</li> <li>c) ensuring the effective management of non-financial risk in areas covered by the Committee’s Terms of Reference;</li> <li>d) effective management of the University’s short-term portfolio, cash flow and liquidity positions; and</li> <li>e) conducting reviews in the areas covered by the Committee’s Terms of Reference.</li> </ul>
TERMS OF REFERENCE	<p>The Committee’s Terms of Reference are reflected in the <i>University of Sydney Delegations of Authority Rule 2020</i> (‘the Delegations’). The Committee is authorised by Senate to:</p> <ul style="list-style-type: none"> <li>a) make decisions on the University’s Future Fund;</li> <li>b) approve major capital expenditure projects and strategic initiatives which are funded entirely from the Future Fund, including advice on the investment mandate for the Future Fund, which balances support for a broad range of core University objectives with seeking to achieve appropriate commercial returns;</li> <li>c) receive recommendations as to the appointment and retirement, as appropriate, of consultants and external managers, and make such decisions subject to reporting to Senate after the event;</li> <li>d) investigate any activity within its Terms of Reference;</li> <li>e) seek any information it requires from any employee. All employees are directed to cooperate with any requests made by the Committee;</li> <li>f) obtain external professional advice with regard to matters within its Terms of Reference, and to secure the attendance of external advisers with relevant experience and expertise if it considers this necessary, after consultation with the Chancellor (see also <u>Delegation 6.4.4</u>, below);</li> <li>g) in accordance with <u>Delegation 6.15.9</u>, approve business case or capital expenditure projects within approved University budget total valued above \$20m, which are within the approved University budget total, after consultation with University Executive;</li> <li>h) in accordance with <u>Delegation 6.19.1</u>, approve the acquisition of goods and services from a supplier, under an approved contract, other than an independent contractor or a labour hire agency (above \$20M);</li> <li>i) in accordance with <u>Delegation 6.27.1</u>, approve the acquisition of real property valued above \$20M and <u>Delegation 6.27.2</u>, approve any other dealing with real property where the authority is not retained by Senate under the Act above \$20M;</li> <li>j) in accordance with <u>Delegation 5.5.2</u>, approve entry into a strategic research partnership above \$20M;</li> <li>k) in accordance with <u>Delegation 6.27.3</u>, approve the disposal of real property where the authority is not retained by Senate under the Act above \$20M;</li> </ul>

	<p>l) in accordance with <u>Delegation 6.27.4</u>, approve leases and licenses, whether as a tenant or landlord, where the authority is not retained by Senate under the Act (excluding student residential agreements referred to in Operations Agreements section) valued above \$20M;</p> <p>m) in accordance with <u>Delegation 6.4.4</u>, appoint external lawyers and approve costs agreements;</p> <p>n) in accordance with <u>Delegation 6.4.5</u>, approve expenditure on external lawyers between \$5M and \$10M;</p> <p>o) in accordance with <u>Delegation 6.24.6</u>, approve acceptance of sponsorship from third parties (other than sponsorship of chairs), valued above \$20m, after consultation with the Vice-Chancellor and relevant Dean;</p> <p>p) in accordance with <u>Delegation 6.24.2</u>, approve acceptance of a gift, bequest or devise valued above \$20M, which is made to the whole or to a part of the University (such as a Faculty), and establish the terms for its management after consultation with the Vice-Chancellor and with the relevant Dean (where applicable);</p> <p>q) in accordance with <u>Delegation 6.18.2</u>, revise the approved capital budget if the total allocation across the University would materially change as a result of the revision, after consultation with the Vice-Chancellor, University Executive and Vice-Principal (Operations), valued above \$10M;</p> <p>r) in accordance with <u>Delegation 6.15.10</u>, approve agreements for expenditure for infrastructure works or services (above \$20M); and</p> <p>s) in accordance with <u>Delegation 6.23.1</u>, borrow money and raise capital (including issuance of securities or debentures), subject to approval by the Governor on the recommendation of the Treasurer, after consultation with the Chief Financial Officer and Investment Subcommittee.</p> <p>The Committee is to:</p> <p>a) review the annual and three-year Internal Audit Plan to ensure audits that fall within the purview of the committee are appropriate, timely and comprehensive; and</p> <p>b) review relevant Internal Audit Reports.</p> <p>The Finance Committee shall form an Investment Subcommittee.</p>
CHAIR	Appointed by Senate from the Fellows of Senate <sup>1</sup>
MEMBERSHIP	<p>The Finance Committee is comprised of the following members:</p> <p>Ex-officio members:</p> <ul style="list-style-type: none"> <li>• Chancellor</li> <li>• Deputy Chancellor</li> <li>• Vice-Chancellor</li> </ul> <p>Three Fellows<sup>2</sup> of Senate appointed by the Nominations Committee. Up to three external members with appropriate professional expertise and experience, appointed by the Nominations Committee on the recommendation of the Chair of the Committee.</p>
TERM OF OFFICE	All members, including the Chair, are appointed for a term of office of two years. Terms of office are staggered where possible so that expertise and continuity can be maintained.
ATTENDEES	Any others as determined by the Chair when necessary.

<sup>1</sup> Not a staff or student Fellow

<sup>2</sup> One of whom must be a Fellow identified in section 8C(1)(a) of the University of Sydney Act 1989 (as amended) as having financial expertise

QUORUM	At any meeting of the Committee four members shall form a quorum.
SECRETARIAT	Chief Governance Officer
MEETINGS	The Committee meets six times per year or at the Chair's discretion, including at least one meeting with the external auditor.
REPORTING	The Committee reports to Senate following each meeting.
MINUTES	Available on Diligent.

