
BOARD OF TRUSTEES

Minutes of the meeting 2016/5 of the Board of Trustees of Western Sydney University held at 8.30am on **Wednesday 12 October 2016 in the Chancellery Boardroom, EB.2.23, Parramatta Campus.**

Present: Professor Peter Shergold AC (Chancellor)
Professor Barney Glover (Vice-Chancellor and President)
Mr Michael Pratt (Deputy Chancellor) (left at 11.00am)
Ms Elizabeth Dibbs (Deputy Chancellor)
Ms Genevieve Gregor (Pro Chancellor)
Associate Professor Paul Wormell (Chair Academic Senate)
Mr John Banks
Professor MaryAnn Bin-Sallik
Mr Christopher Brown (via teleconference 8.30-9.30am)
Dr Ben Etherington
Mr Peeyush Gupta
Ms Vivienne James
Ms Winnie Jobanputra
Ms Sophie Kobuch
Ms Jenny Purcell
Mr Ian Stone
Ms Gabrielle Trainor (from 9.00am)

Apologies: Mr Tim Ferraro

In Attendance: Ms Sophie Buck (Director, Governance Services)
Mr Michael Burgess (Chief Student Experience Officer, for item 4.2)
Ms Helen Fleming (University Secretary and General Counsel)
Professor Scott Holmes (Deputy Vice-Chancellor, Research and Development)
Professor Denise Kirkpatrick (Deputy Vice-Chancellor, Academic)
Mr Angelo Kourtis (Vice President, People and Advancement)
Mr Peter Pickering (Vice President, Finance and Resources)
Ms Jo Maguire (Executive Officer, minutes)
Mr Charles Noonan (meeting support)

1. OPENING AND PROCEDURAL MATTERS

1.1 Welcome

The Chancellor welcomed members, noting that Ms Trainor would join the meeting at 9am and that Mr Brown was participating via teleconference until 9.30am.

1.2 Apologies

The Board accepted an apology from Mr Tim Ferraro.

1.3 Declarations of Interest

Mr Brown noted that he had joined the Federal and State Government Western Sydney Rail Infrastructure Reference Group and would register his formal declaration with the Office of Governance Services.

1.4 Confirmation of Minutes

The Board agreed that the minor amendment to item 5.2, as requested by Ms Dibbs, should be incorporated into the minutes of the open session. With these amendments, the Board passed the following resolution.

Resolution

The Board of Trustees approved the Minutes and Confidential Minutes of its 10 August 2016 meeting. [12/10/2016:1]

1.5 Action Sheets from Previous Meetings

In reply to Dr Etherington's question, the Chancellor clarified that the review of ethical investments, as part of the University's investment strategy, will not be limited to one industry. Ethical investment is also contained within the Finance and Investment Committee report at item 5.1.

1.6 Starring of Items

The Board noted that late item 6.2 had been added to the agenda. In addition to procedural items (items 1.1 to 1.7), the following items were starred: 2.1, 2.2, 3.1, 3.2, 4.2, 5.1, 5.1.1, 5.2, 5.2.1, 5.3, 5.4, 5.5, 5.5.1, 5.5.2, 5.6, 5.6.1 and 6.2.

Resolution

The Board of Trustees resolved that all unstarred items be taken as considered and all recommendations in the attachments for them as adopted. [12/10/2016:2]

1.7 Arrangement of Business

The Board agreed that item 3.2 and all items under Section 5, other than 5.3, be discussed under closed session.

2. CHANCELLOR'S & VICE-CHANCELLOR'S REPORTS

2.1 Chancellor's Report

The Chancellor thanked Board members for the additional work they do for the University, such as attending the professoriate dinner and participating in the upcoming town and gown event, which is expected to raise over \$300,000 towards refugee scholarships. A progress report on the town and gown event was included at item 5.6.1 of the agenda. The Board acknowledged the recent passing, and the distinguished career, of the University's Foundation Chancellor, Sir Ian Turbott AO CMG CVO.

A number of Board members attended the National Conference on University Governance (NCUG), held in Sydney on 5 and 6 October 2016. In addition to conference sessions covering philanthropic fundraising, social media, business engagement and governance, attendees also heard the Minister for Industry, Innovation and Science, The Hon Greg Hunt MP, speak about his portfolio, and the Minister for Education and Training, Senator The Hon Simon Birmingham, speak about future directions in higher education policy.

The Chancellor identified that the University's induction processes need review but noted that, unlike some other universities, all Board papers are made available to all members, including elected members. The Chancellor emphasised that there is a high level of trust at this University that all Board members, whether elected, appointed or *ex officio*, will observe their confidentiality and fiduciary responsibilities to the University.

In his role as convenor of the University Chancellors Council (UCC), the Chancellor also chaired a meeting of the UCC immediately following the NCUG. The UCC is funding the development of a short course on university governance, specifically designed for members of Australian universities' governing bodies.

2.2 Vice-Chancellor's Report

The Vice-Chancellor advised the Board that, unfortunately, due to personal commitments, Aleks Duric was no longer available to accept the appointment as Executive Director, Advancement and Alumni.

The Vice-Chancellor provided an update on the current higher education policy environment and the particular impact that the cuts in HEPP funding will have on the University. He also provided an update on campus development across the University's footprint and, after viewing a short video on the topic, the Board commended the imminent completion of 1PSQ and the School of Business Curriculum Renewal project. A progress report on 1PSQ was included at item 5.5.2 of the agenda.

The University's Open Day 2017 was a great success, and registrations for Open Day 2017 increased by 37%. The acceptance, enrolment and orientation experience for new students in 2017 will be greatly improved by new systems currently under development in the Student Experience Office, including the review of the device strategy and the provision of texts books for first year students.

The Australian Taxation Office has approved the Early Voluntary Retirement Scheme (EVRS). Comprehensive information has been made available to all staff and applications for eligible staff close on 27 October.

Australian universities have experienced significant delays in student visa processing due to technical errors associated with the Department of Immigration and Border Protection's transition to the new simplified student visa framework. The Department is working to resolve the issue.

On 29 August 2016, the Vice-Chancellor provided the keynote address to the NTEU national workshop on university councils. On 9 October 2016, the Vice-Chancellor was interviewed by the *Sunday Night* TV program about the *Respect. Now. Always.* campaign.

[Mr Brown left the meeting at 9.30am]

3 SIGNIFICANT MATTERS FOR DELIBERATION OR APPROVAL

3.1 Western Sydney University By-Law Revision

The Board considered the proposed key changes to the By-Law and Rule. The Board discussed, in particular, the recommendation that future graduate members of the Board be appointed, rather than elected. This change will retain the graduate position but provide greater opportunity to ensure that all requisite skills are covered across the Board's membership and overcome the position being elected largely from one area of the student body. There is no intention to

change the other elected positions on the Board. The Board noted the Chancellor's advice that all elected Board members had been consulted about the proposed change and that the current graduate member supports the change.

Dr Etherington expressed opposition to the change and outlined his reasons why, including that direct participation of alumni in the affairs of a university is a core aspect of the notion of university membership; that, in time, the graduate polity will evolve to reflect a broader range of graduates from within the University, as well as the election process being an opportunity for the University to engage with its alumni in their capacity as members of the University. The Chancellor agreed that Dr Etherington's opposition to the change be recorded in the minutes.

Following discussion, the Board resolved as follows:

Resolution

- (1) Pursuant to s.40 of the *Western Sydney University Act 1997*, the Board resolves to make the *Western Sydney University By-law* (refer Attachment 1), subject to any changes of a minor nature (such as drafting or formatting changes) recommended by NSW Parliamentary Counsel, and which is to replace the *Western Sydney University By-law 2005*; [12/10/2016:3]**
 - (2) Pursuant to s.41 of the *Western Sydney University Act 1997*, the Board resolves to make the *Western Sydney University (Governance) Rule* (refer Attachment 2), to replace the *UWS Rules* and the *University of Western Sydney (Pro Chancellor) Rule*, and subject to any minor changes needed to ensure consistency with Recommendation (1). The new Rule is to take effect upon enactment of the new *Western Sydney University By-law*; [12/10/2016:4]**
 - (3) The University Secretary and General Counsel is authorised to incorporate any changes to the new By-law or Rule as recommended by NSW Parliamentary Counsel under Recommendation (1) and to report these back to the Board for noting. [12/10/2016:5]**
-

3.2 Reshaping the University's Balance Sheet

This item was discussed under closed session.

4 PRESENTATIONS

4.1 School Performance Report – School of Law

This item was deferred to a future meeting.

4.2 Vice-President (People and Advancement)

The Vice-President (People and Advancement), Mr Angelo Kourtis, presented on his portfolio area which consists of Marketing, Human Resources, Student Experience, Equity & Diversity, Advancement & Alumni and University Secretary and General Counsel. These offices support the three stages of the student and staff lifecycle: Engage, Empower and Advance. Mr Kourtis undertook to provide the data contained in his report to Board members.

The Chief Student Experience Officer, Mr Michael Burgess, presented on Project

Lumbar, a digital platform to improve both engagement with prospective students and the enrolment experience for new students.

[Mr Pratt left the meeting at 11.00am]

5 BOARD COMMITTEES AND ADVISORY BODIES

5.1 Finance and Investment Committee [CLOSED SESSION ITEM]

The Committee Chair, Genevieve Gregor, spoke to the minutes of the 29 September 2016 meeting.

The Board noted that the investment strategy will be developed for discussion at the next Finance and Investment Committee meeting, and then submitted to the December Board meeting. In response to Dr Etherington's query about ethical investment, Board members will also receive the confidential Acadian papers.

The Board noted that it is timely to increase the University's borrowing facilities. The tender evaluation committee has determined that the proposal of the incumbent bank, Commonwealth Bank of Australia, is significantly more cost efficient than that offered by the National Australia Bank.

Resolution

The Board of Trustees resolved to approve the recommendation to proceed with the Commonwealth Bank as the provider of an additional \$100m borrow facility. [12/10/2016:7]

5.1.1 2017-2019 Proposed Budget Parameters

This item was discussed under closed session.

5.2 Audit and Risk Committee

This item was discussed under closed session.

5.2.1 Annual Delegations of Authority Review

This item was discussed under closed session.

5.3 Academic Senate

The Chair of Senate, Associate Professor Paul Wormell, spoke to the report of the 10 August 2016 meeting. The Board noted that Associate Professor Wormell had attended the National Conference on University Governance and also the conference of Chairs of Academic Boards and Senates. The Board discussed the challenges of detecting and proving contract cheating and noted that it is essential that staff follow the University's policies and procedures so that the outcomes of Misconduct procedures are sound.

Resolution

The Board approved the revised Academic Governance Policy, providing for changes to the membership of Academic Committee. [12/10/2016:11]

5.4 Board Standing and Remuneration and Nominations Committees

This item was discussed under closed session.

Senate - AN
7/12/2016

5.5 University Infrastructure Committee

This item was discussed under closed session.

5.5.1 Western Sydney Facilities Opening within Next 12 Months

The Board noted this report.

5.5.2 Parramatta City Campus

This item was discussed under closed session.

5.6 Foundation Council

This item was discussed under closed session.

5.6.1 Town and Gown Gala Ball Update

The Board noted the update on the University's Town and Gown Gala Ball to be held on Saturday evening, 29 October 2016 at Rosehill Gardens. As minuted at item 2.1, the event is expected to raise over \$300,000 towards refugee scholarships.

6 OTHER MATTERS FOR APPROVAL OR NOTING

6.1 Uses of the University Seal

Resolution

The Board of Trustees approved the affixing of the University Seal to those documents listed in the attached report, pursuant to the University Seal Usage Policy. [12/10/2016:19]

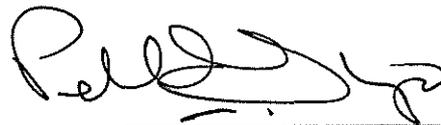
6.2 Sydney School of Entrepreneurship

This item was discussed under closed session.

7 NEXT MEETING AND CLOSURE

The next meeting of the Board will be held at 8.30am on Wednesday 7 December 2016, Parramatta campus.

There being no further business, the meeting closed at 12:40pm.



Chancellor

7/12/2016
