

Minuted Resolutions of Council

Minuted resolutions of the University Council meeting (2/2017) held at 8.30 am on Friday, 7 April 2017 at the Drawing Room, The Hotel School, 60 Phillip Street, Sydney.

Present: Mr N Burton Taylor AM, Chancellor (Chair)
Dr A Curtin
Mr M d’Almeida
Ms J Granger
Mr M Jones
Ms T Ledgerwood
Prof S Nancarrow
Ms L O’Grady
Mr J Shanahan, Deputy Chancellor
Prof A Shoemaker, Vice Chancellor
Assoc Prof A Wessell

In Attendance: Mr N Hyde, Council Secretary
Mr R Jones, Director, Financial Operations
Ms T Manning, Governance Services, (Minutes)
Prof A McAuley, Deputy Vice Chancellor, Academic
Prof G MacKenzie, Deputy Vice Chancellor, Research
Mr A Morris, Executive Director, Information and Physical Resources
Mr C Patton, Pro Vice Chancellor, International and Enterprise
Mr T Walker, Executive Director, Financial and Human Resources
Mr T Winkler, Twig Marketing (Part)

PART A - PRELIMINARY BUSINESS

Apologies and Leave of Absence

An apology from Mr A Matis was accepted.

A leave of absence for Prof B Boyd was approved by Council at its meeting of 9 February 2017.

Declarations of Interest

Arrangement of Agenda

- **Order of Agenda Items**
- **Starring of Items and Adoption of Unstarred Items of Business**

It was resolved:

Council agreed that all unstarred items be adopted.

- **Determination of Confidential Items of Business**

Confidential: Minutes of the Council Meeting held 9 February 2017

It was resolved:

Council agreed that:

- (a) the draft Confidential Minutes of the Council meeting held on 9 February 2017 be signed as a true and correct record of the meeting; and
- (b) the minuted resolutions for items of open business of the Council meeting held on 9 February 2017 be uploaded to the University website.

Business Arising from the Minutes

PART B – REPORTS

Confidential: Vice Chancellor's Report to Council

It was resolved:

Council adopted the Vice Chancellor's Confidential Report to Council.

Report from Chair of Academic Board

It was resolved:

Council adopted the Chair of Academic Board's Report to Council.

Report from the Chair of Audit and Risk Management Committee

It was resolved:

Council adopted the Chair of the Audit and Risk Management Committee's verbal report to Council.

Report from the Chair of Finance Committee

It was resolved:

Council adopted the Chair of Finance Committee's verbal report to Council.

Health, Safety and Injury Management Report June to December 2016

It was resolved:

Council noted the Health Safety and Injury Management Report June to December 2016.

PART C – ITEMS FOR APPROVAL

Appointment of Advertising Services Provider

It was resolved:

Council:

- (a) **Noted** the selection of Blaze Advertising as the University's preferred supplier of marketing services;

- (b) **Approved** expenditure, and execution of associated legal agreements, of up to \$6.6M over two years to support re-branding and marketing services campaigns through Blaze Advertising.

Council Key Performance Indicators

It was resolved:

Council approved the Key Performance Indicators at Attachment A, and requested management provide annual progress reports against the KPIs.

Amendments to the Norsesearch Ltd Governance Structure

It was resolved:

Council approved the following proposed changes to the governance structure of Norsesearch Ltd:

- (a) pursuant to clause 27.1 of the constitution, appoint Mr Ben Roche as a director of Norsesearch Ltd;
- (b) pursuant to clause 7.2 of the constitution, terminate the membership in Norsesearch Limited of Chris Patton, David Lynch, Donna Moffitt and Paul Deegan;
- (c) pursuant to clause 6.2 of the constitution, appoint Southern Cross University as a member of Norsesearch Ltd, and note that Southern Cross University agrees to become a member;
- (d) pursuant to clause 9.1 (a) of the constitution, appoint Prof Andrew McAuley to act as Representative of Southern Cross University as a member of Norsesearch Ltd;
- (d) pursuant to clause 53 of the constitution, approve the following amendments to the constitution:
 - (i) remove clause 4.1(d); and
 - (ii) amend clause 27.1 as follows:

“Directors shall be appointed (and be removed and replaced from time to time) by the Council or its delegate and, once appointed, shall hold office until that appointment is terminated by the Council or its delegate or until the office is vacated under the Constitution. “
- (e) the change of the company name from *Norsesearch Limited* to *Southern Cross Campus Services Ltd*.

University Council Review 2017: Outcomes and Actions

It was resolved:

Council approved the University Council Review 2017: Outcomes and Actions as specified at Attachment A.

Amendment to Academic Board Rule – Terms of Reference

It was resolved:

Council approved an amendment to the Terms of Reference – Academic Board Rule to add the Pro Vice Chancellor (International and Enterprise) to the membership of Academic Board.

Course Removal: Master of Business Research (1207288)

It was resolved:

Council approved the Course Removal of the Master of Business Research (1207288) as detailed in Activity 52219.

Course Removals: Master of Human Resources and Organisational Development (1207291); Graduate Certificate of Human Resources and Organisational Development (1001710); and Graduate Diploma of Human Resources and Organisational Development (1101060)

It was resolved:

Council approved the following Course Removals as detailed in Activity 51882:

- Master of Human Resources and Organisational Development (1207291)
- Graduate Certificate of Human Resources and Organisational Development (1001710)
- Graduate Diploma of Human Resources and Organisational Development (1101060)

Exit from Interest Rate Swap

Council approved the University's exit from the existing Interest Rate Swap Transaction.

Confidential: Ratification of Chancellor's Committee Business

It was resolved:

Council ratified the resolutions of the Chancellor's Committee as detailed below:

Flying Minute 17 March 2017 Conferral of Awards: 17 March 2017

Chancellor's Committee approved the list of graduands on whom awards and degrees are to be conferred at the 25 March 2017 Graduation Ceremony or in absentia.

PART D – ITEMS FOR NOTING

2016 Interim Result

It was resolved:

Council noted the 2016 Interim Result.

Closed Circuit Television Project Update and Draft Policy

It was resolved:

Council:

- (a) **Noted** the Closed Circuit Television Project update.
- (b) **Noted** the draft Closed Circuit Television (CCTV) Policy.

Summary Report from Academic Board Meeting, 16 March 2017

It was resolved:

Council noted the Summary Report of the Academic Board Meeting held on 16 March 2017.

Confidential: Draft Audit and Risk Management Committee Minutes, 9 March 2017

It was resolved:

Council noted the draft Confidential Minutes from the Audit and Risk Management

Committee meeting held on 9 March 2017.

Confidential: Draft Finance Committee Minutes, 9 March 2017

It was resolved:

Council noted the draft Confidential Minutes from the Finance Committee meeting held on 9 March 2017.

Policy Library Approvals Summary Report

It was resolved:

Council noted the list of policies that have been amended or approved for the period 10 February to 7 April 2017.

PART E – CLOSING BUSINESS

Action Report

Meeting Review

Other Business

Date of Next Council Meeting

**Nicholas Hyde
Council Secretary**