

## **BOARD OF TRUSTEES**

**Minutes** of meeting 06/2 of the Board of Trustees of the University of Western Sydney, held at 9.00 am on **Wednesday 12 April 2006**, in the Boardroom, Building AD, Werrington North.

**Present:**

- Mr John Phillips AO (Chancellor)
- Professor Janice Reid AM (Vice-Chancellor)
- Ms Linda Burney
- Hon Jan Burnswoods
- Professor Anne Cusick
- Ms Mary Foley
- Mr Luke Fomiatti
- Mr John Heath
- Ms Genevieve Kelly AM
- Ms Gabrielle Kibble, AO
- Mr Roy Medich OAM
- Mr Geoffrey Roberson
- Ms Tanya Rubin
- Mr Glen Sanford
- Ms Elfriede Sangkuhl
- Hon Kim Yeadon

**In Attendance:**

- Ms Dani Barley
- Mr Brian Castelli
- Professor Rob Coombes
- Mr Mark Croucher
- Ms Shelly Dahl
- Mr George Duncan
- Ms Whitney Eagle
- Ms Rhonda Hawkins (Secretary to the Board)
- Mr Greg Holland
- Ms Eva Ing
- Mr Mikael Kjaerbye
- Mr Jason Markwick
- Mr Phil Rigg
- Ms Sharon Rigney
- Mr Kim Rossington
- Mr Scott Stanton
- Ms Edith Taylor
- Mr Ray Thiele
- Mr John Warren
- Mr Paul Woloch
- Professor Chung-Tong Wu
- Ms Marian Alleyn
- Ms Anne Forbes (Minutes secretary)

## 1 OPENING AND PROCEDURAL MATTERS

### 1.1 Welcome

The Chancellor welcomed those present. He mentioned the imminent Graduation ceremonies, starting on 27 April, and reminded Board members that they were always most welcome to attend these ceremonies. Presentation of the Honorary awards would occur in the ceremonies on Thursday 27 April.

### 1.2 Apologies

Ms Gabrielle Kibble AO indicated that she would need to leave the meeting early.

### 1.3 Starring of Items

The following items were starred: 1.1, 1.2, 1.3, 1.4, 2.2, 3.1, 3.3, 3.4, 3.5, 3.6, 3.9, 4.1, 4.2, 4.3, 4.4, 6.1, 6.2, 6.6, 7.1, 7.5.

*It was resolved:*

**that all unstarred items be taken as considered and all recommendations in the attachments for them as adopted.**

### 1.4 Arrangement of Business

Items listed for discussion in the Closed Session were 3.9 and 4.4. The Vice-Chancellor asked that one item in her report be addressed in the Closed Session.

### 1.5 Confirmation of Minutes

*It was resolved:*

**that the Minutes and Confidential Minutes of the meeting of the Board of Trustees, held on 15 February 2006, be confirmed.**

## 2 BUSINESS ARISING

### 2.1 Development of the School of Medicine

The report was noted.

### 2.2 Strategies to increase Board transparency

Discussion focussed on two main issues:

- (a) Opportunities for Board members to extend their experience of the University
  - Board members indicated that they had benefited from attending activities on other campuses.
  - There are advantages in combining visits to another campus with a Board meeting, but equally, there can be problems if these other activities reduce the time available for the Board to conduct its meeting.
  - Board members will be invited to an event on 2 May (Plaque unveiling for the Medical School) which will provide opportunities to view displays of academic work on that campus.

- There may be value in incorporating campus visits with induction of new Board members.
- (b) Perceptions in the UWS community about the transparency of Board deliberations
  - Despite a desire to work transparently, and the efforts being taken in this direction, perceptions of lack of openness may remain in the UWS community. It was agreed that this issue should remain on the agenda for further discussion.

### **3 NEW GENERAL BUSINESS & MATTERS FOR DISCUSSION / DECISION**

#### **3.1 Vice-Chancellor's Report**

In addition to the matters described in the written report, the Vice-Chancellor spoke briefly about the ongoing work of Bain and Co and the UWS Executive on strategic development of UWS. She foreshadowed a presentation on this work to the next meeting of the Board.

The Vice-Chancellor also mentioned the substantial external recruiting for senior positions that is presently occurring, as outlined in the Staffing paper at item 6.2.

#### **3.2 Report of Strategy Day 3 March 2006**

The Board noted the report.

#### **3.3 Australian Universities Quality Agency (AUQA)**

Recognising that this document is still being refined, and will, in any case, be substantially re-written subsequent to the trial audit in May, Board members were asked for broad comments at the meeting, with an invitation to email detailed suggestions.

Several Board members suggested that the document include reference to the sweep of history experienced by UWS, especially in the past five years. In response, the Vice-Chancellor advised that the University had been recommended to remove this, as it may not be seen as relevant by the auditors.

Suggestions included:

- add an Executive Summary;
- add more specific information about UWS goals, when the document talks about what has been achieved;
- the Quality Management Framework diagram on page 10 should have concentric circles, not overlapping ones, as the relationships are total, rather than partial;
- governance section should talk about how well UWS engages students in decision-making, rather than depend solely on student input through surveys;
- Chapter 1 raises many questions without answering them, which may not be the desired effect;
- a request to review governance and reporting lines as listed in Table 2.3 on page 18;

- the document lacks a succinct statement of what UWS understands to be its contribution to higher education (such as 'quality education at an affordable price'.

Professor Anne Cusick advised that discussion of this document in Academic Senate and its committees had already provided a focus for discussion on priorities.

In response to a question from Mary Foley, the Vice-Chancellor clarified that UWS does have a \$100m investment program, made up of a 10 year program of \$5m per year for research, \$3m per year for teaching, and \$2m per year for other aspects, including scholarships.

Genevieve Kelly commented that Indigenous education was not sufficiently prominent suggesting some details be added to the core portfolio and the Review of Indigenous Education be added as an Appendix.

### **3.4 Voluntary Student Unionism (VSU)**

The Vice-Chancellor noted that work was continuing in several aspects, which were submitted here as separate issues, although they are all interlinked.

#### **3.4.1 Costings of Services**

The Chief Financial Officer, Greg Holland, spoke to the paper. There was substantial discussion, as all Board members expressed concern about the implications of this legislation. Points raised included:

- the importance of the independence of the student organisations, especially in provision of some services;
- the importance of using language that fully conveys the University's intentions and values;
- the importance of balance, between what students obviously 'need' (such as safety and welfare services) and services that might not be an obvious 'need', but contribute to cultural and social well-being;
- that all parties need to co-operate in a situation that is not wanted by any of them;
- that the Board does need to make decisions mid 2006, so that the organisations have the opportunity to plan for 2007;
- that the 'Licences to Occupy' currently being developed with all organisations using UWS spaces, are separate from the termination clauses of the Deed of Agreement;
- that transitional funds are available from the Federal Government, but mainly for upgrade or construction of sporting and recreational facilities;
- that UWS took very hard decisions and worked hard to claw back its financial position to the current planned break-even situation, and funding for services currently provided by student associations will mean reduction of services elsewhere in UWS; and

- that stability of location will be an important factor for student organisations in recruiting 'members'.

After considerable discussion about the importance of affirming the Board's support for the student associations,

*it was agreed to issue the following statement:*

**The Board reaffirms its recognition of the value of strong and independent student associations to the life of the University and the quality of students' university experience.**

The Chancellor noted that this issue is affecting all universities, and foreshadowed that the next Board meeting may be day long, to allow sufficient time to address this issue.

#### **3.4.2 Future of UWS Agreement with UWSSA**

The Deputy Vice-Chancellor (Corporate Services) spoke to the paper.

Board members asked that the University explore the possibility of achieving the necessary outcomes by amendments to the service agreements, and that termination of the Deed be considered only if no other options existed. The recommendation was therefore amended, and agreed as follows.

**While recognising that the Government's decision to introduce VSU renders the Deed of Agreement unworkable, and possibly no longer an appropriate basis for the future relationship between UWSSA and the University, with respect to the funding and provision of student services, it was resolved:**

**that the Board**

- 1. direct the University to enter into negotiations with UWSSA, immediately and in good faith, to develop an appropriate services agreement with UWSSA for 2006 and 2007, and if possible, to achieve the necessary outcomes by negotiation and amendment to the services agreements.**
- 2. instruct the University, if amendments to services agreements cannot achieve the necessary outcomes, in consultation with UWSSA, and with appropriate notice to UWSSA, to terminate the Deed prior to 30 June 2006 in accordance with Clause 8.2(a), such termination to take effect not later than 31 December 2006.**

### 3.5 Report on UWS Offshore Activities

There was discussion about the importance of a strategic context for the initiatives presently being undertaken in the International Office. Strategic elements include:

- the importance of opportunities for UWS staff to broaden their own intellectual activities;
- the opportunities to increase non-government income through selling the intellectual property represented by UWS' courses;
- the opportunities to develop research;
- the standing and reputation of UWS.

Professor Tong Wu, Deputy Vice-Chancellor (Development and International) outlined the process for developing a strategic plan for International activities, and noted that this would come to the Board after its discussion at UWS Executive and the Vice-Chancellor's Advisory Committee.

### 3.6 University College of Western Sydney

The Board noted the report.

### 3.7 Research Investment Update

The Board noted the report.

### 3.8 Minor Changes to Delegations

Without discussion, it was resolved:

**that the Board approve the changes to delegations as follows:  
F7 to become**

<b>F7 Approval to the engagement of external lawyers to act on behalf of the University and to authorise lawyers and patent attorneys to act on behalf of the University in accordance with a power of attorney.</b>	<b>VC DH/CFO (Division Head/Chief Financial Officer) With notice to University Legal Counsel ULC (University Legal Counsel) DHR (Director Human Resources) With notice to University Legal Counsel</b>
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**and F9 to become**

<b>F9 Authority to approve the use of the University emblem or logo by parties external to the University.</b>	<b>VC DVCCS DM (Director Marketing) On advice of University Legal Counsel</b>
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### 3.9 Cases Under Management

This matter was discussed in the closed session.

## 4 REPORTS AND RECOMMENDATIONS FROM BOARD COMMITTEES

### 4.1 Joint Strategy and Resources Committee and Audit and Risk Management Committee Report

Kim Rossington and Scott Stanton from the NSW Audit Office joined the meeting for discussion of the Financial Statements for the year ended 31 December 2005.

The Chief Financial Officer, Greg Holland, gave a brief presentation on the 2005 outcomes, noting the significant turnaround on the 2004 figures. Although UWS has improved its financial position, to have an operating surplus at the end of 2005 of approximately \$2m, the DEST benchmark is a surplus of around \$17m, or 5% of total revenue.

Board members noted that funds available from land sales and accessing investments were to be spent on specific strategic objectives.

The Auditors advised that an unqualified audit would be issued and that they have been through the accounts, have raised issues with University management, and could assure the Board that the Accounts represented what occurred in 2005.

*It was resolved:*

**that the Board of Trustees authorise the Chancellor and the Vice-Chancellor to sign, on the Board's behalf, the "Statement by the Members of the Board of Trustees" and the "Statement of Certification" relating to the 2005 audited Financial Statements.**

#### **4.1.1 Review of roles of the Strategy and Resources Committee and Audit and Risk Management Committee**

The Chair of the Audit and Risk Management Committee, Glen Sanford, outlined the proposed changes to the roles of these two committees, noting that revised Charters/Terms of Reference will be brought to the next Board meeting for approval.

#### **4.2 Strategy and Resources Committee Report**

The Board noted the report of the 30 March 2006 meeting of the Strategy and Resources Committee.

#### **4.3 Academic Senate Report**

The Board noted the report. Professor Anne Cusick, Chair of Academic Senate, advised that she was receiving feedback subsequent to the implementation of the new academic governance structures, and may recommend some minor changes.

The current round of exclusion of students for poor performance had also generated some review of the process, with comments from DIMIA encouraging a broader perspective.

#### **4.4 Board Standing Committee Report and Remunerations and Nominations Committee Report**

This report was discussed in the Closed Session.

## **5 REPORTS FROM OTHER UNIVERSITY BODIES**

### **5.1 UWS Business and Industry Advisory Panel**

The Board noted the report.

## **6 OTHER REPORTS**

### **6.1 Occupational Health and Safety**

The Board noted the report. The Deputy Vice-Chancellor (Corporate Services) drew attention to the significant drop in Workers Compensation premium, which is a reflection of better case management and the implementation of other strategically planned changes.

### **6.2 Staffing Matters**

The report was noted.

### **6.3 Analysis of UWS Corporate Media Coverage October to December 2005**

The Board noted the report.

### **6.4 Progress Report of Major Capital Buildings Projects**

The Board noted the report.

### **6.5 Equal Opportunity for Women in the Workplace Agency (EOWA)**

This correspondence was noted.

Ms Gabrielle Kibble left the meeting at 12noon.

### **6.6 Divisional Review Group (DRG) process**

The Deputy Vice-Chancellor (Corporate Services) spoke to the paper. Discussion focussed on the adjustments to minimise impact on services to students, and the processes being taken to maximise redeployment opportunities.

### **6.7 Callista Developments**

The report was noted.

## **7 MATTERS TO BE RAISED BY BOARD MEMBERS**

### **7.1 Report from the Postgraduate Student Member**

Elfriede Sangkuhl advised that PAUWS had contacted her, expressing its appreciation for the ongoing dialogue and commitment to continuing the core welfare and research services of the student organisations.

### **7.2 Report from the Undergraduate Student Member**

There was no report from the Undergraduate Student Member.

### **7.3 Report from the General Staff Member**

There was no report from the General Staff Member.

### **7.4 Report from Academic Staff Member**

There was no report from the Academic Staff Member.

### **7.5 Report from Graduate Member**

The Alumni Development Advisory Committee (ADAC) met on 22 February 2006. Issues discussed included:



- undertaking of quantitative research on the Graduate Life publication, including Member attitudes toward the current quality of content, preferred future content, frequency of distribution and presentation format.
- a recommendation that the University raise the profile of Alumni services at an undergraduate level, so the University has more committed alumni upon graduation.
- future representation of College Alumni and Chapters on ADAC, given the increasing number of Alumni Chapters.

**8 NEXT MEETING AND CLOSURE**

The next meeting of the Board of Trustees is scheduled to be held at 9.00am on Wednesday 14 June 2006, in the Boardroom, Building AD, Werrington North Campus.

There being no further business, the meeting closed at 1.00pm.

Confirmed by:

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Chair

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Date