



CONFIDENTIAL

COUNCIL MINUTES

The 438th meeting of the Council was held at 11:00 am on Thursday 16 February 2017, in the Board Room, Level 11, ANU House, Melbourne.

Present:

The Chancellor, Professor Gareth Evans AC QC (in the Chair)
The Vice-Chancellor, Professor Brian P. Schmidt AC
The Pro-Chancellor, Ms Robin Hughes AO
Mr Graeme Samuel AC
Dr Doug McTaggart
Professor Suzanne Cory AC
Ms Naomi Flutter
Mr Peter Yu
Ms Natasha Stott Despoja
Professor Tim Senden
Professor Jan Provis
Ms Deborah Veness
Professor Catherine Waldby
Ms Alyssa Shaw, President, PARSA
Mr James Connolly, President, ANUSA

In attendance:

Deputy Vice-Chancellor (Academic) – Professor Marnie Hughes-Warrington
Deputy Vice-Chancellor (Research) – Professor Margaret Harding
Pro-Vice Chancellor (Innovation) – Professor Michael Cardew-Hall
Executive Director, Administration and Planning – Mr Chris Grange
Chief Financial Officer – Mr Alastair Sinton
Director, HR Services - Dr Nadine White (for Agenda item 10)
Chair, Academic Board – Professor Jacqueline Lo (who will speak to Agenda item 11)

Chancery staff:

Director, Corporate Governance and Risk Office – Ms Kate Molloy
Associate Director, Corporate Governance and Policy – Mr Andrew Heath
Senior Governance Officer, Corporate Governance and Risk Office – Leslie McDonald
Director, Office of the Vice-Chancellor – Dr Chris Price

PART 1: PROCEDURAL ITEMS

1. ANNOUNCEMENTS

Dr Doug McTaggart advised his apologies for the afternoon of Council's planning day on Friday 17 February 2017, due to prior interstate business travel commitments.

There were no other apologies for Council meeting or Council planning day.

The Chancellor informed Council that Ms Kate Molloy, Director, Corporate Governance and Risk Office, has advised her plans to resign from the University with effect mid-year, due to family circumstances; and extended his thanks and appreciation for her contributions over the past three years.

2. LEAVE OF ABSENCE

Professor Cory advised sought a leave of absence for the 7 April 2017 meeting of Council due to a prior overseas meeting commitment.

No other member sought leave of absence.

3. DISCLOSURE OF MATERIAL PERSONAL INTEREST

Mr James Connolly, ANUSA President, informed Council that he was a resident of Burgmann College noting that amendments to the Burgmann College Incorporated Rules were on the agenda. The disclosure was not material to the agenda item.

No other member disclosed a material personal interest in any matter on the agenda.

4. ARRANGEMENT OF AGENDA

No additional items were declared confidential.

Council resolved to star the following agenda item:

- Agenda item 19 – ANU Strategic Risk Register 2017 and Update on Risk Appetite Program of Work, which was considered in conjunction with Agenda item 22 – Audit and Risk Management Committee Executive Summary.

Council further resolved to consider Agenda item 18 – 2016 Report of Remuneration Committee and ANU Executive Remuneration as the final item on Council agenda.

No other items were unstarred. Unstarred items were approved on the motion of the Vice-Chancellor.

5. MINUTES

Resolved:

That the Council confirm the minutes of its meeting of 2 December 2016 (829/2016) as a correct record.

PART 2: KEY BUSINESS ITEMS

6. VICE-CHANCELLOR'S REPORT

The Vice-Chancellor introduced his report, highlighting the following items:

- The State of the University address on 9 February 2017 had some 800 attendees and over 2,000 staff and students attended the Commencement address. These ceremonies punctuate the University's academic calendar and are important events for bringing the ANU community together;
- Work is well advanced in relation to the development of the six plans underpinning the Strategic Plan. These Plans will further guide the development of College, School and Service Divisions plans and will form the basis of upcoming discussions at the Senior Management Group retreat scheduled for July. All plans are expected to be finalised by the end of 2017;
- The University has appointed Dr Genevieve Bell, one of the world's leading technologists, as a Professor in the ANU College of Engineering and Computer Science. Professor Bell is a high quality academic with strong business skills and represents the first of a number of senior appointments who will drive academic and research excellence. A copy of Professor Bell's curriculum vitae will be circulated to members out of session. ANU Honorary Professor, Professor Ian Clarke, who recently completed his term as Dean of the College of Business at the University of Edinburgh has been appointed as Interim Dean of the College of Business and Economics for a nine months, commencing in early March. In addition, Juilliard School of Music-trained American composer and ANU lecturer, known for his film, television and choral music, Professor Kenneth Lampl, has been appointed as Head of the School of Music;
- Changes to the backend of office operations in Alumni Relations and Philanthropy have been implemented to drive operational efficiencies. As a result, former Director, Dr Colin Taylor will now focus on supporting the University's major gift donors. The University will recruit a new Director and in the interim, Ms Felicity Gouldthorp has been appointed as Acting Director. The former Executive Director Advancement, University of Melbourne, and now Partner at More Partnership, Mr Si n Lutley, is also providing advice to assist ANU efforts;
- At the launch of the Australia Aid Conference at ANU on 15 February 2017, Foreign Minister, the Hon Julie Bishop, announced funding of \$9.2 Million towards research collaborations involving the University and DFAT to support the development of an individual deprivation (poverty) measure, as well as \$4.8 Million directed towards juvenile diabetes;
- Up to ten School reviews are scheduled each year, over the next five years, and experience has shown that being proactive rather than reactive yields better outcomes.

Resolved:

That Council note the Vice-Chancellor's report and that a copy of Professor Bell's curriculum vitae will be provided to members out of session.

7. CHANCELLOR'S 2016 REPORT ON COUNCIL SELF-EVALUATION

The Chancellor introduced the item, noting that his report follows from one-on-one consultations with members in late 2016 and early 2017.

In summary, Council members reported their satisfaction with the way in which Council functions, its collective performance and effectiveness and current governance arrangements. Specific issues raised in discussion included the need for:

- Presentations to Council to better elicit the key strategic issues for consideration, together with risk identification and planned actions to address them;
- Council minutes, where relevant, to more substantially reflect the tenor of discussions particularly where Council has raised matters of concern to University management.;
- Continuing professional development opportunities for new Council members, particularly staff and student members, being able to attend relevant external short courses, such as the Australian Institute of Company Directors' short program 'Foundations of Directorship';
- The new Pro-Chancellor in mid-2017 to be chosen from existing, experienced Council members, with as far as possible, gender balance being maintained between this and the Chancellor's position; and
- Ongoing enhancement of our navigation tools for accessing Council agenda papers electronically.

Council expressed no appetite at the present time, for instituting an external review of its performance every three years and, instead, supported an annual online self-assessment using similar survey methodologies to those adopted by Council Committees and to engage in one on one consultations every two years.

Resolved:

That Council:

1. Note the Chancellor's 2016 report on Council self-evaluation;
2. Adopt the recommendations contained within the report; and
3. In future, undertake an annual online self-assessment and engage in one on one consultations every two years.

8. UNION COURT REDEVELOPMENT DESIGN UPDATE

Council noted that the project is progressing to achieve completion in January 2019 for the commencement of the academic year.

The Executive Director (Administration and Planning) highlighted a number of key risks which need to be carefully managed. These include:

- Tenancy arrangements and future service mix;
- Ongoing noise, dust and disruption which will increase as construction progresses; and
- Allocation of teaching spaces during construction.

Amongst other issues under consideration is the Indigenous context, as part of Union Court redevelopment. To this end, Aboriginal Architects Australia has been engaged and is conducting workshops to determine the Indigenous overlay and how to apply it in respect of:

- the gateway serving as acknowledgement to country;
- an Indigenous name for Union Court;
- the connection with Sullivans Creek and the water;
- landmarks and reference points;
- art and design; and
- storytelling.

Council noted that discussion of these aspects will be scheduled for a future meeting of Council and as the work is completed by Aboriginal Architects Australia. The possible role for Indigenous procurement will be considered by University management.

Resolved:

That Council:

1. note the status report in relation to Union Court redevelopment;
2. approve the budget and scope for a Union Court early works package; and
3. approve the tabled additional design guidance for exteriors of buildings, as an ensemble and individually, for the Union Court redevelopment.

9. WORKERS COMPENSATION SELF-INSURANCE PROJECT UPDATE

The Director, Human Resources, advised Council that in late 2016, the University submitted its application to become a workers' compensation self-insurance licence holder and the Safety and Rehabilitation Commission has scheduled its hearing on 8 March 2017 to consider the application.

The application process has been supported by three pre-licence audits, one for each of the safety management systems, being:

1. Rehabilitation Management System (RMS) - Comcare has confirmed that the RMS meets the audit criteria;
2. Work Health and Safety Management System (WHSMS) - a hazard and risk management program with supporting risk registers has been rolled out; new governance structures are in place; WHS policies and procedures are being reviewed and updated, and corrective action plans, to address audit findings, form part of the implementation planning for the remainder of the work to be completed by July 2017; and
3. Claims Management System (CMS) – a vendor has been selected with User Acceptance Testing underway. In addition, a communications plan is in development for rollout across the University, followed by a training program for staff.

Resolved:

That Council note the update on the Workers' Compensation Self-Insurance Project.

PART 4: PRESENTATIONS**10. 2016 ANU STAFF ENGAGEMENT SURVEY RESULTS**

The Director, Human Resources, Dr Nadine White, gave a presentation on the 2016 results from the ANU staff engagement survey.

In discussion, Council noted the following:

- Survey results for the 2011 and 2016 reporting periods show a positive 'bounce' in staff feedback, each at a time of new Vice-Chancellorships. Conversely, 2014 results were less positive;
- Key areas for redress concern organisational culture, gender equity and career support and heat mapping of these results will inform action for the future;
- College consultations will involve a more detailed analysis and discussion across all survey years, including 2014, to address those areas where the University has not done well, to consider the causes, develop solutions and to implement actions in response;
- The importance of capturing feedback from casual staff, noting that the Athena Swan program will enable the University to capture information and to provide a level of comparison with these survey results; and
- Meetings have now been held with 3 of the 7 Colleges with the balance, including Service Divisions, planned for coming weeks.

At the conclusion of the presentation, Council thanked Dr White for the presentation.

Resolved:

That the Council note the summary results highlighted in the presentation about the 2016 ANU staff engagement survey.

11. ACADEMIC BOARD 2016 UPDATE

The Chair, Academic Board, Professor Jacqueline Lo, gave a presentation on the work undertaken by Academic Board during 2016.

In discussion, Council noted the following:

- The Council had re-established the Academic Board in 2012 on the recommendation of the former Vice-Chancellor, Professor Young;
- The work of Academic Board has had a primary focus on matters relating to program accreditation and academic risk management;
- Increasingly, the Board has commissioned working parties to review the breadth of academic governance matters, including academic integrity considerations, which will be instrumental in the lead up to securing re-accreditation in 2020;
- Reviews commissioned by the Board will be accompanied by detailed implementation plans and further reports to Council will highlight strategic actions being taken as a result;
- The academic community at ANU seeks to build a closer relationship with Council.

Whilst reports of the Academic Board are provided to each Council meeting, in the future, Board reports should flag those matters where it wishes to invite Council's response. Of particular note, there is benefit in providing a focused, succinct, Executive Summary accompanying the report, highlighting matters of key strategic concern where Council is being invited to respond.

At the conclusion of the presentation, Council thanked Professor Lo for the presentation.

Resolved:

That the Council note the report about the work undertaken by of Academic Board throughout 2016.

PART 5: OTHER MATTERS FOR DECISION**12. HONORARY DEGREE NOMINATIONS****Resolved:**

That Council award the following degrees:

1. the degree of Doctor of Science *honoris causa* to Professor Matthias Hentze, on the grounds of his exceptional worldwide contribution to science; and
2. the degree of Doctor of the University *honoris causa* to Ms Matilda House, on the grounds of her outstanding contribution to Indigenous issues in the ACT, particularly through her ongoing support of Indigenous students, including her involvement in establishing the Tjabal Centre.

13. APPOINTMENT TO BOARD OF GOVERNORS OF THE ANU ENDOWMENT FOR EXCELLENCE**Resolved:**

That Council approve:

1. the appointment of Ms Kate Jordan, Ms Michelle Melbourne and Mr David Olsson to the Board of Governors of the ANU Endowment for Excellence for a period of four years (from 17 February 2017 until 17 February 2021), and
2. the renewal of appointment of Ms Robyn Watts for a period of two years (from 20 February 2017 to 20 February 2019).

Council further resolved that personal and private information contained in the attachments be redacted.

14. INTERNAL AUDIT CHARTER

Resolved:

That Council approve the Internal Audit Charter, following its review by the Audit and Risk Management Committee at its meeting held on 1 February 2017.

15. AMENDMENTS TO BURGMANN COLLEGE INCORPORATED RULES 2004

Resolved:

That Council approve the amendments to the *Burgmann College Inc Rules 2004* contained in the attached Special Resolution dated 29 September 2016, this resolution having been adopted by the Council of Burgmann College.

PART 6: OTHER MATTERS FOR NOTING

16 ANU STRATEGIC PLAN AND PUBLIC GOVERNANCE, PERFORMANCE AND ACCOUNTABILITY ACT 2013 (PGPA) COMPLIANCE REQUIREMENTS

Resolved:

That Council note the version of the University's Strategic Plan that has now been lodged with the Minister for Education and Training and the Minister for Finance in compliance with the Public Governance, Performance and Accountability Act 2013

17. COUNCIL MEMBERSHIP – NOMINATIONS TO THE MINISTER

Resolved:

That Council note the recommendations of the Nominations Committee regarding Ministerial appointments to Council.

18. 2016 REPORT OF REMUNERATION COMMITTEE AND ANU EXECUTIVE REMUNERATION

The Chancellor highlighted key points arising from the meeting of the Committee held earlier in the day

Resolved:

That Council note the 2016 report of the Remuneration Committee.

19. ANU STRATEGIC RISK REGISTER 2017 AND UPDATE ON RISK APPETITE DEVELOPMENT PROGRAM OF WORK

Council complimented the University's work in relation to the development of a strategic risk register and proposed that, for the program's next phase, further consideration be given to addressing academic reputational risk.

Resolved:

That Council note:

1. The ANU Strategic Risk Register 2017, as endorsed by the Audit and Risk Management Committee; and
2. The next steps being taken in relation to the development of risk appetite statements to support delivery of the University's strategic objectives.

20. 2016 DECLARATIONS OF INTEREST – ANNUAL DISCLOSURES

Resolved:

That Council note the Register of Disclosed Interests as at 1 February 2017.

21. WORK, HEALTH AND SAFETY (WHS) PERFORMANCE REPORT

Council noted that safety performance at ANU has continued to improve over 2016, with many notable achievements compared with previous years. Evidence shows that the University is fully capable of meeting its compliance obligations. Improvements can be seen in both the reduction of injures, reduction in claims and also in the severity of injuries.

In respect of student safety reporting, Council noted that work continues in relation to the adoption of definitions for reporting incidents impacting student safety on campus and, to this end, a paper will be presented to the 7 April 2017 meeting of Council. The Pro Vice-Chancellor (University Experience) is continuing stakeholder consultations with student bodies, ANUSA and PARSA, and key University services.

Council further noted that the Universities Australia report, due to be released in May 2017, follows from the national university student survey on sexual assault and sexual harassment, commissioned by Universities Australia and conducted by the Australian Human Rights Commission in late 2016.

The survey, and its report, will provide universities with data to help improve their policies, procedures and support services.

Resolved:

That Council:

1. Note the WHS performance report for staff for 2016, together with the student safety report for November to December 2016; and
2. Note work underway in relation to definitions for future reporting purposes.

22. AUDIT AND RISK MANAGEMENT COMMITTEE – EXECUTIVE SUMMARY

Resolved:

That the Council note the summary of major items considered by the Audit & Risk Management Committee (ARMC) at its meeting held on 1 February 2017.

23. CAMPUS PLANNING COMMITTEE – EXECUTIVE SUMMARY

Resolved:

That the Council note the summary of major items considered by the Major Projects Joint Sub-Committee at its meeting held on 17 November 2016.

24. MAJOR PROJECTS JOINT SUB-COMMITTEE – EXECUTIVE SUMMARY

Resolved:

That the Council note the summary of major items considered by the Major Projects Joint Sub-Committee at its meeting held on 12 December 2016.

25. STUDENT ACCOMMODATION (SA6) UPDATE

Resolved:

Council note the general update report on the Student Accommodation (SA6) project.

26. ANU EMERITUS FACULTY ANNUAL REPORT 2016

Resolved:

That Council note the 2016 Annual Report of the ANU Emeritus Faculty.

27. PRIZES AND SCHOLARSHIPS APPROVALS 2016

Resolved:

That Council note the Prizes and Scholarships approved for 2016.

28. ACADEMIC BOARD REPORT

Resolved:

That the Council note the report of Academic Board for its meeting held on 6 December 2016.

29. ACADEMIC BOARD ANNUAL REPORT 2016

Resolved:

That Council note the 2016 Annual Report of Academic Board.

30. POWER OF ATTORNEY

Resolved:

That Council note the list of transactions over which the Acting Investment Manager, exercised Power of Attorney between 11 November 2016 and 18 January 2017.

31. UNIVERSITY SEAL REPORT

Resolved:

That Council note the document to which the University Seal has been affixed since the last meeting of Council held on 2 December 2016.

32. REPORT OF SIGNIFICANT VISITS AND EVENTS, GRANTS AND CONSULTANCIES

Resolved:

That the Council note the report of significant visits and events, grants and consultancies.

33. LEGISLATION

Resolved:

That Council note the legislation as approved by the Vice-Chancellor, namely:

- *Assessment Rule 2016*
- *Coursework Awards Rule 2016 (No. 2)*
- *Fees Rule 2016*
- *Research Awards Rule 2016*

PART 7: OTHER BUSINESS

34. QUESTION TIME

No questions were raised during Question Time.

35. OTHER BUSINESS

No other business was raised.

36. NEXT MEETING

The Council noted that the next meeting of Council will be held on 7 April 2017.

The meeting closed at 1:00 pm.

Date: _____

Professor the Hon Gareth Evans AC QC

Chancellor

The Australian National University

(* indicates a removed item which is confidential to Council Members)***