

BOARD OF TRUSTEES

Minutes of the meeting 2014/6 of the Board of Trustees of the University of Western Sydney, held at 8.30 am on **Wednesday 3 December 2014 in the Board of Trustees Room, EZ, Parramatta Campus.**

Present:

- Professor Peter Shergold AC (Chancellor)
- Professor Barney Glover (Vice-Chancellor)
- Mr Michael Pratt (Deputy Chancellor)
- Ms Gillian Shadwick (Deputy Chancellor)
- Mr John Banks
- Mr Christopher Brown (from 10.30am)
- Ms Elizabeth Dibbs
- Ms Genevieve Gregor
- Mr Elie Hammam
- Ms Vivienne James
- Ms Taylor Macdonald
- Dr George Morgan
- Mr Paul Newman
- Ms Jenny Purcell
- Mr Ian Stone
- Ms Gabrielle Trainor
- Associate Professor Paul Wormell

Apologies: Mr Tim Ferraro

In Attendance:

- Mr Peter Pickering (Acting Deputy Vice-Chancellor) and
Acting Secretary to the Board of Trustees
- Ms Emily Byrne
- Mr James Fitzgibbon
- Ms Helen Fleming
- Professor Scott Holmes
- Ms Sharon Rigney, minutes
- Ms Janelle Tisserand

1. OPENING AND PROCEDURAL MATTERS

1.1. Welcome

The Chancellor welcomed the members to the final meeting of 2014, and commended Elie on his completion of the AICD Directors' training.

1.2. Apologies

The Board accepted an apology from Tim Ferraro.

1.3. Declarations of Interest

The following declarations were made:

- Elie Hammam declared that his father-in-law, Phillip Connor, is employed by 20twenty print solutions and this company is currently in discussion with IT procurement regarding a print solution portal around marketing and advertising.
- The Chancellor is now the chair of Opal Aged Care but has stepped down from his role as chair of the Aged Care Sector Committee.
- Liz Dibbs is the spouse of the CEO of Macquarie Telecom (the company which provides hosting services to UWS) and is also a shareholder.
- Christopher Brown is the chair of the Western Sydney Leadership Initiative. This group has now entered a formal MOU with the UWS Centre for Western Sydney. EJC Corporate Services, which is a client of Christopher's business, Taylor Street Advisory, is having discussions with UWS about the Innovation Corridor that links UWS Werrington and EJC's Science Park at Luddenham.

The Chancellor also noted that the Board will be discussing some commercially sensitive issues and reminded members of the provisions in the Corporations Act relating to insider trading.

1.4. Confirmation of Minutes

Resolution

The Board of Trustees resolved to confirm the Minutes and Confidential Minutes of the meeting of the Board of Trustees held on 10 September 2014.

1.5. Action Sheet from Previous Meetings

The Board noted the actions from previous meetings without discussion.

1.6. Starring of Items

In addition to procedural items (items 1.1 to 1.7), the following items were starred: 2.1, 2.2, 2.2.1, 2.4, 2.5, 2.7, 6.5 and all items under 3.

Resolution

The Board of Trustees resolved that all unstarred items be taken as considered and all recommendations in the attachments for them as adopted.

1.7. Arrangement of Business

The Board agreed with the Chancellor's suggestion that the meeting would consider items 2.5, 2.7, 3.1.2, 3.4, 3.5.1, 6.5 and additional items under 2.1 and other business (8.1), under closed session. The remainder of the items would be discussed in open session.

2. MATTERS FOR DELIBERATION

2.1. Chancellor's Report

Professor Shergold reported on his activities undertaken as Chancellor since the last meeting of the Board in September. The Chancellor officiated at offshore graduation ceremonies and was a guest at an alumni dinner of UWS graduates in Ho Chi Minh City. He was impressed seeing firsthand how the students' lives in Vietnam have been transformed by their UWS education. The Chancellor attended a dinner with a delegation from Beijing University of Chinese Medicine and UWS' Professor Alan Bensoussan and noted the great potential of this alliance.

The Chancellor also noted with sadness the recent passing of the previous Chancellor, Mr John Phillips AO, and thanked the past and present Board members who were able to attend the funeral.

Finally, the Chancellor noted the retirement of Rhonda Hawkins, reflecting upon the amazing contribution Ms Hawkins has made to UWS, its predecessor institutions and to Western Sydney.

2.2. Vice-Chancellor's Report

Professor Glover reported that the Higher Education Reform Bill has been voted down in the Senate and was immediately re-drafted and presented to Parliament for further debate in the Senate early in 2015. Growth corridor universities like UWS may benefit if structural adjustment support is introduced but savings in the form of cuts to research funding or the re-introduction of caps are possible. The Vice-Chancellor expanded upon the agreement with the Beijing University of Chinese Medicine and the potential for a joint campus at the Westmead site.

2.2.1 Redesigning the UWS Organisational Structure

The Board endorsed a restructure of the University's senior Executive to come into effect in January 2015. The major changes include the disestablishment of the position of Deputy Vice-Chancellor and University Provost, and the establishment of Vice-President (People and Advancement). The role of the Chief Financial Officer will be augmented and the title changed to Vice-President (Finance and Resources). Consistent with practice in the sector and internationally, the title of Vice-President has been introduced. These changes are designed to support the key imperatives of the next period of institutional development and position the University in a rapidly changing higher education landscape, including possible de-regulation and certainly increased competition.

Resolution

The Board of Trustees:

approved the disestablishment of the Deputy Vice-Chancellor and University Provost position;
approved the establishment of the Vice-President (People and Advancement) position;
approved the use of the title Vice-President by the Deputy Vice-Chancellors;
approved the change in title for the Chief Financial Officer to Vice-President (Finance and Resources);
approved the revised Delegations (Administrative) Policy and delegations schedules (attached) effective from 1 January 2015; and
noted the other changes outlined in this paper.

2.2.2 2015-2020 Securing Success Strategy

The Board was presented with the revised strategic plan. The plan has been redrafted following a lengthy and extensive consultation period. The working draft will be made available to staff for comment and the final version of the strategic plan will be presented to the Board for endorsement at its first meeting in 2015.

2.2.3 Vice-Chancellor's Annual Report

The report was noted without discussion.

2.3. International Strategy

This item was deferred to the next meeting in February.

2.4 UWS Online Progress Report

The Board noted the progress report on the UWS Online initiative. The academic programs will be managed and operated by the Schools and this will help to facilitate the distinctively student-centred approach which underpins the strategic plan.

[Christopher Brown arrived].

2.5 Parramatta CBD Project: Progress Report

This item was discussed under closed session.

2.6 Divisional Services and Processes Assessment: Progress Report

The report was noted without discussion.

2.7 UWS International College

This matter was discussed under closed session and a resolution was made.

3. REPORTS AND RECOMMENDATIONS FROM BOARD COMMITTEES

3.1 Finance and Investment Committee

The chair of the Finance and Investment Committee (FIC) spoke to the report. The major items discussed at the FIC meeting in November were the budget, the pricing model and the performance of the University's investments under Acadian Asset Management. Improvements in reporting and financial management have made the committee's work easier in recent years.

The Board noted the recommended changes to the Commercial Activities Guidelines and made the following resolution:

Resolution

The Board of Trustees approved the updated Commercial Activities Guidelines

3.1.1 2015 Budget

The Board endorsed the 2015 budget. In the context of the continuing policy and funding uncertainty facing the Higher Education sector, a conservative approach has been taken in developing the budget for 2015-2017. The key features of the budget include:

- A reduction in the capital spend
- Increased resources to Schools, to be funded by savings out of the Divisional Review.

Resolution

The Board of Trustees approved the 2015 – 2017 Budget.

3.1.2 Pricing Model

This item was discussed under closed session.

3.2 Audit and Risk Management Committee

Liz Dibbs spoke to the report. The streamlined visa processing is being carefully monitored by the committee as there is a risk to our international student recruitment if access to the streamlined processing of visas is not preserved. The University has suspended recruitment in Nepal due to issues with fraudulent documentation and offshore processing arrangements are continually being refined and improved.

3.2.1 MyMaster- Authenticity of Student Assignments

The Board noted the reporting in the Sydney Morning Herald of a company that provides students with assignments for a fee. UWS has software in place to detect plagiarism however the Academic Staff representative argued that academic staff need more support to ensure that plagiarism is actioned appropriately. Academic Senate has been reviewing academic integrity in the digital age and the introduction of the Misconduct Rule to replace the current policy will help to simplify and streamline processes. It was agreed that an update on the University's approach to addressing student misconduct and plagiarism in particular will be provided to the Board in 2015.

3.3 Academic Senate

The Chair of Academic Senate highlighted the following from his written report:

- The Vice-Chancellor was thanked for the consultation about *Securing Success* and the incorporation of Senate's feedback into the strategy.
- Senate has been collaborating in and helping to shape a range of major University initiatives, and looks forward to close collaboration with the incoming DVC (Academic), Denise Kirkpatrick, and all of the Executive colleagues.
- Appreciation of the contribution that the departing Deputy Chair, Professor Gabriel Donleavy, has made to Academic Senate. Gabriel is leaving to take up a senior role at UNE.

Resolution

The Board of Trustees resolved to approve the revised Academic Governance Policy, providing for changes to membership, delegations and administrative amendments.

3.4 Board Standing and Remuneration and Nominations Committees

The Board passed a resolution to confer an Honorary Doctorate under closed session.

The Board noted the report without discussion and passed the following resolutions:

Resolutions

The Board of Trustees resolved to re-appoint the following external members of Board committees for further terms of office ending on 31 December 2016:

Audit and Risk Management Committee

Mr John Fehon
Ms Susan Hartigan

University Infrastructure Committee

Mr Peter Graham
Mr Lee Pinder

Finance and Investment Committee

Ms Kerry Stubbs
Mr Alastair Metcalf

The Board resolved to formally acknowledge and thank Ms Vivienne James, Mr Graham Horrocks and Mr Stuart Nisbett for their contribution to the work of Board Committees and to the University.

3.5 University Infrastructure Committee

The chair of the University Infrastructure Committee spoke to his report. The committee has endorsed the criteria for the sub-leasing of the Parramatta Square space, and these include the return on investment and collaboration opportunities with UWS. Stage 1 of the Campbelltown campus residential lots sale was very successful and the revenue is exceeding expectations. Sensitivities with local councils was discussed and it is encouraging that Campbelltown Council provided a constructive response to the *Securing Success* discussion paper.

3.5.1 Westmead Land Acquisition

The Board passed a resolution under closed session.

4. ADVISORY BODIES

4.1. Foundation Council

The report was noted.

4.2. Aboriginal and Torres Strait Islander Advisory Council (ATSIAC)

The report from the meeting held on 20 November 2014 was noted.

5. USES OF THE UNIVERSITY SEAL

The Board made the following resolution without discussion:

Resolution

The Board of Trustees approved the uses of the University Seal since the last report, as detailed in the report provided to this meeting.

6. OTHER MATTERS

6.1. Our Future Action Program

The Board noted the report without discussion.

6.2. Staffing Matters

The Board noted the report without discussion.

6.3. Equity and Diversity Report

The Board noted the report without discussion.

6.4 The Academy

The Board noted the report without discussion.

6.5 Callista

This matter was discussed under closed session.

6.6 Staffing Strategy

The Board noted the report without discussion.

6.7 Aboriginal and Torres Strait Islander Leadership and Engagement UWS

The Board noted the report without discussion.

6.8 UWS Maldives Contract

The Board noted the report without discussion.

7. MATTERS TO BE RAISED BY BOARD MEMBERS

8. OTHER BUSINESS

8.1 NSW Constable Training Tender

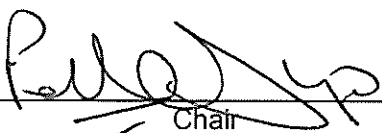
This item was discussed under closed session and a resolution made.

9. NEXT MEETING AND CLOSURE

The next meeting of the Board is scheduled to be held at **8.30am on Wednesday 25 February 2015 in the Board of Trustees Room, Female Orphan School, Parramatta Campus.**

There being no other business, the meeting closed at 12.30pm.

Confirmed by:



Chair

25/2/15

Date