Minutes of the 470th Meeting of the Macquarie University Council held at the Council Room, Building E11A, Macquarie University, North Ryde at 4.10pm on Thursday 30 June 2016.

Present: Chancellor, The Hon M Egan  
Deputy Chancellor, Ms E Crouch  
Vice-Chancellor, Professor B Dowton  
Mr C Darvall  
Professor C Dean  
Ms L Denby  
Ms D Hadwen  
Professor M Herberstein  
Professor R Howitt  
Mr G Jones  
Professor D Kane  
Ms J Qian  
Mr F Zipfinger

In attendance: Ms D Anderson, Deputy Vice-Chancellor (Students and Registrar)  
Mr T Beresford, Chief Operating Officer and Deputy Vice-Chancellor  
Mr J Gorman, Chief Financial Officer  
Ms Nicole Gower, Director Human Resources  
Professor S Handley, Executive Dean  
Ms Melanie Harris, Director and Chief of Staff, Office of the Vice-Chancellor  
Professor K Jameson, Executive Dean  
Mr P Luttrell, General Counsel  
Professor P McNeil, Executive Dean  
Professor B Messerle, Executive Dean  
Professor M Möllering, Executive Dean  
Professor J Simons, Deputy Vice-Chancellor (Academic)  
Professor D Wilkinson, Deputy Vice-Chancellor (Corporate Engagement and Advancement)

Apologies: Council  
Mr K Ash  
Mr B Crotty  
The Hon P Forsythe  
The Hon S Nori  
Mr J Wigglesworth

Executives  
Professor S Pretorius, Deputy Vice-Chancellor (Research)

Secretariat: Ms E Lawler, Company Matters

1. QUORUM AND APOLOGIES

The Chancellor confirmed that a quorum was present. The Chancellor noted apologies from Council Members Mr Kieren Ash, The Hon Patricia Forsythe and Mr John Wigglesworth and Executive Professor Sakkie Pretorius. The Chancellor noted that The Hon Sandra Nori had intended attending the meeting by telephone but that
the technology did not allow for this to be effective.

The Chancellor welcomed Professor Mariella Herberstein to her first Council meeting since her appointment as Chair of Academic Senate.

The Chancellor noted that a display of academic titles and marketing materials was available for Council members to review.

**RESOLVED 16/16**

*Council resolved to excuse all Councillors absent from this meeting, in accordance with the provisions of clause 2(i) of Schedule 1 of the Macquarie University Act 1989.*

2. **DECLARATIONS OF INTEREST**

There were no new declarations of interest.

3. **ITEMS FOR DISCUSSION**

Items under sections 2, 3, 4 and 5.2 were agreed for discussion.

**RESOLVED 16/17**

*The Council resolved to note item 5.1 in the agenda.*

4. **MATTERS RAISED BY COUNCIL MEMBERS**

Council noted there were no new matters raised by Council members prior to the Meeting.

5. **MINUTES OF THE MEETING OF 7 APRIL 2016 AND MATTERS ARISING (Agenda items 2.1 and 2.2)**

Council noted the minutes of the previous meeting.

Council confirmed that all Council members would receive copies of non-confidential Committee papers on BoardPad.

**RESOLVED 16/18**

*Council resolved to approve the minutes of the meeting of Council held on 7 April 2016 as a true and correct record.*

*Matters Arising*

Council noted the status of Matters Arising from previous meetings.

6. **VERBAL REPORT FROM THE AUDIT AND RISK COMMITTEE MEETING (Agenda item 2.3)**

Elizabeth Crouch briefed Council on the Audit and Risk Committee meeting held on 21 June 2016, noting the key matters discussed were:

- A review undertaken of the Committee’s terms of reference to include information security, annual internal compliance certification and development of a University-wide assurance map, including all controlled entities. Ms Crouch
advised the assurance would be developed with the assistance of the Internal Auditor;

- An update on strategic risk planning;
- A review of the risk dashboard, noting a positive trend in student numbers; and
- Workplace, health and safety, which will also be considered by Council later in the Meeting.

Ms Qian also noted an excellent report was received from the Internal Auditor on student load planning which management will work on and return to the Committee in 12 months. Ms Qian advised the issue is very complex and will take management some time to work through.

Council noted the minutes of the 21 June 2016 Audit and Risk Committee meeting will be submitted to the August 2016 Council meeting for information.

7. MINUTES OF THE STUDENT EXPERIENCE COMMITTEE MEETING
   (Agenda item 2.4)

Mr Jones took the minutes of the Student Experience Committee meeting of 24 May 2016 as read and highlighted key items from that meeting and the meeting held on 21 June 2016, including:

- A media protocol is being developed to assist the Student Representative Council (SRC); and
- Mentoring is being provided to SRC members to assist with managing media liaison.

The Deputy Chancellor also noted the Student Experience Committee received a report on the Student Journey Mapping project.

Council noted the minutes of the 21 June 2016 Student Experience Committee meeting will be submitted to the August 2016 Council meeting for information.

Council noted the minutes of the 24 May 2016 Student Experience Committee meeting and update from the 21 June 2016 meeting.

8. MINUTES OF THE FINANCE AND FACILITIES COMMITTEE MEETING
   (Agenda item 2.5)

The Deputy Chancellor took the minutes of the Finance and Facilities Committee meetings held on 5 April and 24 May 2016 as read.

Council noted the minutes of the 5 April 2016 were consistent with the verbal update provided at the April 2016 Council meeting.

The Deputy Chancellor briefed Council on the Finance and Facilities Committee meeting held on 17 June 2016 which was held specifically to approve a new electricity contract for the University. Council noted the minutes of that meeting will be provided to the August 2016 Council meeting for information.

The Deputy Chancellor also briefed Council on the proceedings of the Investment Policy Review Committee meeting held on 21 June 2016, including:

- A new governance framework is being established for investment policy review; and
- The University’s investment strategy is being reviewed, with Chum Darvall and Frank Zipfinger working with Tim Beresford and his team. The Deputy
Chancellor advised a proposal for the investment strategy will be brought back via the Finance and Facilities Committee to Council.

Council discussed and noted the updates.

9. MINUTES OF THE HONORARY AWARDS COMMITTEE MEETING
(Agenda item 2.6)

10. MINUTES OF THE HEARING COMMITTEE MEETINGS
(Agenda item 2.7)

11. VICE-CHANCELLOR’S REPORT
(Agenda item 3.1)

The Vice-Chancellor spoke to the report and highlighted key matters, including:

- Federal election and policy statements of the various parties;
- Completion of the PACE undergraduate integration;
- TEQSA registration renewal. The Vice-Chancellor commended Professor Simons and his team for the work undertaken for the renewal;
- Australian Research Council (ARC) Laureate Fellowship for Professor David McAlpine;
- ARC linkage project grants;
- Review of the Master of Research Program;
- Student recruitment update and geographical diversification which is occurring in international students;
- FBE/MGSM alignment project and recruitment of Executive Dean, FBE;
- Innovation district update;
- Launch of Optus Cybersecurity hub;
- Simplified student visa framework, with the University being assigned a low risk rating;
- Launch of the Vice-Chancellor and President’s Circle; and
- Impending retirement of John Gorman. The Vice-Chancellor thanked Mr Gorman for his service and noted a more formal thank you would be provided closer to the retirement date. The Chancellor echoed the thanks on behalf of Council.

Council discussed the building works on campus and the mix of basic infrastructure works, renovations, new building and mix of commercial/University use buildings. Council requested that an overall paper be submitted seeking “in principle” approval for the campus upgrade plan, including timing and financing, with each project over delegated authority level to follow the standard approval processes. Council noted this paper would be submitted to the Finance & Facilities Committee for review prior to being reviewed by Council.

Council discussed and noted the report.

12. ACADEMIC SENATE REPORT
(Agenda item 3.2)

The Chair of Academic Senate took the report as read and provided Council with a summary of her plans for Academic Senate over the next year.
Council noted the report and update on plans.

13. **HEALTH AND SAFETY REPORT**  
(Agenda item 3.3)

Mr Beresford took the Health and Safety Report as read and noted the continuing work to embed a safety culture.

Council discussed and noted the report, particularly that a number of the strategies that are being piloted and/or implemented are enhancements to existing programs and part of continuous improvement, including laboratory training.

Council also discussed programs being implemented regarding mental health and well-being and plans in place to manage risks associated with building works on campus.

14. **MACQUARIE UNIVERSITY CLINICAL ASSOCIATES LIMITED – CHANGE TO CONSTITUTION: MEMBER RESOLUTION**  
(Agenda Item 4.1)

Council noted this paper and resolution is for the members of Macquarie University Clinical Associates Ltd only.

*The Council meeting adjourned at 5.20pm.*

**MEETING OF THE MEMBERS OF MACQUARIE UNIVERSITY CLINICAL ASSOCIATES LTD**

A meeting of the Members of Macquarie University Clinical Associates Ltd commenced at 5.20pm.

**Quorum**

The Chancellor declared there was a quorum and opened the Meeting.

**Election of Chairman**

The Members **RESOLVED** that the Honourable Michael Egan, be appointed Chairman of the meeting.

**Short Notice**

The Members **RESOLVED** that in accordance with section 249H(2) of the Corporations Act and for all other purposes, the Members give consent to short notice of the Members Meeting of the Company to be held on 30 June 2016.

**Change to Constitution**

**RESOLVED 16/20**

*The Members of Macquarie University Clinical Associates Ltd resolved that:*

1. **the Constitution of Macquarie University Clinical Associates Ltd be amended as detailed in Attachment A to the Submission to Council; and**
2. any director or secretary be authorised to take all steps necessary to implement the updated Constitution, including advising ASIC.

The meeting closed at 5.22pm.

The Council meeting re-convened at 5.22pm

15. MACQUARIE UNIVERSITY HOSPITAL – UPDATED BY-LAWS (Agenda item 4.2)

Mr Beresford took the paper as read. Council discussed the By-Laws and noted some areas for minor amendments.

RESOLVED 16/21

Council resolved, following the recommendation of the Board of MUH Operations No.2 Pty Ltd, that the new Macquarie University Hospital By-Laws as attached to the Submission to Council be approved, with any minor amendments to be approved by the Vice-Chancellor.

16. CALENDAR OF GOVERNANCE (Agenda item 4.3)

Council noted the Calendar of Governance for 2017 detailing Council and Committee meeting dates.

17. PROPOSED ACQUISITION OF 3 INNOVATION ROAD – EXECUTION OF DOCUMENTS (Agenda item 4.5)

Paul Luttrell took the paper as read.

Council noted that:

1. On 21 June 2016, the Finance & Facilities Committee approved the acquisition of the leasehold estate in the building known as 3 Innovation Road, Macquarie University (“Transaction”).

2. To facilitate execution of documents relevant to the Transaction, the Council has considered a draft power of attorney (“Transaction Power of Attorney”).

RESOLVED 16/22

Council resolved that:

1. Each office-holder referred to in the Transaction Power of Attorney (Authorised Signatory) is hereby authorised for and on behalf of the University to exercise the powers referred to in the Transaction Power of Attorney in accordance with that document.

2. Each Authorised Signatory is hereby authorised to provide to any person he or she considers appropriate, an extract of the minutes of the meeting at which this resolution was passed setting out this resolution and the chancellor, deputy chancellor and secretary to the council are each hereby authorised to certify that it is a true copy of the resolution as passed by the Council.
3. Any action for and on behalf of the University in respect of the Transaction which has already been done is hereby ratified and confirmed.

4. The University grant the Transaction Power of Attorney and that the seal of the University be and is hereby authorised to be duly affixed, to that document.

18. DOCUMENTS SIGNED UNDER POWER OF ATTORNEY (Agenda item 5.1)

Council noted the report.

19. TEQSA REGISTRATION RENEWAL (Agenda item 5.1)

Council discussed the findings from the recent TEQSA registration renewal and annual risk assessment.

Council noted the report.

20. PRESENTATION – MARKETING AND ADVANCEMENT STRATEGIES (Agenda item 4.4)

Professor David Wilkinson provided a presentation on the University's marketing and advancement strategies, including:

Marketing

- Complexity of the marketing function across the University in 2013;
- Consolidated approach developed;
- Structured approach to media coverage and media highlights;
- Social media strategy; and
- Strategies for 2016/17.

Advancement

- Position in 2013;
- Evidence from the United Kingdom – relationship between investment and return;
- New approach to advancement adopted;
- Increased capacity and staff;
- 2015 funds raised and key performance indicators;
- Growth in fundraising;
- Major gift successes;
- 2016 plans and development of a comprehensive campaign;
- Growing the pipeline – initiatives for 2016 and 2017; and
- 2017 onwards campaign plans.

Council discussed the presentation and Professor Wilkinson answered various questions from Council members, including:
- Council involvement in potentially significant initiatives involving partnerships with third parties and significant reputational impact. Council requested the Vice-Chancellor consider how best to involve Council in these matters;
- Role of the Vice-Chancellor and President’s Circle;
- Involvement of individual Council members and their contacts. Professor Wilkinson advised his team is meeting with each Council member progressively;
- The Gift Acceptance Policy which Professor Wilkinson advised is in place.

Council requested a regular report be received on initiatives and successes.

Council noted the presentation and thanked Professor Wilkinson.

21. OTHER BUSINESS

Council noted the next meeting is to be held on 25 August 2016. Council also noted an off-site seminar is being held on 10 August 2016.

CLOSURE

There being no further business, the meeting concluded at 6.45pm.

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Deputy Chancellor