

BOARD OF TRUSTEES

Minutes of the meeting 2013/3 of the Board of Trustees of the University of Western Sydney, held at 2.00pm on **Wednesday 5 June 2013 in The Parlour, Langham Hotel, Sydney.**

- Present:**
- Professor Peter Shergold AC (Chancellor)
 - Professor Janice Reid AM (Vice-Chancellor)
 - Mr Glen Sanford (Deputy Chancellor)
 - The Hon Kim Yeadon (Deputy Chancellor)
 - Ms Gillian Shadwick (Pro Chancellor)
 - Mr John Banks
 - Mr Christopher Brown
 - Mrs Lorraine Fordham
 - Ms Vivienne James
 - Dr Ken Langford
 - Dr George Morgan
 - Mr Michael Pratt
 - Mr Ian Stone
 - Ms Gabrielle Trainor
 - Associate Professor Paul Wormell
- Apologies:**
- Ms Genevieve Gregor
- Absent:**
- Ms Linda Ayache
 - Ms Jing Chen
- In Attendance:**
- Ms Rhonda Hawkins (DVC Corporate Strategy & Services) and Secretary to the Board of Trustees
 - Ms Jo Ballard (Senior Manager, CW&F) (item 4.5.1)
 - Mr John Bonanno (Director, CW&F) (item 4.5.1)
 - Ms Gillian Brown (Executive Officer, Secretariat)
 - Professor Andrew Cheetham (iDVC Research)
 - Mr James Fitzgibbon (Associate Director, Secretariat)
 - Mr Elie Hammam (UWS postgraduate student)
 - Professor Kerri-Lee Krause (iDVC Education)
 - Mr Peter Pickering (Chief Financial Officer)
 - Dr Paul Rowland (iPVC Engagement)
 - Ms Sharon Rigney (Executive Officer, Secretariat)
 - Ms Christine Sharpe (Committees Officer, Secretariat)
 - Mr Paul Woloch (Director, Governance Services)

1. OPENING AND PROCEDURAL MATTERS

1.1. Welcome

The Chancellor welcomed those present and extended a warm welcome to the newly elected postgraduate student member Elie Hammam. Elie briefly introduced himself to the Board and looks forward to his term on the Board, which commences on 1 July 2013.

1.2. Apologies

The Board accepted an apology from Genevieve Gregor.

1.3. Declarations of Interest

The Chancellor reminded Board members of the need to declare any real or perceived conflicts on any Board agenda items. No interests were declared.

1.4. Starring of Items

In addition to procedural items (items 1.1 to 1.6), the following items were starred: 3.4, 3.5, 3.6, all items under 4, 6.1, 6.3.

Resolution

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

1.5. Arrangement of Business

The Board agreed with the Chancellor's suggestion that the meeting would commence with a closed session to consider items 3.3, 1.7, 1.7.1, 4.4 and an item under "other business", with the open session resuming thereafter for the remaining starred items.

1.6. Confirmation of Minutes

Resolution

The Board of Trustees resolved to confirm the Minutes and Confidential Minutes of the 10 April 2013 meeting.

1.8 Action Sheets from Previous Meetings

The Board noted the actions from previous meetings without discussion.

CLOSED SESSION

The Board's closed session discussions included the following items:

- 3.3 Cases Under Management
- 1.7 Minutes of Rotary Resolution
- 1.7.1 Minor Correction to UWS Foundation Charter
- 4.4 Board Standing and Remuneration & Nominations Committee
- 6.1.1 The use of terminology relating to Aboriginal and Torres Strait Islander Peoples-Guidelines
- 8 Other business

2. BUSINESS ARISING

2.1. Our Future Action Program – Status Report

The Board noted the report without discussion.

3. MATTERS FOR DISCUSSION / DECISION

3.1. Chancellor's Report

The Chancellor reported that the Vice-Chancellor's Selection Committee will be interviewing the shortlisted candidates shortly and is hoping that an offer will be made by the end of July.

3.2. Vice-Chancellor's Report

The Board noted the report without discussion.

3.3. Cases Under Management

The Board discussed this item in closed session.

3.4. UWS Summer

The Board noted the launch of UWS Summer. This is one outcome of the Academic Year Review 2012 and is a response to student demand for more choice and a flexible learning experience. This new look summer experience will extend the academic year by providing three learning periods for students between December and February and will commence in summer 2013/2014. Academic Senate will keep a watching brief on this initiative to ensure that learning and teaching standards are maintained, and restrictions will be in place to prevent students from taking on a study load that is unmanageable.

3.5. Parramatta CBD

The Board was provided with an update on the securing of premises to provide a teaching presence for UWS within the Parramatta CBD. The location of the new premises provides a number of opportunities for the University and will help to build stronger links with both the commercial sector generally in Parramatta, as well as individual industries and employers.

3.6. Making the Difference 2014-2016

The Board noted the report without discussion.

3.7. Equal Opportunity for Women

The Board noted the report without discussion.

4. REPORTS AND RECOMMENDATIONS FROM BOARD COMMITTEES

4.5.1 Management and Funding of University's Major Capital Projects over Recent Years

Senior staff from Capital Works and Facilities attended the meeting to provide the Board with a detailed account of the way in which the University manages and funds its capital works program. The program includes new building construction, refurbishment of existing buildings, maintenance of almost 2,000 hectares of land and the maintenance and cleaning of over 540 buildings across 6 campuses and external sites. The Campus Development Committee (CDC) has oversight of the capital program and it was agreed that the regular capital plan management report will be appended to the CDC report to Board.

4.1. Finance and Investment Committee

The Deputy Chancellor, Glen Sanford briefed the Board on discussions at the FIC meeting on 16 May, noting that \$48.2m has been received from the transfer of the

management services to CLV. A query was raised in regard to the year-to-date underspend on the Futures Fund and the CFO advised the Board that this is a timing issue and that it is expected that the funds will be expended as planned. The Board discussed the way in which the budget is allocated between operating and strategic initiatives, and it was agreed that the September meeting of the Board will include budget discussions as part of the development of the 2014 budget. The Board also noted that while the University's debt to equity ratio is good, reliance on government funding is still too high and that funds must be set aside for strategic initiatives in order for the University to be well positioned into the future.

Resolution

The Board of Trustees resolved to:

- **Note the governance and ongoing reporting obligations of the governing body of the University as legislated by the *Australian Charities and Not-for-profits Act 2012*;**
 - **Note that the Office of the Chief Financial Officer is co-ordinating the dissemination of the reporting obligations of the University's controlled entities under the *ACNC Act*;**
 - **Authorise the persons occupying the position of Company Secretary Entities and Accountant Taxation and Insurance, within the Office of the Chief Financial Officer, to complete and submit all necessary information which is true and correct as required from time to time by the Australian Charities and Not-for-Profits Commission as an *agent* on behalf of the governing body of the University; and**
 - **Authorise the persons occupying the position of Company Secretary Entities and Accountant Taxation and Insurance, within the Office of the Chief Financial Officer, to be a primary contact person for the University for ACNC correspondence.**
-

4.2. Audit and Risk Management Committee

The Deputy Vice Chancellor (Corporate Strategy and Services) provided a presentation on the NSW Audit Office 2012 Report of NSW Universities. UWS has a current liquidity ratio of 0.9 which is well below government benchmark and one of the lowest in the sector, reinforcing the need for the University to build reserves.

The Board noted the ARMC report from its meeting held on 28 May 2013. ARMC, in conjunction with FIC, is considering changes to the way in which the University's research income is reported in order to improve the management of research funds. Untaken leave days are down by 20% and work continues to reduce the number of staff with excessive leave balances.

4.3. Report from the Chair of Academic Senate

The Board noted the report from the Chair of Academic Senate on the meeting held on 3 May 2013.

The Chair of Academic Senate also provided the following verbal report:

- Congratulations to Elie Hammam for his successful election to the Board. He has served as an elected member of Academic Senate and has been an important contributor to discussions.
- The Higher Education Standards Panel is revising the threshold standards that TEQSA regulates against.
- Acknowledgement of Professor Kerri-Lee Krause's expert work in compiling our institutional response to the draft standards for course design and learning outcomes.

- At the School level there is activity around curriculum design for blended learning and making sure that they meet the requirements of the relevant discipline or profession.
- Academic Senate's Education Committee endorsed a new set of design standards for collaborative learning spaces – an excellent example of how Capital Works and Facilities and IT Services are developing standards to support the quality of our academic programs.

4.4. Board Standing and Remuneration & Nominations Committees

The Board discussed this item in closed session and passed resolutions regarding honorary awards and appointments to the Indigenous Advisory Council.

4.5. Campus Development Committee

The Deputy Chancellor, Kim Yeadon, briefed the Board on discussions at the 17 May meeting of CDC. The Westmead site is the University's most commercially important site with the potential to provide both short and long term commercial returns from a mix of residential and commercial developments. Decisions around the academic functions on the site will be strategically important and may include a clinical school and allied health disciplines.

5. USES OF THE UNIVERSITY SEAL

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 REPORTS FOR NOTING

6.1. Indigenous Advisory Council

The report of the meeting held on 4 April was noted without discussion.

6.1.1. The use of terminology relating to Aboriginal and Torres Strait Islander Peoples- Guidelines

This item was discussed under closed session and the following resolution was made:

Resolution

The Board of Trustees approved the change of name of the Indigenous Advisory Council to the Aboriginal and Torres Strait Islander Advisory Council, and consequential amendment to the terms of reference.

6.2. Outcome of Postgraduate Student Member Election

Following the close of ballot on 6 May 2013 Mr Elie Hammam was declared as the new postgraduate student member on the Board of Trustees. His term of office is 2 years and commences on 1 July 2013. Elie has been a student at UWS since 2006 and is currently a PhD candidate in the School of Medicine. Elie has served on a variety of University committees and replaces Linda Ayache.

6.3. Staffing Matters

The Board discussed the staff numbers reported in the WHS Report, and the difficulties getting contemporary student/staff ratio data. While student/staff ratios are

used across the sector as a point of comparison between institutions, the usefulness of this measure as a KPI is being reviewed within the sector. It was agreed that the staff numbers would be added to the Staffing Matters report, though numbers change weekly and are a rough measure only.

7. MATTERS TO BE RAISED BY BOARD MEMBERS

8. OTHER BUSINESS

An additional item of business was discussed under closed session.

9. NEXT MEETING AND CLOSURE

The Chancellor made special mention of Dr Langford's valuable contributions during his time on the Board and in particular his insights in regard to the Hawkesbury campus and its alumni. Dr Langford thanked the Board for the opportunity to be involved in the University's governance during this challenging time in the HE sector and looks forward continuing his long association with the University in a teaching capacity.

The next meeting of the Board is scheduled to be held at 9am 11 September 2013, The Boardroom, Female Orphan School, Parramatta Campus.

There being no other business, the meeting closed at 6pm.

Confirmed by:



Chair

11. 9. 13

Date