

BOARD OF TRUSTEES

Minutes of the meeting 2015/5 of the Board of Trustees of Western Sydney University held at 8.30am on Wednesday 2 December 2015 in the Chancellery Boardroom, 2.23 EB, Parramatta Campus.

Present: Professor Peter Shergold AC (Chancellor)
Professor Barney Glover (Vice-Chancellor)
Ms Gillian Shadwick (Deputy Chancellor)
Mr Michael Pratt (Deputy Chancellor)
Ms Elizabeth Dibbs (Pro Chancellor)
Mr John Banks
Mr Christopher Brown AM (left at 12noon)
Mr Tim Ferraro
Ms Genevieve Gregor (by phone from 9am-10.45am)
Ms Vivienne James (arrived at 8.40am)
Ms Sophie Kobuch
Ms Taylor Macdonald (arrived at 8.45am)
Dr George Morgan
Ms Jenny Purcell
Mr Ian Stone
Ms Gabrielle Trainor (left at 11.45am)
Associate Professor Paul Wormell

In Attendance: Ms Helen Fleming (University Secretary and General Counsel)
Dr Ben Etherington
Mr James Fitzgibbon
Professor Scott Holmes (item 4.1)
Mr Angelo Kourtis
Mr Peter Pickering
Ms Sharon Rigney (minutes)
Ms Belinda Salvatori

1. OPENING AND PROCEDURAL MATTERS

1.1. Welcome

The Chancellor welcomed the Board members and noted that it was the final Board meeting for George Morgan and Taylor Macdonald. The Chancellor welcomed Dr Ben Etherington to the meeting and congratulated him on his recent election to the position of Academic Staff member on the Board, and congratulated Jenny Purcell on her re-election as the Professional Staff member on the Board. Winne Jobanputra is the newly elected Undergraduate Student Member of the Board and will attend her first meeting in March 2016.

The Chancellor advised the Board that Taylor has been awarded the prestigious Lawyers' Weekly Student of the Year Award and warmly congratulated her on behalf of the Board.

1.2. Apologies

There were no apologies.

1.3. Declarations of Interest

There were no declarations made. The Chancellor reminded Board members to review their declaration at each meeting and ensure that their details are kept up to date.

1.4. Confirmation of Minutes

Resolution

The Board of Trustees resolved to approve the Minutes and Confidential Minutes of its 9 September 2015 meeting. [2/12/2015:1]

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, 3.1, 3.2, 3.3, 3.4, 3.5, 3.6, 3.7, 4.1, 5.1, 5.2, 5.2.1, 5.2.2, 5.2.3, 5.3, 5.4, 5.4.1, 5.4.2, 5.4.3.

Resolution

The Board of Trustees resolved that all unstarred items be taken as considered and all recommendations in the attachments for them as adopted. [2/12/2015:2]

1.7. Arrangement of Business

The Board agreed with the Chair's suggestion that items 2.1, 3.3, 3.4, 3.5, 3.6, 3.7 and 5.4.2 would be conducted under closed session. The remainder of the items would be discussed in open session.

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

2.1. Chancellor's Report

The Chancellor spoke briefly to his report. Since the last meeting, the Chancellor attended a meeting of each of the Board's committees (Finance and Investment, University Infrastructure and Audit and Risk) and plans to do so annually. The Chancellor made special mention of the work of the Foundation Council and its important role in securing philanthropic gifts. Staff Giving has increased and Western Sydney University is now a sector leader in the proportion of staff donating through fortnightly payroll deductions.

The Vice-Chancellor and University staff left the meeting for the discussion of the Vice-Chancellor's performance report under closed session.

2.2. Vice-Chancellor's Report

The Vice-Chancellor updated the Board on the status of the Higher Education reforms. Consultation on the reforms in 2016 will include discussion of strategies for the sustainable funding of higher education in Australia. ERA (Excellence in Research for Australia) results will be available in the coming week and the University is anticipating a substantial improvement in the rankings. The rebranding strategy is progressing well with targeted product marketing plans throughout 2016/17, while the re-signage of campuses is expected to be finalised by the end of 2015. The iPad strategy, in which first year students are provided with an iPad, has been broadened to a multi-device strategy and will include devices such as android tablets and laptops.

2.2.1 Vice-Chancellor's Annual Report

The Board noted the annual report on the University's performance against the *Securing Success* strategic plan. The key performance indicators indicate progress in most areas with some improvements still to be made in others. While international student and College loads are strong, there are still some demographic issues relating to the University's aging academic staff profile that need to be addressed.

3. SIGNIFICANT MATTERS FOR DELIBERATION OR APPROVAL

3.1. 2016 Budget

The Vice-President (Finance and Resources) presented the budget. The Board approved the 2016-2018 budget as submitted. The budget assumes no changes to government policy for the short term and includes increased funding to core activities such as Schools and research.

Resolution

The Board of Trustees resolved to approve the proposed 2016-2018 Budget as submitted. [2/12/2015:3]

3.2 Reshaping Western Sydney University

The Board noted the report that outlined the planning strategy for the campus network including the distribution of Schools, courses and activities, and this item will be discussed in detail at the Board's strategy meeting in March 2016.

3.3 Australia-China Institute for Chinese Arts and Literature

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

3.4 Islamic Museum and Education Centre

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

Ms Gabrielle Trainor left the meeting.

3.5 1PSQ Lease Transfer

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

3.6 Westmead Redevelopment

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

3.7 Open University (UK) Licence Agreement

This item was discussed under closed session.

4. PRESENTATION

4.1 School Performance Report

As part of the regular scheduling of School presentations, the Interim Dean of the School of Business outlined the School's academic profile, successes and challenges. From 2010 enrolments have faced steady decline and the realignment and refreshing of the School's courses became a priority in 2015. The new courses are designed to increase diversity and to introduce new subject areas such as business analytics.

Demand for the undergraduate programs has increased but more work is required to increase demand for the masters programs and improve the appeal of courses to the international student market.

5. BOARD COMMITTEES & ADVISORY BODIES

5.1. Finance and Investment Committee (FIC)

The Chair of FIC, Genevieve Gregor, spoke to the minutes of the meeting held on 6 November 2015. A review of the University's endowment strategy will be a key focus for FIC in 2016 and will be brought back to the Board for discussion in due course. The endowment that has resulted from property development activities will be used in part to re-position and transform the University over the next 10 years and will be the subject of discussion at the Board Strategy meeting in March.

The negotiated fit-out cost for 1PSQ has been endorsed by FIC and is a good outcome for the University.

Mr Chris Brown left the meeting.

5.2 Audit and Risk Management Committee (ARMC)

Elizabeth Dibbs spoke to the minutes of the ARMC meeting held on 20 November 2015. The risk register is updated periodically and presented to the Board for six-monthly reviews. The Manager of Security presented on the University's critical incident management plan and advised that these processes are under continual review.

5.2.1 Corruption and Fraud Prevention Strategy

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to approve the revised Corruption and Fraud Prevention Strategy. [2/12/2015:8]

5.2.2 Internal Audit Charter

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to approve the revised Internal Audit Charter. [2/12/2015:9]

5.2.3 Commercial Activities Guidelines and Delegations

The Board approved changes to the Commercial Activities Guidelines and the Delegations (Administrative) Policy and Schedules. The changes to the Guidelines are designed to improve rigour in the planning of commercial activities. Changes to the Delegations (Administrative) Policy and Schedules reflect the changes to the Guidelines, as well as other changes resulting from changes to positions and position titles.

Resolution

The Board resolved to approve the proposed changes to the Commercial Activities Guidelines and the Delegations (Administrative) Policy (including Schedules A to G), to take effect from 1 January 2016. [2/12/2015:10]

5.3 Academic Senate

The Chair of Academic Senate spoke to his report, including the major items for upcoming meetings of Academic Senate:

- Streamlining of course and unit approval processes;
- Development of guidelines, processes and communication to staff and students around the Student Misconduct Rule, especially the educative and remedial aspects; and
- The Assessment Review, including academic integrity and honesty, which will be a major program of work next year.

Academic Senate's 2016 work plan will be guided by the review of *Securing Success*, especially the *Learning and Teaching Plan* and the *Research and Development Plan*.

The issue of the re-design of academic workspaces was raised and the Board discussed the importance of process and consultation.

Resolution

The Board of Trustees resolved to approve the revised Academic Governance Policy, providing for changes to the membership of Academic Senate. [2/12/2015:11]

5.3.1 Academic Senate Governance

The Board noted the report without discussion.

5.4 Board Standing and Remuneration and Nominations Committees (BSC/RNC)

The Board noted the 20 October 2015 BSC and RNC minutes, and made resolutions under closed session regarding honorary awards (see item 5.4.2).

The Board approved the revised University Seal Policy.

The Board noted that the Chair of the Audit and Risk Management Committee, Alan Zammit AM, has stepped down from this role, and approved the appointment of Elizabeth Dibbs as Chair. Holly Kramer has agreed to join the Finance and Investment Committee and she brings extensive management skills to the role. In relation to the two Aboriginal and Torres Strait Islander Board nominees put forward to the Minister for Education, advice from the Minister's office is expected in the coming weeks.

Resolutions

The Board of Trustees resolved to approve the revised University Seal Policy. [2/12/2015:12a]

The Board of Trustees resolved to approve the appointment of:

- 1. Holly Kramer as a member of the Finance and Investment Committee for a term of office from 1 January 2016 to 31 December 2017, subject to her willingness to accept; and**
 - 2. Elizabeth Dibbs as Chair of the Audit and Risk Management Committee, effective 1 January 2016. [2/12/2015:12b]**
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5.4.1 Revised Honorary Titles and Awards Policy

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to approve:

- 1. The revised Honorary Titles and Awards Policy and Honorary Titles and Awards Procedures; and**
 - 2. The retirement of the existing Honorary Awards Policy, Emeritus Professor Policy and Visiting, Adjunct and TAFE Appointments Policy on publication of the revised Honorary Titles and Awards Policy and Procedures via the Policy DDS. [2/12/2015:13]**
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5.4.2 Honorary Award Nominations

This item was discussed under closed session and resolutions made.

5.4.3 Foundation Council Charter

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to approve the amendments to the Foundation Council Charter. [2/12/2015:15]

5.5 University Infrastructure Committee (UIC)

The minutes of the UIC meeting held on 6 November were noted without discussion.

5.6 Foundation Council

The Board noted the minutes from the 10 November 2015 meeting.

6. OTHER MATTERS FOR APPROVAL OR NOTING

6.1. 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 as detailed in the report provided to this meeting. [2/12/2015:16]

6.2 Board and Senate Elections

This item was discussed under 2.1.

6.3 Renaming of Research Institutes

The Board passed the following resolution without discussion.

Resolution

The Board resolved to:

1. Note the variation of the name “Western Sydney Institute for Population and Community Health (WSIPCH)” to the “Translational Health Research Institute (THRI)”;
 2. Note the variation of the name “The MARCS Institute” to “The MARCS Institute for Brain, Behaviour and Development”. [2/12/2015:17]
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6.4 Student Misconduct Rule - minor amendments

The Board passed the following resolution without discussion.

Resolution

The Board of Trustees resolved to approve the amended Student Misconduct Rule. [2/12/2015:18]

7. OTHER BUSINESS

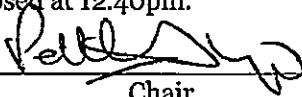
There was no other business.

8. NEXT MEETING AND CLOSURE

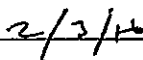
The Chancellor thanked the Board members, Vice-Chancellor and members of the Senior Executive team for their hard work in 2015 and wished everyone a merry Christmas.

The next meeting of the Board is scheduled to be held at **8.30am on 2 March 2016**. There being no other business, the meeting closed at 12.40pm.

Confirmed by:



Chair



Date