Minutes of the 481st Meeting of the Macquarie University Council held at the Council Room, Building E11A, Macquarie University, North Ryde at 4.09pm on 22 February 2018.

Present:
Chancellor, The Hon M Egan
Deputy Chancellor, Ms E Crouch
Vice-Chancellor, Professor B Dowton
Dr W Bradford
Mr C Darvall
Professor C Dean
Ms L Denby
The Hon P Forsythe
Mr G Jones
Ms D Hadwen
Professor M Herberstein
Ms L Mason
The Hon S Nori
Ms J Qian
Mr J Wigglesworth
Mr F Zipfinger

In attendance:
Ms H Mackinnon, Director and Chief of Staff, Office of the Vice-Chancellor
*Mr R Payne, Chief Financial Officer
*Guy Fergusson and Louise Donn from Grant Samuel

Absent from Meeting:
Ms C Shen

Leave of Absence:
Mr B Crotty

Secretariat:
Ms E Lawler, Company Matters

* Attended for part of the Meeting as indicated in the minutes.

1. ACKNOWLEDGEMENT OF COUNTRY

The Chancellor provided an Acknowledgement of Country on behalf of Council.

2. QUORUM AND APOLOGIES

The Chancellor confirmed that a quorum was present. The Chancellor noted Ms Cissy Shen was absent from the Meeting.

The Chancellor noted that, as approved at the December 2017 meeting, Brendan Crotty is on a leave of absence from Council until 30 June 2018.

RESOLVED 18/01

Council resolved to excuse Brendan Crotty’s absence from the Meeting, in accordance with the provisions of clause 2(i) of Schedule 1 of the Macquarie University Act 1989.
The Chancellor welcomed Wylie Bradford to his first Meeting as a Council member since his election.

3. DECLARATIONS OF INTEREST

There were no new declarations of interest.

4. ITEMS FOR DISCUSSION
   (Agenda item 1.3)

It was agreed to note item 6.1.

5. MATTERS RAISED BY COUNCIL MEMBERS
   (Agenda item 1.4)

The Chancellor advised that a question had been raised by Ms Denby regarding MGSM and that would be covered during the Meeting.

6. VICE-CHANCELLOR'S STRATEGIC UPDATE
   (Agenda item 2.1)

The Vice-Chancellor took the report as read and highlighted specific items, including:

- Impact of the Government funding changes from the Mid-Year Economic and Financial Outlook 2017. Council discussed the implications for the University and noted a paper will be submitted to the Finance & Facilities Committee regarding effect on the 2018 budget once modelling is complete; and
- Instability in International markets and implications for the University. Council discussed the implications and strategies to address.

Council discussed and noted the report.

7. MINUTES OF THE MEETING HELD ON 14 DECEMBER 2017 FOR APPROVAL
   (Agenda item 3.1)

RESOLVED 18/02

Council RESOLVED to approve the minutes of the meeting of Council held on 14 December 2017 as a true and correct record of the meeting held on that date.

8. MATTERS ARISING
   (Agenda Item 3.2)

Council noted the status of the Matters Arising.

9. DRAFT MINUTES FROM THE FINANCE AND FACILITIES COMMITTEE MEETING HELD ON 6 FEBRUARY 2018
   (Agenda item 3.3)

The Deputy Chancellor took the minutes of the Finance and Facilities Committee meeting held on 6 February 2018 as read. The Deputy Chancellor highlighted:

- property approvals made by the Committee, being 44 Waterloo Road (School of
the proposed closure of the station later in 2018. The Vice-Chancellor advised alternate exam locations and alternate transport arrangements are being discussed. Council noted the Finance & Facilities Committee and Council will be kept updated as plans are developed; and

- the University was in a strong financial position at the end of 2017 with the 2017 financial results to be considered at the April 2018 Council meeting.

Council discussed and noted the draft minutes of the Finance and Facilities Committee meeting held on 6 February 2018.

10. REPORT FROM THE NOMINATIONS AND REMUNERATION COMMITTEE MEETING HELD ON 6 FEBRUARY 2018 (Agenda item 3.4)

The Chancellor took the report from the Nominations and Remuneration Committee (Committee) meeting held on 6 February 2018 as read, highlighting:

- proposal that Roger Millar be re-appointed as a member of the Audit & Risk Committee. John Wigglesworth, as Chair of the Audit & Risk Committee, confirmed his support for this re-appointment and noted the importance of his IT expertise.

RESOLVED 18/03

Council RESOLVED, following the recommendation of the Nominations and Remuneration Committee, that Roger Millar be re-appointed as an external member of the Audit and Risk Committee for a 2 year term from 1 March 2018 to 28 February 2020.

Council noted the report from the Nominations and Remuneration Committee meeting held on 6 February 2018.

11. REPORT FROM THE UNIVERSITY HEARING COMMITTEE MEETING (Agenda item 3.5)

Mr Jones took the report from the Hearing Committee meeting as read and highlighted types of issues the Hearing Committee is considering. The Chancellor and Mr Jones noted that Mr Adam Stepich from Governance Services has provided outstanding executive support to the Hearing Committee and Standing Committee on Appeals and is now moving to a new role. The Vice-Chancellor agreed to pass on Council’s thanks to Mr Stepich.

Council noted the summary report from the University Hearing Committee meeting held on 6 December 2017.

12. VICE-CHANCELLOR’S REPORT (Agenda item 6.1)

The Vice-Chancellor’s took the report as read and highlighted key items

Council discussed and noted the report.
13. HEALTH AND SAFETY REPORT  
(Agenda Item 4.2)

The Vice-Chancellor’s took the report as read.

Council discussed the Health and Safety report, in particular training to staff and potential to expand training for students in identifying and reporting potential hazards.

Council noted the Health and Safety report.

14. ANNUAL COUNCIL PROGRAM  
(Agenda Item 5.1)

The Vice-Chancellor took the paper regarding the proposed 2018 Council program as read and highlighted the planned strategic presentations planned for 2018.

Council discussed the Council program and agreed the following amendments:

- Change timing of People & Culture presentation to align with Your Say survey results;
- Include an annual report from each Council Committee in the program; and
- Include a review of Council performance during the year to the December meeting.

RESOLVED 18/04

Council RESOLVED to approve the Annual Council Program as included in the Council papers, subject to the amendments agreed in the Meeting being made.

15. POLICY FOR THE AWARD OF THE TITLE OF EMERITUS CHANCELLOR OR EMERITUS MEMBER OF COUNCIL  
(Agenda item 5.2)

The Vice-Chancellor spoke to the paper recommending a new Policy on awarding the title of Emeritus Chancellor or Emeritus Member of Council.

Council discussed the draft Policy and agreed to remove the words “or to withdraw an award”.

RESOLVED 18/05

Council RESOLVED to:

1. approve the Award of University Council Title of Emeritus Policy, subject to removing the words “or to withdraw an award”;
2. approve the amendment to the Reserved Powers of Council to include the approval of policies on the award of an Emeritus Title (RP14); and
3. establish a new Reserved Power to approve the award of an Emeritus Title.

16. POWER OF ATTORNEY REGISTER  
(Agenda item 6.1)

Council noted the documents signed under Power of Attorney.
17. **OTHER BUSINESS**  
(Agenda item 7.1)

Mr Zipfinger briefed Council on the 3 day University Governance course at the Australian Institute of Company Directors (AICD) he attended. After discussion, the Chancellor recommended that any members who have not previously attended an AICD course consider attending a future session of the University Governance course.

Council noted that the next scheduled Council meeting on 5 April 2018 will be held at the North Ryde campus and will commence at 4.00pm.

**CLOSURE**

There being no further business, the meeting concluded at 6.41pm.

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Chancellor