

BOARD OF TRUSTEES

Minutes of meeting 2011/1 of the Board of Trustees of the University of Western Sydney, held at 9.00am on **Wednesday 23 February 2011**, in the Boardroom, Building AD, Werrington North Campus.

Present: Professor Peter Shergold AC (Chancellor)
Professor Janice Reid AM (Vice-Chancellor)
Mr John Banks
Mrs Lorraine Fordham
Mr David Holmes [from 9.55am]
Ms Vivienne James
Dr Ken Langford
Mr David Lenton
Mr Glen Sanford
Professor Carolyn Sappideen
Ms Gillian Shadwick
Ms Emma Stein
Associate Professor Paul Wormell
The Hon Kim Yeadon

In Attendance: Ms Rhonda Hawkins
Ms Amanda Dickson
Professor John Ingleson
Professor Wayne McKenna
Ms Sharon Rigney
Mr Paul Woloch
Ms Marian Alleyn
Ms Jo Maguire (minute secretary)

1 OPENING AND PROCEDURAL MATTERS

1.1 Welcome

The Board welcomed Professor Shergold to his first meeting as the University's new Chancellor. Professor Shergold expressed the honour and enthusiasm he feels at his appointment to this position and is familiarising himself with the University's campuses, research centres, and staff, having enjoyed visiting a number of the University's campuses already. He has met a number of staff so far and also met with a group of Aboriginal Elders as his first official meeting.

1.2 Apologies

Apologies were received from Mr Michael Antrum and Mr Ian Stone.

1.3 Conflicts of Interest Declaration

Board members were invited to disclose any conflicts of interest in relation to the agenda items for this meeting.

Professor Sappideen declared an interest in item 3.9, regarding her appointment as Chair of the Student Non-Academic Misconduct Appeals Committee.

Mr Lenton declared an interest in item 2.4, in his role as Vice-President Postgraduate of the Hive Student Union.

Mr David Holmes, when he spoke to item 2.4, also declared an interest in his role as A/g General Manager of the Hive Student Union.

No other conflicts were disclosed.

1.4 Starring of Items

The following items were starred 1.1, 1.2, 1.3, 1.4, 1.5, 2.1, 2.4, 3.1, 3.3, 3.4, 3.5, 3.6, 3.7, 3.8 and all items under 4.

Resolution

The Board of Trustees resolved that:

All unstarred items be taken as considered and all recommendations in the attachments for them as adopted.

1.5 Arrangement of Business

Items 3.3, 4.1, 4.3.1 and 4.4 were listed for discussion in the Closed Session.

1.6 Confirmation of Minutes

Resolution

The Board of Trustees resolved to:

Confirm the confidential minutes and minutes of the meeting of the Board of Trustees held on 24 November 2010.

2 BUSINESS ARISING

2.1 UWS AUQA Cycle 2 Audit Preparation Process

The Board noted the actions taken, since its 24 November 2010 meeting, on the preparations for its audit by AUQA.

Resolution

The Board of Trustees resolved that:

- 1. Noting the comprehensive process in which it has participated since 2008 and the incorporation of members' feedback, the Board of Trustees endorsed the University's preparations for the cycle 2 audit by the Australian Universities Quality Agency and commends the quality of the portfolio and supplementary material provided to the audit panel.**

2. **The Board, on the recommendation of the Vice-Chancellor and after due consideration, endorsed the University’s assessment of its compliance with the National Protocols for Higher Education Providers.**
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2.2 Naming Policy

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to:

1. **Approve the Naming Policy, as attached to this agenda item.**
 2. **Note the Donations and Fundraising Policy and the Memorial Establishment Guidelines (to be approved under UWS Delegations by the Vice-Chancellor).**
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2.3 UWS Foundation Constitution Amendment

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to:

Approve the amendment to the UWS Foundation Constitution (clause 10.2 “Board”) to specify two ex-officio Directors: the Chancellor and the UWS Hawkesbury Foundation Board appointee and to maintain the maximum number of members of the Foundation Board as 14 persons, in addition to the Vice Chancellor.

2.4 Review of Student Representation and Participation at UWS – Report of the Sub-Committee of the Board Standing Committee

Mr Yeadon, Chair of the Sub-Committee, introduced this report which was the outcome of written submissions and interviews with a range of stakeholders. He:

- apologised for the report’s late delivery but explained that this was unavoidable due to the timeline and complexity of the process;
- thanked the Sub-Committee members and acknowledged those stakeholders that had contributed, with particular mention to the Hive Executive who had provided a submission and met on two occasions with the Sub-Committee;
- acknowledged that, although there is inherent tension between an independent student organisation and the University that funds it, it is important to have a widely representative student organisation that raises student issues with the University;

- commended the report as setting a way forward to improve student representation.

The elected student members of the Board, Mr David Holmes and Mr David Lenton, raised a number of concerns about the report, including that in their opinion:

- There has been insufficient time, as yet, for them to produce a formal response;
- They should have been afforded the opportunity to see, and respond to, the other submissions made to the Sub-Committee;
- The recommendations appear to have been made 'on a whim' and that any decision to de-affiliate the Hive would be premature;
- Student representatives' lack of expertise is unavoidable and better training is necessary;
- The proposed model appears to be unwieldy and is reminiscent of previous student representation models, prior to the GA report.

Following extensive discussion, and noting the precarious financial position of the Hive, the Board passed the following resolutions.

Resolutions

It was resolved that the Board of Trustees:

- 1. Recognise the importance of having an independent student advocacy organisation and looks to a University-wide SRC to perform that role.**
 - 2. Cease the affiliation given to the Hive at its 25 February 2009 meeting. The Board noted the view of David Lenton and David Holmes that this action should not be taken at this stage.**
 - 3. Approve UWS student representation and participation proposed at Appendix 4 as a basis for further broad-ranging consultation with all stakeholders to finalise the detail of the proposed structure.**
 - 4. Note that a working party will be formed by the University Executive to facilitate the establishment and implementation of the new structure.**
 - 5. Agree that in good faith, the existing Hive executive will be paid any stipends due to them until the date of effect of this resolution and that any other relevant outstanding debts of the Hive, as agreed by the Director Finance and reported to the ARMC, will be covered by the University.**
 - 6. Establish a representative student leadership group as soon as possible to act in an interim capacity and to contribute to the consultations and further development of the proposed structure until the SRC is in place following elections in September/October 2011.**
 - 7. Agree to the request of David Holmes that he and David Lenton be members of the Student Leadership Group.**
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3 NEW GENERAL BUSINESS AND MATTERS FOR DISCUSSION/DECISION

3.1 Vice-Chancellor's Report

The Board noted this report.

3.2 Uses of the University Seal

Resolution

The Board of Trustees resolved to:

Approve the uses of the University Seal since 13 November 2010.

3.3 Cases Under Management

This item was reported in the closed session.

3.4 Establishment of a Position and Role of Pro Chancellor

In considering this matter, the Board noted that the recommendation of who should fill this role will come to the Board via the Remuneration and Nominations Committee. In response to Mr Lenton's query, the Board further noted that it would be inappropriate for an elected staff member of the Board to fill such a role.

Resolution

The Board of Trustees resolved to:

- 1. Make the Pro Chancellor Rule, as attached to this agenda item;**
 - 2. Approve the membership of the Board Standing Committee and the Remuneration and Nominations Committee comprising:**
 - Chancellor (chair)**
 - Deputy Chancellors**
 - Vice-Chancellor**
 - one or more members of the Board who are external persons (within the meaning of section 12 (10) of the Act), being the chair of the Audit and Risk Management Committee, where the chair is a member of the BOT, otherwise the member who is the chair of the Strategy and Planning Committee, and the member appointed as Pro Chancellor.**
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3.5 Executive Presentation – Academic and Research Division

In his executive presentation Professor Wayne McKenna (Deputy Vice-Chancellor Academic and Research) spoke to items 3.6 and 3.8. He also advised that the University is working to its target of recruiting 100 academics per year for the next 5 years and, in 2010, recruited 104.

The Board agreed that a topic for its July 2011 Strategy Day should be the consideration of collaboration with other institutions in areas where the University is under-enrolled.

3.6 UWS Student Load Trends as at 4 February 2011

The Board noted the current data and expectations regarding 2011 student load based on known and projected enrolments compared with the target load in the 2011 budget.

3.7 The International Student Outlook 2011

The Board noted the current trends in applications and acceptances for UWS courses from international onshore students and that it is anticipated that the activity is on track to realise the income predicted in the UWS budget. Professor Ingleson, Deputy Vice-Chancellor (International and Development) also advised that the University is working to ensure that our International students from the Middle East are supported during this time of political unrest in their countries.

3.8 Excellence in Research for Australia 2010

The Board noted the report on the assessment by the Australian Research Council of the quality of research at UWS.

3.9 Membership of the Appeals Committee for Student Non-Academic Misconduct

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to:

- a. **Appoint Dr Ken Langford as the external Board of Trustees member on the Student Non-academic Misconduct Appeals Committee; and**
 - b. **Appoint Professor Carolyn Sappideen as the chair of that Committee.**
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4 REPORTS AND RECOMMENDATIONS FROM BOARD STANDING COMMITTEES

4.1 Finance and Investment Committee

The Board considered this report in the closed session and passed resolutions supporting the development of:

- 620 rooms of student accommodation at Bankstown, Hawkesbury and Penrith; and
- A new library at Kingswood on Penrith campus.

4.2 Audit and Risk Management Committee

The Board noted the report of the 1 February 2011 meeting and passed the following resolution.

Resolution

The Board of Trustees resolved to:

Approve the changes to items 2.7 and 3.2.2 of the Audit and Risk Management Committee Charter, as indicated in this report.

4.3 Board Standing Committee and Remunerations and Nominations Committee

The Board noted the deliberations of these two Committees.

Resolutions

The Board of Trustees resolved to:

1. **note the decision taken by the Board Standing Committee to approve the increase in the daily rate at the Parramatta South site from \$6 to \$8 per day;**
 2. **note the endorsement of the Remuneration and Nominations Committee to the appointment of John Banks as a director of uwsconnect for a period of two years from 1 January 2011.**
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4.3.1 Honorary Awards

This matter was discussed in the closed session, where the Board passed two resolutions relating to honorary awards.

4.4 Campus Development Committee

The Board discussed this matter in the closed session.

5 OTHER REPORTS

5.1 Occupational Health and Safety

The Board noted this report without discussion

5.2 Staffing Matters

The Board noted this report without discussion

5.3 2010 Media Coverage Summary

The Board noted this report without discussion

6 MATTERS RAISED BY BOARD MEMBERS

6.1 Boardroom Facilities

In response to Mr Yeadon's suggestion, the facilities in the Board room will be upgraded to accommodate the transition to electronic Board papers.

7 OTHER BUSINESS

There was no other business.

8 NEXT MEETING AND CLOSURE

The next meeting of the Board is scheduled to be at 9.00am on **Wednesday 13 April 2011.**

There being no further business, the meeting closed at 1.10pm.

Confirmed by: _____
Chair

Date