Minutes of the 480th Meeting of the Macquarie University Council held at the Macquarie University City Campus, 123 Pitt St Sydney at 3.03pm on 14 December 2017.

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
The Hon P Forsythe
Mr G Jones
Professor D Kane
Ms D Hadwen
Professor M Herberstein
Professor R Howitt
Ms L Mason
The Hon S Nori (by phone)
*Ms J Qian
Mr J Wigglesworth
*Mr F Zipfinger

In attendance: *Professor S Brammer, Executive Dean FBE
*Ms N Gower, Director of Human Resources
*Mr D Lovelace, Director of Planning and Performance
*Ms H Mackinnon, Director and Chief of Staff, Office of the Vice-Chancellor
*Mr R Payne, Chief Financial Officer

Apologies: Mr B Crotty
Ms C Shen

Secretariat: Ms E Lawler, Company Matters

Address to Council: *Mr Trent Daniel
*Mr Piers Morgan

*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 apologies had been received from Mr Brendan Crotty and Ms Cissy Shen. The Chancellor confirmed all could hear and be heard as The Hon. Sandra Nori was attending the meeting by phone.

The Chancellor proposed that Brendan Crotty be provided with leave of absence from Council to 30 June 2018 due to other commitments he needs to attend to. Council
agreed with the proposal and that Brendan Crotty’s absence would be excused at each Council meeting.

The Chancellor noted this would be the last meeting for Professor Howitt who is retiring from the University and Professor Kane as her term concludes on 31 December 2017. The Chancellor thanked Professors Howitt and Kane for their service.

RESOLVED 17/43

Council RESOLVED to excuse Mr Brendan Crotty who is absent from this meeting, in accordance with the provisions of clause 2(i) of Schedule 1 of the Macquarie University Act 1989.

3. ADDRESS TO COUNCIL

Mr Daniel and Mr Morgan joined the Meeting.

Mr Darvall joined the Meeting.

An Address to Council was provided by Mr Trent Daniel and Mr Piers Morgan, Alumni of MGSM, regarding MGSM and the merger with the Faculty of Finance, Business and Economics (FBE).

Council asked certain questions which were responded to by Mr Daniel and Mr Morgan.

Mr Daniel and Mr Morgan left the Meeting. Professor Brammer and Ms Gower joined the Meeting.

Council discussed the merger of MGSM with FBE and Professor Brammer and Ms Gower. Further information was provided regarding the merger process, outcomes, timeframe, consultation that had taken place with stakeholders, benefits to be gained and plans to protect the brand, programs and reputation of MGSM.

Ms Qian left the Meeting.

Council discussed the process, learnings to be gained from similar mergers at other universities and positive support from most staff.

Professor Brammer and Ms Gower left the Meeting.

Council agreed that the Vice-Chancellor and Professor Brammer meet with Mr Daniel and Mr Morgan to thank them for the Address to Council and provide further information on the merger process and plans to protect the MGSM brand, programs and reputation. Matter Arising #1

4. DECLARATIONS OF INTEREST

There were no new declarations of interest.

5. ITEMS FOR DISCUSSION
(Agenda item 3.2)

It was agreed to note item 8.1.
6. **MATTERS RAISED BY COUNCIL MEMBERS**  
*(Agenda item 3.3)*

The Chancellor advised that there were no items raised in advance of the meeting, except the item on Social Capital by Professor Howitt which would be addressed later in the agenda.

7. **OUR UNIVERSITY: A FRAMING OF FUTURES**  
*(Agenda item 4.1)*

The Vice-Chancellor took the report as read and provided a presentation on The Framing of Futures, including:

- Purpose, vision, values and strategic priorities;
- Strategy in action – what has been achieved in key areas to implement the strategy:
  - Educational mission;
  - Research and discovery;
  - Nature and size;
  - Innovation nexus;
  - Recognition and international presence;
  - Campus development;
  - Enabling support; and
  - Other initiatives;
- Plans going forward in key areas:
  - Learning and teaching;
  - Research and discovery;
  - Nature and size;
  - People strategy; and
  - Other areas of focus; and
- Main challenges.

*Frank Zipfinger left the Meeting.*

Council discussed progress to date and noted future plans to:

- Increase engagement with Alumni;
- Develop a digital strategy on learning and teaching for presentation to Council in 2018; and
- Understand the deep culture of the University in 2018.

Council discussed and noted the report and presentation.

8. **MINUTES OF THE MEETING HELD ON 26 OCTOBER FOR APPROVAL**  
*(Agenda item 3.1)*

**RESOLVED 17/44**

Council RESOLVED to approve the minutes of the meeting of Council held on 26 October 2017 as a true and correct record of the meeting held on that date.

9. **MATTERS ARISING**  
*(Agenda Item 5.2)*

Council noted the status of the Matters Arising. Council agreed an additional matter arising from the previous meeting that the Audit and Risk Committee will consider
the processes following the internal audit report on Third Party Services and Commitments and report back to Council on the processes implemented.  Matter Arising #2

10. DRAFT MINUTES FROM THE STUDENT EXPERIENCE COMMITTEE MEETING HELD ON 21 NOVEMBER 2017
(Agenda item 5.3)

The Deputy Chancellor took the annual report and minutes of the Student Experience Committee meeting held on 21 November 2017 as read and highlighted:

- Successful implementation by the Library of extended opening hours during the exam period. The Deputy Chancellor thanked the University Librarian for implementing this initiative that came from students on the Committee. Council noted consideration is being given to extending the library opening hours more generally; and
- The three Council members appointed to the Committee will retire from Council in 2018 and the Nominations and Remuneration Committee will consider this as part of its succession planning discussions in February 2018.

Council discussed the plans to extend the library opening hours and noted the assessment of this will include review of student welfare. Council also discussed strategies to improve the experience of international students and noted the Committee is looking at this area.

Council noted the draft minutes of the Student Experience Committee meeting held on 21 November 2017 and the annual report of the Committee.

11. DRAFT MINUTES FROM THE FINANCE AND FACILITIES COMMITTEE MEETING HELD ON 28 NOVEMBER 2017
(Agenda item 5.4)

The Deputy Chancellor took the minutes of the Finance and Facilities Committee meeting held on 28 November 2017 as read noting that the main focus of the Meeting was the 2018 budget which will be presented to Council later in this Meeting. The Deputy Chancellor also highlighted:

- the property approvals for the design of the Faculty of Medicine and Health Sciences teaching building and temporary building for the School of Engineering (44 Waterloo Road);
- presentation received from the Chief Information Officer on IT infrastructure plans; and
- appointment of Grant Samuel as an independent Financial Advisor to assist in developing and executing a Funding Plan for the University.

Council discussed and noted the draft minutes of the Finance and Facilities Committee meeting held on 28 November 2017.

12. DRAFT MINUTES FROM THE AUDIT & RISK COMMITTEE MEETING HELD ON 21 NOVEMBER 2017
(Agenda item 5.5)

Mr Wigglesworth took the annual report and minutes of the Audit & Risk Committee meeting held on 21 November 2017 as read, highlighting:

- Internal Audit reports received on IT and Disaster Recovery and Student Experience. Mr Wigglesworth noted there were a number of recommendations
to improve the University’s disaster recovery preparedness which management will address;
- Review of risk management with no material issues to raise with Council; and
- The positive review of the performance of PricewaterhouseCoopers (PwC) as provider of internal audit services and extension of the contract with PwC for a further 2 years.

Council noted the draft minutes of the Audit & Risk Committee meeting held on 21 November 2017 and the annual report from the Committee.

13. REPORT FROM THE NOMINATIONS AND REMUNERATION COMMITTEE MEETINGS HELD ON 7 NOVEMBER AND 5 DECEMBER 2017
(Agenda item 5.6)

The Vice-Chancellor and Heather Mackinnon left the Meeting.

The Chancellor took the report from the Nominations and Remuneration Committee meetings held on 7 November and 5 December 2017 as read, highlighting:

- Proposed change to the name of the Hearing Committee;
- Proposed changes to Committee composition, noting a further review will be conducted in 2018 by the Committee;
- Skills matrices developed; and
- Vice-Chancellor’s achievements in 2017 and objectives for 2018.

RESOLVED 17/45

Council RESOLVED, following the recommendation of the Nomination and Remuneration Committee, to approve an amendment to the Student Discipline Rules to substitute the references to the “Hearing Committee” to the “Discipline Committee” effective from commencement of Session 1 2018.

RESOLVED 17/46

Council RESOLVED, following the recommendation of the Nomination and Remuneration Committee, that:

1. Louise Mason be appointed as a member of the Finance & Facilities Committee effective 1 January 2018;
2. Leanne Denby be appointed as a member of the Finance & Facilities Committee effective 1 January 2018, subject to the terms of reference of the Finance & Facilities Committee being amended to allow non-external Council members to be appointed as Committee members; and
3. Sandra Nori retire as a member of the Finance & Facilities Committee effective 31 December 2017.

Council noted the report from the Nominations and Remuneration Committee meetings held on 7 November and 5 December 2017.
14. **REPORT FROM THE UNIVERSITY HEARING COMMITTEE MEETING**  
*(AGENDA ITEM 5.7)*

Mr Jones briefed Council on types of allegations and trends from the Hearing Committee in 2017 and improved education being provided on academic integrity.

Mr Jones thanked the staff supporting the Committee and Committee members for their work in 2017.

Council noted the summary report from the University Hearing Committee meeting held on 8 November 2017.

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

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

- Proposed new transport interchange for Macquarie Park; and
- Resignation of the Chief Operating Officer and plans to review the portfolio early in 2018 prior to commencing any recruitment. The Vice-Chancellor thanked Tim Beresford for his work over the last two years.

Council noted the report.

*Frank Zipfinger re-joined the Meeting.*

16. **ACADEMIC SENATE REPORT**  
*(Agenda item 6.2)*

The Chair of the Academic Senate took the Academic Senate Report as read and highlighted matters recommended to Council.

**RESOLVED 17/47**

*Council RESOLVED, following the recommendation of Academic Senate, to approve the following amendment to the General Coursework Rules effective from the commencement of Session 3 2017:*

10. **Progression**  
1) Disruption to study is governed by the Disruption to Studies Policy Special Consideration Policy.

**RESOLVED 17/48**

*Council RESOLVED, following the recommendation of Academic Senate, to confer the title of Emeritus Professor on Professor Raymond Markey.*

Council discussed and noted the report.

17. **HEALTH AND SAFETY REPORT**  
*(Agenda Item 6.3)*

Council discussed and noted the Health and Safety report.
18.  COUNCIL CHARTER AND COMMITTEE TERMS OF REFERENCE  
(Agenda Item 7.2)  
The Chancellor took the paper regarding amendments to the Council Charter and Committee terms of reference as read. 

RESOLVED 17/49 

Council RESOLVED to approve:  
1.  Council Charter and Procedures;  
2.  Procedures for Council Committees;  
3.  Honorary Awards Committee Terms of Reference;  
4.  Audit and Risk Committee Terms of Reference;  
5.  Finance and Facilities Committee Terms of Reference;  
6.  Nominations and Remuneration Committee Terms of Reference;  
as attached to the paper submitted to Council for implementation from 1 January 2018.  

19.  DEPUTY CHANCELLOR RE-ELECTION  
(Agenda item 7.3)  

Ms Crouch left the Meeting.  

The Chancellor advised Ms Crouch has been nominated by two Council members to have her current term as Deputy Chancellor extended to coincide with the conclusion of her term as a Council member. The Chancellor advised no other nominations have been received.  

RESOLVED 17/50  

Council RESOLVED that Elizabeth Crouch be re-elected as Deputy Chancellor to the conclusion of her current term as a member of Council being 30 June 2018.  

Ms Crouch re-joined the Meeting.  

20.  SOCIAL CAPITAL UPDATE  
(Agenda item 7.4)  

Professor Howitt provided a presentation on social capital and building social capital assets.  

Council discussed the presentation and paper, noting the work done to date and further work to occur.  

Council noted the paper and presentation and thanked Professor Howitt for his work in this area.  

Council RESOLVED to extend the meeting beyond 3 hours.
21. **POWER OF ATTORNEY REGISTER**  
*(Agenda item 8.1)*

Council noted the documents signed under Power of Attorney.

22. **2018 UNIVERSITY BUDGET**  
*(Agenda item 7.1)*

*Robin Payne and Dave Lovelace joined the Meeting.*

Mr Payne and Mr Lovelace provided Council with a presentation on the proposed 2018 Budget for the University, including:

- Approach to preparing the 2018 budget and new items in 2018;
- 2018 budget highlights;
- Revenue drivers;
- Cost drivers;
- Investment in infrastructure;
- Funding growth, noting any debt program will be submitted to Council separately for approval; and
- Risks and opportunities.

Council discussed the proposed budget, including budget for corporate engagement and philanthropy, capital spend and possible debt program.

Council thanked Mr Payne, Mr Lovelace and their teams and Faculty members for their work involved in development of the budget.

23. **OTHER BUSINESS**  
*(Agenda item 9.1)*

The Chancellor thanked all Council members, Council Secretary and Bronwyn Forster for their efforts in 2017.

Council noted that the next scheduled Council meeting on 22 February 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 7.10pm.

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Chancellor