Minutes of the 473rd Meeting of the Macquarie University Council held at the Council Room, Building E11A, Macquarie University, North Ryde at 4.00pm on 8 December 2016.

Present: Chancellor, The Hon M Egan
Deputy Chancellor, Ms E Crouch
Vice-Chancellor, Professor B Dowton
Mr B Crotty
Mr C Darvall (by telephone)
Professor C Dean
Ms L Denby
The Hon P Forsythe
Ms D Hadwen
Professor M Herberstein
Professor R Howitt
Mr G Jones
Professor D Kane
The Hon S Nori (by telephone)
Ms J Qian
Mr J Wigglesworth
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 S Pretorius, Deputy Vice-Chancellor (Research)
Mr M Broomfield for item 4.4
Mr D Lovelace for item 4.1
Mr R Payne for item 4.1

Apologies: Council
Mr K Ash

Executives
Professor M Möllering
Professor D Wilkinson

Secretariat: Ms E Lawler, Company Matters

1. QUORUM AND APOLOGIES

The Chancellor confirmed that a quorum was present. The Chancellor noted apologies from Council member Mr Kieran Ash and Executives Professors Möllering
and Wilkinson.

The Chancellor noted a Council Seminar was held prior to the Meeting on Macquarie International. The Chancellor thanked Nicole Brig for the presentation.

The Chancellor confirmed all could hear and be heard as Chum Darvall and Sandra Nori were attending the Meeting by telephone.

The Chancellor noted this would be the last Meeting for John Gorman prior to his retirement. The Chancellor thanked Mr Gorman for his service to the University.

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 16/39

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.

Michael Egan, Deidre Anderson, Tim Beresford, John Gorman, Nicole Gower, Simon Handley, Melanie Harris, Kevin Jameson, Paul Luttrell, Patrick McNeil, Barbara Messerle and Sakkie Pretorius left the Meeting.

5. CHANCELLOR ELECTION

(Agenda item 4.2)

The Deputy Chancellor advised she would preside for this item in the absence of the Chancellor as required by Schedule 1, Clause 7(2) of the Macquarie University Act 1989, noting the Chancellor had absented himself from the discussion due to his personal interest.

RESOLVED 16/38:

1. To approve that The Hon. Michael Egan be re-elected as Chancellor for a term of three years from 1 March 2017 to 28 February 2020; and

2. To approve that in accordance with Clause 9(3) of the Macquarie University Act 1989, The Hon. Michael Egan be permitted to serve more than 12 consecutive years in office.

Michael Egan re-joined the Meeting.

On behalf of Council, the Deputy Chancellor congratulated the Chancellor on his re-election as Chancellor.

The Chancellor resumed presiding the Meeting.

Chum Darvall and Sandra Nori left the Meeting. Bruce Dowton left the Meeting.
6. REPORT FROM THE NOMINATIONS AND REMUNERATION COMMITTEE MEETING  
(Agenda item 2.7)

RESOLVED 16/39:

To approve the recommendation of the Nomination and Remuneration Committee, to appoint Professor S. Bruce Dowton as Vice-Chancellor of Macquarie University for a further 7 years beyond his current term, which is due to end on 2 September 2017 (term to 2 September 2024).

Bruce Dowton, Deidre Anderson, Tim Beresford, John Gorman, Simon Handley, Melanie Harris, Kevin Jameson, Paul Luttrell, Patrick McNeil, Barbara Messerle and Sakkie Pretorius re-joined the Meeting.

On behalf of Council, the Chancellor congratulated the Vice-Chancellor on his re-appointment.

7. GOVERNANCE REVIEW  
(Agenda item 4.3)

The Chancellor took the terms of reference of the Governance Review as read and advised the next steps in the process, including an online survey and one-on-one interviews to be conducted by Emeritus Professor Jan Reid.

The Chancellor tabled the Council charter for information.

Council noted the Governance Review and members noted they should provide all comments and suggestions on governance as part of the review.

8. CAMPUS DEVELOPMENT STRATEGY  
(Agenda Item 4.4)

Mark Broomfield joined the Meeting.

Mr Broomfield provided a presentation on the Campus Development Strategy, including:

- Purpose of approving the strategy, with individual projects to be approved as per delegations policy;
- Project phases;
- Management plans (each available on request);
- Assumptions;
- Allocations across Faculties; and
- Concept designs and images.

Council discussed the Strategy and funding of the projects. Council noted an upcoming joint meeting of the Finance and Facilities and Audit and Risk committees would discuss the governance process for project approvals under the Strategy.

RESOLVED 16/40:
To approve, following the recommendation of the Finance & Facilities Committee, the Campus Development Strategy, noting that all individual major projects would be subject to separate and specific approvals, including any funding approvals, relevant to the respective delegation of authority granted by the University Council.

Mark Broomfield left the Meeting.

9. COMPLIMENT TO LEANNE DENBY
(Agenda Item 5.2)

The Chancellor advised Council that Leanne Denby had been elected as the Non-Academic Staff Member of Council for a further two years. Council congratulated Ms Denby.

Council also noted the compliment received for Leanne Denby from the University of Tasmania.

10. 2017 UNIVERSITY BUDGET
(Agenda Item 4.1)

David Lovelace and Robin Payne joined the Meeting.

The Chancellor welcomed Robin Payne to the Meeting, noting he would be taking over as Chief Financial Officer following John Gorman’s retirement.

Mr Gorman and Mr Lovelace provided a presentation on the 2017 University Budget, including:

- Budget highlights;
- Mission and market position;
- International student enrolment and improved financial health;
- Allocation of research funding;
- Revenue at parent level;
- Hospital budget and assumptions;
- 2017 budget expenses;
- Allocation of expenses to Faculties;
- Employee related expenses;
- Capital management plan;
- Consolidated cashflow;
- Capital management (debt profile);
- Key financial performance indicators;
- Surplus forecast; and
- Emerging issues.

Council discussed the proposed budget.

RESOLVED 16/41:

1. To approve the adoption of the 2017 Budget with the proviso that the Vice-Chancellor can vary any allocation contained within the budget according to his prescribed delegations of authority from the University Council (section 2. Finance and Property of the Delegations of Authority); and
2. To approve the adoption of the Capital Management Plan 2017 on the understanding that approval will continue to be sought for individual projects in accordance with the University’s Financial Delegations of Authority.

David Lovelace and Robin Payne left the Meeting.

11. REVIEW OF DELEGATIONS OF AUTHORITY
(Agenda Item 4.5)

The Vice-Chancellor took the Review of Delegations of Authority as read and highlighted key matters, including:

- Background to the development of the Delegations of Authority;
- The recent review and consultation; and
- Key changes, noting no changes have been proposed to the reserved powers of Council.

Council noted that the strategy had been discussed by the Audit and Risk Committee.

RESOLVED 16/42

To approve:

1. that the existing Delegations of Authority Policy and Delegations of Authority Register be revoked with the effective date from 3 January 2017;
2. the proposed Delegations of Authority Policy with an effective date from 3 January 2017;
3. that the Reserved Powers of Council and Council Committees be endorsed without amendment;
4. the proposed Delegations of Authority Register with an effective date from 3 January 2017; and
5. that the Vice-Chancellor is authorised to approve the Delegations of Authority Procedure.

The Chancellor noted that the Meeting was likely to proceed past three hours in length and that, under the Council Procedures, a resolution by the majority of Council Members was required to continue past three hours. Council agreed to consider urgent items and defer other matters to the February 2017 Meeting.

RESOLVED 16/43 (unanimously)

That the Council Meeting be able to continue longer than three hours.

12. ACADEMIC SENATE REPORT
(Agenda item 3.2)

The Chair of Academic Senate took the report as read and spoke to the proposed resolution.

Council noted the report.
13. **POWER OF ATTORNEY**  
(Agenda Item 4.6)

Mr Luttrell took the Power of Attorney as read and highlighted key matters.

RESOLVED 16/45

*To approve:*

1. *That the current Macquarie University Power of Attorney dated 16 December 2015 and registered in New South Wales Book 4700 No 147 in the General Register of Deeds be revoked; and*

2. *That the Power of Attorney as attached to the Submission to Council be approved and executed under the University’s Seal.*

14. **MINUTES OF THE MEETING OF 27 OCTOBER 2016 AND MATTERS ARISING**  
(Agenda items 2.1 and 2.2)

This item was deferred for consideration at the February 2017 Meeting.

15. **MINUTES OF THE AUDIT AND RISK COMMITTEE MEETING AND ANNUAL REPORT FROM THE COMMITTEE**  
(Agenda item 2.3)

This item was deferred for consideration at the February 2017 Meeting.

16. **VERBAL REPORT OF THE STUDENT EXPERIENCE COMMITTEE MEETING**  
(Agenda item 2.4)

This item was deferred for consideration at the February 2017 Meeting.

17. **VERBAL REPORT OF THE FINANCE AND FACILITIES COMMITTEE MEETINGS**  
(Agenda item 2.5)

This item was deferred for consideration at the February 2017 Meeting.

18. **MINUTES OF THE HEARING COMMITTEE MEETING**  
(Agenda item 2.6)

This item was deferred for consideration at the February 2017 Meeting.

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

This item was deferred for consideration at the February 2017 Meeting.

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

This item was deferred for consideration at the February 2017 Meeting.

21. **POWER OF ATTORNEY REGISTER**  
(Agenda Item 5.1)
Council noted the Documents signed under Power of Attorney.

22. OTHER BUSINESS
(Agenda Item 6)

Council noted the next meeting is to be held on 23 February 2017 at 4:00pm.

CLOSURE

There being no further business, the meeting concluded at 7.05pm.

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Chancellor

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