

BOARD OF TRUSTEES

Minutes of meeting 2012/1 of the Board of Trustees of the University of Western Sydney, held at 9.00am on **Wednesday 29 February 2012**, in the Boardroom, Building AD, Werrington North Campus.

Present:

- Professor Peter Shergold AC (Chancellor)
- Professor Janice Reid AM (Vice-Chancellor)
- The Hon Kim Yeadon (Deputy Chancellor)
- Mr Glen Sanford (Deputy Chancellor)
- Ms Gillian Shadwick (Pro Chancellor)
- Ms Linda Ayache
- Mr John Banks
- Mr Christopher Brown
- Ms Jing Chen (open session only)
- Mrs Lorraine Fordham
- Dr Ken Langford
- Dr George Morgan
- Ms Emma Stein
- Mr Ian Stone
- Associate Professor Paul Wormell

In Attendance:

- Ms Rhonda Hawkins
- Professor Wayne McKenna
- Mr Peter Pickering
- Mr Angelo Kourtis
- Mr James Fitzgibbon
- Mr Peter Malecki
- Ms Jeanine Parsons
- Mr Paul Woloch
- Ms Marian Alleyn
- Ms Sharon Rigney
- Ms Jenny Selley
- Ms Deirdre Lee (minute secretary)

1 OPENING AND PROCEDURAL MATTERS

1.1 Welcome

The Chancellor welcomed those present and warmly welcomed Dr George Morgan, incoming Academic Staff Member 2012-2013, and Ms Jing Chen, incoming Undergraduate Student Member 2012-13. In his opening remarks the Chancellor referred to the challenges that the University would face in 2012 and the need for the Board to regularly reassess the landscape and review its strategy accordingly.

1.2 Apologies

The Board accepted apologies from Ms Vivienne James.

1.3 Conflicts of Interest Declaration

The declarations of interest made by Board members in early 2012 had been provided to all Board members with their agenda papers.

Board members were invited to disclose any conflicts of interest in relation to the agenda items for this meeting. No other conflicts were declared.

1.4 Starring of Items

In addition to procedural items (items 1.1 to 1.7), the following items were starred: 3.1, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7, 3.8, 3.9, 7.2 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 3.1, 3.4 and 4.4 were listed for discussion in the Closed Session.

1.6 Confirmation of Minutes

1.6.1 Minutes of 7 December 2011 meeting

Resolution

The Board of Trustees confirmed the confidential minutes and minutes of the meeting of the Board of Trustees held on 7 December 2012.

1.6.2 Minute of Rotary Circulation of 6 February 2012

Resolution

The Board of Trustees confirmed the minute of the rotary circulation held on 6 February 2012 approving the appointment of Mr Danny Gilbert to the UWS Foundation.

1.7 Action Sheets From Previous Meetings

The Board noted the status of actions from previous meetings.

The Board agreed that item 4.2 from the 7 December 2011 meeting, plan for progressing Strategy Day resolutions, should be removed as the Strategy and Planning Committee had oversight of this action.

2 BUSINESS ARISING (not covered elsewhere on the agenda)

No additional matters were raised.

3. NEW GENERAL BUSINESS AND MATTERS FOR DISCUSSION/DECISION

3.1 Election of Chancellor

This matter was discussed in the closed session.

Resolution

The Board of Trustees declared Peter Roger SHERGOLD AC re-elected to the position of Chancellor of the University of Western Sydney for a four year term commencing on 1 January 2013.

3.2 Chancellor's Report

The Board noted the report of the Chancellor's recent activities including officiating at graduation ceremonies, attendance at meetings of the UWS Foundation Board, a speaking tour of Canada, and a presentation to a firm of lawyers in Parramatta.

3.3 Vice-Chancellor's Report

The Board noted the Vice-Chancellor's report and the following items:

- the Vice-Chancellor's study tour as visiting scholar and guest of Green Templeton College, Oxford University, with the generous support of the Templeton Education and Charity Trust
- her appointment to the NSW Innovation and Productivity Council for a term expiring 31 December 2013
- the successful bid for Federal Government funding of \$29.8m which would allow expansion of UWS College activities at Penrith and Bankstown Campuses and establishment of a new facility at Lithgow
- the National Institute of Complementary Medicine (NICM) had received \$2.9m from philanthropic and industry supporters
- TEQSA (the Tertiary Education Quality and Standards Agency) had assumed its full regulatory functions to become the national regulator of Australia's higher education sector
- in December the first 86 undergraduate students from the School of Medicine had graduated, and three Honorary Doctorates had been awarded
- the positive impact of the PASS (Peer Assisted Study Sessions) Program in 2011
- a developing partnership with the AFL club Greater Western Sydney GIANTS would see activities in the areas of education, health and community
- Professor Edmund Fung, School of Humanities and Communication Arts, had been elected as a Fellow of the Australian Academy of the Humanities
- a developing relationship with News Ltd would benefit students in communication, design and marketing courses
- two students had been recognised for journalistic excellence at the 2011 Ossie Awards for student journalism
- the excellent work of staff from Capital Works and Facilities and Security overnight on 9th to 10th February 2012 in dealing with the aftermath of a major rain event at Penrith.

The Board noted the public interest issues and sensitivity around the National Institute of Complementary Medicine (NICM), and the need for a rigorous evidence based approach to be taken.

Suspension of Bachelor of Natural Science (Sustainable Agriculture and Food Security)

The Vice-Chancellor referred to the decision to suspend the new Sustainable Agriculture and Food Security program of the Bachelor of Natural Science due to there being only six qualified applicants, and the ensuing reactions. Emeritus Professor Richard Bawden would lead a committee to consider the issues. On a more positive note, UWS was part of a \$1m SAF project funded by the Federal Government to explore strategic alliances to deliver research and undergraduate teaching in agriculture, food and environment. The University acknowledged the enormous affection and loyalty that former students of agriculture at Hawkesbury held for the institution and each other, and was committed to offering an agriculture program provided it could be done in a form that was attractive to students.

The Board noted that the new course had been extensively marketed and that agriculture student numbers had been declining for a decade; other institutions were also struggling to attract students to agriculture programs. There was now an inadequate supply worldwide of agriculture graduates, and the issue of food security would become increasingly important on a global scale. The University should proceed carefully in this critical area.

Due to the decline in agriculture student numbers, the situation had been reached where suspension of the Sustainable Agriculture and Food Security course had become necessary. Concerns were raised by the Graduate Member, Dr Ken Langford, that this situation had been allowed to happen. During the discussion the Board noted the importance of exploring all options, and welcomed the offer of Dr Langford to meet with Professor Bawden's group.

The Board noted the concerns and would return to the subject at a future meeting.

3.4 Cases Under Management

This was discussed in the closed session.

3.5 UWS 2012-2014 Budget

The Board noted the revised budget book for 2012-14, and a paper from the Chief Financial Officer, Mr Peter Pickering.

Mr Pickering provided a presentation on the challenges and opportunities facing UWS over the coming period, addressing the following key points:

- key strategic issues
- strategic planning approach
- challenges being faced during the budget period
- opportunities for UWS
- budget structure.

The Board noted that 60% of costs were related to staff salaries, that salary increases of 20% had been paid to staff over the last four years, and that IT and capital projects were major cost drivers.

(Ms Chen arrived at 11.20am.)

(Mr Stone left the meeting at 11.30am.)

The Chair of the Finance and Investment Committee, Mr Glen Sanford, expressed the Committee's concerns about the high costs of the capital program, which in turn would lead to greatly increased maintenance costs. The University was required to match the

SAF/EIF government grants with a contribution of \$21m in 2012-2014 and should examine the costs of those projects to ensure that they could be justified and that maximum value was obtained from the capital expenditure and grant funding. This was a matter that should be discussed at the Strategy Day.

It was suggested that issues for consideration at the Strategy Day might include the teaching strategy, the property and asset holding strategy and issues relating to the volatility of the education system. The Chancellor would discuss these issues with Mr Sanford and Mr Pickering.

The Board noted that the financial situation was challenging for 2012 due to the lower than expected increase in student numbers, and rising costs, but this followed good growth in 2010 and 2011 and could be accommodated.

The Board requested that a short paper be prepared for the next meeting outlining how the financial challenges would be accommodated to achieve the planned level of operating surplus.

3.6 UWS Student Load Trends as at 10 February 2012

The Board noted the paper on UWS student load trends in the first year of fully uncapped funding for Commonwealth Grants Scheme (CGS) places, and received a presentation from the Deputy Vice Chancellor (Corporate Strategy and Service), Ms Rhonda Hawkins. The presentation addressed the following key points:

- context for load planning
- annual application and offer process
- operation and impact of the preferences system
- observations and implications for UWS planning.

The Board noted that a number of other universities had greatly increased the number of offers made in 2012 and that UWS had taken the approach that it would not reduce the academic scores needed for entry. The situation was volatile, and the current shortfall of 500 EFTSL equating to \$4.1m could change, and would improve following the mid-year intake. Although UWS did not have access to the scholarship resources of other institutions, it was in a good position to attract students in the more competitive market, with UWSCollege set to play a critical role in the future, support systems already in place for students, and well established schools engagement and aspiration building programs.

UWS needed to ensure that it remained attractive for local students and the Board requested that the PVC (Students) present a paper on the activities in place. The importance of increasing pathways from TAFE as a means of attracting more mature aged students, and of examining demographic data and long term potential for growth, were noted.

It was suggested that new and simple ways be explored to seek feedback from students on their experience and used to improve retention rates. The role of Campus Life Committees and activities to increase social interaction between students were very important.

3.7 Student Services and Amenities Fee (SSAF) – Student Consultation 2011-12

The Board noted the paper on the consultation process with students related to the Student Services and Amenities Fee (SSAF).

The Board received a presentation from the Vice-Chancellor covering the following key issues:

- situation in the decade prior to voluntary student unionism (VSU)
- post VSU services and associations
- recurring issues
- current costs incurred by UWS
- plans to collect the SSAF in 2012 and ongoing consultation with the SRC (Student Representative Council) and Campus Councils.

The Board noted that a report including the results of the consultation process and priorities for funding would be presented to the April meeting. Discussions with the SRC had been encouraging.

3.8 Governance matters

3.8.1 Board and Committees Performance Assessment Outcome

This item was deferred to the April Board meeting.

3.8.2 Compliance with Voluntary Code of Best Practice

This item was deferred to the April Board meeting.

3.9 Gender and Diversity of UWS Staff

The Board noted the report on the current gender pay equity gap at UWS, which was reasonable and below the national average.

Ms Stein referred to her discussions with the Deputy Vice-Chancellor (Corporate Strategy and Services) regarding gender differentiation between lower and senior levels, and was comfortable that having a KPI around this issue for the Deans of Schools would be helpful.

4 REPORTS AND RECOMMENDATIONS FROM BOARD COMMITTEES

4.1 Finance and Investment Committee

The Board noted the report from the Finance and Investment Committee 16 February 2012 meeting and made the following decisions.

a) 2012-2014 Budget

The Board noted the views expressed by Mr Sanford during the discussion of the budget under item 3.5, and expressed its wish for consideration to be given to obtaining maximum value and cost effectiveness from the planned capital expenditure.

Resolution

The Board of Trustees resolved that following the award of the SAF/EIF grants, the projects' approach and options for cost effectiveness and cash flow management should be reviewed taking into consideration the conditions of the funding grants.

b) Research Centre

The Board agreed the paper's recommendation.

Resolution

That the Board of Trustees approves the University of Western Sydney becoming a member of the company to be formed by the Cooperative Research Centre for Young People, Technology and Wellbeing CRC Ltd.

c) Investment Transition Update

The Board agreed the recommendations in the report.

Resolution

The Board of Trustees approved:

- a. **That Acadian Asset Management be appointed as Funds Manager**
 - b. **That the Chief Financial Officer be authorised to:**
 - i. **proceed with directly negotiating a commercial agreement with Acadian Asset Management to establish a dedicated fund for investment for UWS purposes, subject to appropriate due diligence and legal approval**
 - ii. **seek approval from the Treasurer of NSW on the appointment of Acadian Asset Management as a fund Investment Manager**
 - c. **That the Investment policy of the University be updated to reflect that the Long Term Strategic Asset Allocation (SAA) allow Australian Equities to be up to 70 % of the growth assets for UWS Foundation and for UWS , cash and fixed interest be increased to up to 40 % .**
 - d. **Upon establishment of the Fund and approvals of the NSW Treasurer, current investments for the University Foundation be pragmatically redeemed and placed in the Fund in accordance with the revised Strategic Asset Allocation.**
 - e. **The longer term investments of the University held to cover restricted liabilities be reviewed in conjunction with Acadian Asset Management in order to develop a longer term strategy for management.**
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4.2 Report from the Chair of Academic Senate

The Board noted the report, and the advice of Associate Professor Paul Wormell that the major areas of activity in the period ahead would be the development of threshold standards, and models for curriculum design and delivery.

4.3 Audit and Risk Management Committee

The Committee noted the report of the 24 January 2012 meeting.

Item 4, Occupational Health and Safety

The Board noted the concern that completion rates by staff of mandatory online OHS training modules were low, and was reassured that rates had increased significantly since the time of that report. It was also suggested that audits should ensure that areas with more serious risks such as fatality and major injury were examined and that the new legislation should be used to formulate the work plan.

It was agreed that an overview of the new Occupational Health and Safety legislation should be presented to the next meeting.

Item 5 Audit and Risk Assessment Work Plan for 2012

The Board noted the need to be assured that the key risks for the organisation had been identified and that high risk processes (such as enrolment, authentication of credentials) were subject to audits. It was noted that the rolling program of Administrative Audits and process reviews, allowance for unplanned audits each year, and the anti corruption framework, captured those concerns.

4.4 Campus Development Committee

The Board noted the report of the 10 February 2012 meeting. Campus Development issues were discussed in the closed session.

5. REPORTS AND RECOMMENDATIONS FROM THE COUNCILS AND OTHER UNIVERSITY COMMITTEES

5.1 Indigenous Advisory Council

Without discussion the Board noted the report of the meeting held on 6 December 2011.

6 USES OF THE UNIVERSITY SEAL

Without discussion the Board noted the summary report of the uses of the University Seal since the previous meeting.

Resolution

The Board of Trustees approved the uses of the University Seal since 22 November 2011, as detailed in the paper.

7. OTHER REPORTS FOR NOTING

7.1 Staffing Matters

The Board noted this report without discussion.

7.2 AUQA Cycle 2 Action Plan

The academic staff member of the Board, Dr George Morgan, raised a number issues about casual academic staff from references in the AUQA Cycle 2 Audit Report. These included the numbers of casual staff, the issues associated with conversion to permanent positions, and dedicated teaching and research intensive positions and associated costs. It was noted that these issues were currently the subject of industrial negotiations in the sector.

The Deputy Vice-Chancellor (Corporate Strategy and Services) advised of the University's efforts to resolve the issues over the last year and offered to provide a briefing to Dr Morgan on the position adopted by the University and the issues around establishing an acceptable workload for a teaching only position.

The Chancellor expressed his willingness for the Board to discuss casual staffing and teaching positions at a future meeting, but the Board could not become involved with the current industrial issues.

7.3 2011 Media Coverage Summary

The Board noted this report without discussion.

7.4 Media Coverage Report: Suspension of Bachelor of Natural Science (Sustainable Agriculture and Food Security).

The report was noted, and the Board discussed the issue under the Vice-Chancellor's report at item 3.3.

8. MATTERS RAISED BY BOARD MEMBERS

There were no other matters raised.

9. OTHER BUSINESS

There were no other matters raised.

10. NEXT MEETING AND CLOSURE

The next meeting of the Board will be on 11 April 2012, 9.00am-12.30pm in the Boardroom, Building AD, Werrington North campus.

There being no further business, the meeting closed at 1.15pm.

Confirmed by:

Chair

Date