



BOARD OF TRUSTEES UNIVERSITY INFRASTRUCTURE COMMITTEE CHARTER

1 Introduction

- 1.1 The University Infrastructure Committee is a committee of the Board of Trustees of Western Sydney University.
- 1.2 The Committee advises and makes recommendations to the Board (or, as appropriate, the Vice Chancellor) on matters concerning the planning and development of the University's property estate and digital platforms, including investment in major capital projects.

2 Appointment and composition

- 2.1 Members of the Committee are appointed by the Board of Trustees.
- 2.2 The Committee is to have the following composition:
- (a) one member of the Board of Trustees who is to be an external member of the Board;
 - (b) if the Board so resolves, one or more additional members of the Board (who do not have to be external Board members);
 - (c) the Vice-Chancellor and President; and
 - (d) up to seven other external members.
- 2.3 In accordance with clause 7 of Schedule 1 of the *Western Sydney University Act 1997*:
- (a) at any meeting of a committee constituted by the Board of Trustees, a Deputy Chancellor is to preside;
 - (b) in the absence of any Deputy Chancellor, a member elected by and from the members of that Committee present is to preside;
 - (c) the Chancellor is entitled (but is not required) to preside at any meeting of that Committee.
- 2.4 All external Committee are to have appropriate business or public sector qualifications or experience, including infrastructure planning and development skills, technology and digital skills and develop a good understanding of the higher education sector.
- 2.5 The University's *Gender Equality Policy and Procedures and Guidelines* apply with respect to achieving gender balance on the Committee.
- 2.6 Subject to clause 2.9, the term of office for all appointed members (except members of the Board of Trustees) is two years. Members are eligible for reappointment.
- 2.7 Members of the Board of Trustees appointed to the Committee remain members for the length of their term of office as Board of Trustees members subject to clause 2.8.



- 2.8 A person ceases to be a member of the Committee if that person:
- (a) resigns from that Committee;
 - (b) if appointed from the Board of Trustees, ceases to be a member of the Board;
 - (c) if appointed under clause 2.2 (d), subsequently becomes an employee of the University; or
 - (d) is removed for any reason by resolution of the Board.
- 2.9 If a casual vacancy occurs, the Board is to appoint another person to fill that casual vacancy, which may be for the balance of the previous member's terms or for a new term of two years.

3 Role of Committee

- 3.1 The role of the University Infrastructure Committee is to:

Estate planning, digital platforms planning and development

- (a) provide strategic guidance and oversight to capital development of the University's multi-campus estate with three interdependent elements:
 - (i) Estate Futures: Strategic, long-term planning of the estate having regard to enabling the University's Strategic Plan, including alternative uses for some campuses, acquisition of possible new sites and disposal of existing sites;
 - (ii) Campus Planning: Strategic master planning of individual campuses having regard to the strategic plan, integration of the University's digital platforms, developing academic profile including student needs, sustainability, and projections for future growth; and
 - (iii) Estate Property Developments: Management of campus developments within the estate to generate income streams to, and/or value for, the University.
- (b) provide strategic guidance and oversight to capital development of the University's digital platforms having regard to two interdependent elements:
 - (i) Digital Platform Futures: strategic, long-term planning for digital platforms having regard to enabling the University's Strategic Plan, developing academic profile including student needs, sustainability, and projections for future growth; and
 - (ii) Integration: active integration of digital platforms within Estate Futures and Campus Planning.
- (c) undertake those responsibilities within the delegations established by the Board of Trustees, acknowledging that these do not include alienation of land as per section 24 of the *Western Sydney University Act 1997*;
- (d) provide strategic guidance and oversight to the procurement process of key operational service agreements for property and digital platforms, with a value of \$10 million or more over the period of the agreement.



Major investment in estate capital works, digital platforms and other infrastructure

- (e) consider proposals for major investment in estate capital works, digital platforms and other infrastructure, including major systems development or acquisition (estimated at \$1 million or more) on the recommendation of the Vice-Chancellor, and approve or not their further development, including consideration of associated risk management strategies;
 - (f) recommend to the Audit and Risk Committee, for consideration to be incorporated in the Board's approved Strategic Risk Register or Risk Appetite statement, specific projects that are endorsed by the Committee;
 - (g) recommend to the Finance and Investment Committee, for inclusion in the Board's approved Capital Works Program or digital platforms capital budget, specific projects (costed at \$1 million or more) that have been fully assessed and costed, including additional operating costs;
 - (h) recommend to the Finance and Investment Committee, for inclusion in the Board's approved Capital budget, specific property acquisitions and disposals (valued at \$1 million or more) that have been fully assessed on either a cost benefit or independent valuation basis;
 - (i) review and recommend to the Board via the Finance and Investment Committee, the Capital Works Program for the University as part of the annual Budget process as well as global allocations for property acquisition and digital platforms investment;
 - (j) report to the Finance and Investment Committee and the Board on any significant variations to the budget and/or timing of any projects in the Capital Works Program, digital platforms major investment projects, or property acquisitions or disposals.
- 3.2 The Committee also considers any matters referred to it by the Board or the Vice-Chancellor.
- 3.3 Except as set out in this Charter or as delegated by the Board, the Committee does not exercise any executive power, delegated authority or supervisory function in relation to operational matters.

4 Meetings and procedures

- 4.1 The Committee will meet at least four times a year. Additional meetings may be held as required. The Chair is required to convene a meeting if requested to do so by another Committee member or by the Board of Trustees.
- 4.2 The quorum will be as specified generally by the Board of Trustees for its committees in the Board's *Standing Orders*.
- 4.3 Meetings of the Committee shall be conducted in accordance with the procedures set out in the Board's *Standing Orders*. Meetings of the Committee shall be attended by:
- (a) the Vice-President (Finance and Resources) or that person's representative; and
 - (b) any other staff member the Committee or the Vice-Chancellor considers



appropriate to enable direct discussion of issues related to the Committee's role.

- 4.4 The Committee will work collaboratively with the other Board Committees and, as appropriate, may hold joint extraordinary meetings with one or more other Board Committees to consider and decide on issues which jointly and intrinsically relate to the jurisdiction of those Committees.

5 Conflicts of interest

- 5.1 Committee members should register their interests and must declare any conflicts of interest at the start of each meeting or before discussion of the relevant agenda item or topic. Details of any perceived conflicts of interest should be appropriately minuted.

- 5.2 Where members or observers at Committee meetings are deemed to have a real or perceived conflict of interest in relation to a matter before the Committee, it may be appropriate to excuse them from Committee deliberations of the matter.

6 Performance reviews

- 6.1 The Chair of the Committee, in consultation with the Vice-Chancellor will initiate a review of the performance of the Committee at least once every two years. The review will be conducted on a self-assessment basis, as well as in consultation with the internal and external auditors, management and any other relevant stakeholders, as determined by the Chair.

7 Review of Charter

- 7.1 The Committee will review this Charter at two yearly intervals to ensure it remains relevant and effective and will advise the Board of Trustees on any recommended changes.