



THE AUSTRALIAN NATIONAL UNIVERSITY

COUNCIL MINUTES

The 445th meeting of the Council was held at 9:15am on Friday 6 April 2018, in the RC Mills Room, Chancelry.

Present:

The Chancellor, Professor Gareth Evans AC QC (in the Chair)
The Vice-Chancellor, Professor Brian P. Schmidt AC
The Pro-Chancellor, Ms Naomi Flutter
Professor Suzanne Cory AC
Mr Graeme Samuel AC
Dr Doug McTaggart
Ms Natasha Stott Despoja AM
Mr Peter Yu
Professor Tim Senden
Professor Jan Provis
Ms Deborah Veness
Ms Alyssa Shaw
Ms Eleanor Kay

Apologies:

Ms Anne-Marie Schwirtlich AM
Professor Catherine Waldby

In attendance:

Provost – Professor Mike Calford
Deputy Vice-Chancellor (Research and Innovation) – Professor Margaret Harding
Deputy Vice-Chancellor (Global Engagement) – Professor Shirley Leitch
Pro-Vice Chancellor (University Experience) – Professor Richard Baker
Pro-Vice Chancellor (Education) – Professor Grady Venville
Chief Operating Officer – Mr Chris Grange
Chief Financial Officer – Mr Adam Black
Vice-President (Engagement and Corporate Affairs) – Ms Jane O'Dwyer
Chair, Academic Board – Professor Jaqueline Lo
Dean, ANU College of Arts and Social Sciences – Professor Rae Frances (for Item 6)
Chair, Audit and Risk Management Committee – Mr Geoff Knuckey (for Items 7, 8, 26, 30 and 33)
Flagstaff Partners - Mr Geoff Cohen (for Item 9 and 14)
Professor David Lindenmayer, Senior Fellow, Fenner School of Environment & Society (for Item 11)
Director, Major Projects – Mr Robert Hitchcock (for Item 15)

Chancelry staff:

Director, Corporate Governance and Risk Office and Council Secretary – Mr Chris Reid
Director, Office of the Vice-Chancellor – Mr Chris Price
Manager, Academic Governance, Corporate Governance and Risk Office – Mr Troy Larkins
Senior Governance Officer, Corporate Governance and Risk Office – Ms Leslie McDonald
Senior Governance Officer, Corporate Governance and Risk Office – Ms Linda Medic

PART 1: PROCEDURAL ITEMS

1. ANNOUNCEMENTS AND APOLOGIES

Ms Anne-Marie Schwirtlich and Professor Catherine Waldby were apologies.

Council formally welcomed the Provost, Professor Mike Calford, and the new Pro Vice-Chancellor (Education), Professor Grady Venville, to the University.

2. LEAVE OF ABSENCE

Ms Naomi Flutter and Mr Peter Yu advised that they may be unavailable for the next meeting on 25 May 2018 on account of travel commitments.

Mr Graeme Samuel advised that he will join the next meeting from Melbourne, via video-conference.

3. DISCLOSURE OF MATERIAL PERSONAL INTEREST

No member disclosed any material personal interest.

4. ARRANGEMENT OF AGENDA

Council agreed to make the following changes to the agenda:

- Discussion about the Ramsay Centre for Western Civilisation, contained within the Vice-Chancellor's Report, to be considered separately from 11:50am (minuted as item 6.1).
- Items 7 and 8 (Annual Financial Statements), 26 (ARMC Activities - Annual Report 2017), 30 (Student Enrolment Report) and 33 (Audit & Risk Management Committee – Executive Summary) to be considered together.
- Item 22 - Executive plans (University Experience) – Achieving equity (revised) was starred for discussion.

Mr Yu also advised that he will need to leave the meeting at 12.00pm.

Council determined to proceed with the remainder of the agenda as proposed, with no further items being declared confidential or starred for discussion.

Resolved

On the motion of the Vice-Chancellor, Council approved all unstarred items being dealt with as proposed in the agenda.

5. MINUTES

Resolved

Council confirmed the minutes of the meeting held on 1 February 2018 (14/2018), as amended, and the Council Planning Day held over 1 and 2 February 2018 (73/2018) to be a true and accurate record.

PART 2: KEY BUSINESS ITEMS

6. VICE-CHANCELLOR'S REPORT

The Vice-Chancellor highlighted the following matters as part of his report:

- University leadership
 - Ms Barbara Miles, the new Vice President (Advancement), will be commencing at the University in May 2018.
 - An offer of appointment has been made to a candidate for the position Dean of the ANU College of Health and Medicine.
 - Professor Mark Kendall is commencing shortly as the Vice-Chancellor's Entrepreneurial Fellow. He will meet with staff across the University to promote this new role.

- The recruitment process for the CEO of the ANU Cyber Institute is still in progress.
- Associate Professor Asmi Wood has been appointed as Interim Director of the National Centre for Indigenous Studies.
- A Dean for the ANU College of Business and Economics has still not been identified and the process is ongoing. In the meantime, Professor Steven Roberts continues as the Interim Dean.

- Counselling services
 - *****
- Notable achievements and highlights
 - The Vice-Chancellor expressed his gratitude to Mr Peter Yu for delivering an inspiring 2018 ANU Reconciliation Lecture on *Reconciliation, Treaty Making and Nation Building*.
 - The ANU Enterprise Agreement 2017-2021 includes 26 weeks of paid paternity leave. This is a sector leading initiative.
 - *****
 - Proposed Higher Education reforms have not yet been considered by the Senate.

Resolved

Council noted the Vice-Chancellor's report.

6.1 VICE-CHANCELLOR'S REPORT - RAMSAY CENTRE FOR WESTERN CIVILISATION

The Dean, ANU College of Arts and Social Sciences, Professor Rae Frances joined the meeting.

Council received a presentation by the Vice-Chancellor and Professor Frances on the progress of negotiations concerning the Ramsay Centre for Western Civilisation.

Council resolved:

- To support continued ANU negotiations with the Ramsay Centre for Western Civilisation, subject to the University absolutely preserving its autonomy, independence and academic freedom at all times.

7. ANNUAL FINANCIAL STATEMENTS (UNIVERSITY) FOR THE YEAR ENDED 31 DECEMBER 2017

8. ANNUAL FINANCIAL STATEMENTS (SUBSIDIARY ENTITIES) FOR THE YEAR ENDED 31 DECEMBER 2017

26. 2017 ANNUAL REPORT ON ARMC ACTIVITIES AND ACQUITAL OF CHARTER RESPONSIBILITIES

30. STUDENT ENROLMENT REPORT (UPDATE)

33. AUDIT AND RISK MANAGEMENT COMMITTEE - EXECUTIVE SUMMARY

Council considered agenda items 7, 8, 26, 30 and 33 together. The Chair of the Audit and Risk Management Committee, Mr Geoff Knuckey, joined the meeting.

The Chief Financial Officer, Mr Adam Black, presented the 2017 Annual Financial Statements for the University and also for its subsidiary entities, as outlined in the papers presented to Council.

Mr Knuckey presented a report on the activities of the Audit and Risk Management Committee in 2017, as outlined in the papers presented to Council.

Mr Knuckey also spoke to the ARMC Executive Summary of major items, other than the Annual Financial Statements, discussed at its meeting of 23 March 2018.

The Chief Operating Officer presented the Student Enrolment Report for the first half of 2018, as outlined in the papers presented to Council members.

Resolved

Council:

1. Noted the overview of the University's 2017 financial results.
2. Noted the report on the Audit and Risk Management Committee's consideration of the Australian National University Consolidated Financial Statements for the year ended 31 December 2017.
3. *****
4. Noted the Management Representation letter from the Vice-Chancellor and Chief Financial Officer on the 2017 Financial Statements to the Australian National Audit Office.
5. Subject to receipt of clearance from the Australian National Audit Office:
 - a. Authorised the Chancellor to sign the Council's Representation letter to the Australian National Audit Office;
 - b. Adopted the Australian National University Consolidated Financial Statements for the year ended 31 December 2017;
 - c. Authorised the Chancellor, Vice-Chancellor and Chief Financial Officer to sign the Statement by the Council that attaches to the Consolidated Financial Statements; and
 - d. Noted the 2017 report from ARMC regarding its Charter responsibilities and internal audit work conducted over the reporting period.
6. Council noted the 2017 Draft Annual Financial Statements for the following:
 - a. ANU Enterprise Pty Limited;
 - b. Australian Scientific Instruments Pty Limited;
 - c. The Social Research Centre Pty Limited; and
 - d. ANU (UK) Foundation.
7. Council noted the 2017 Annual Report on ARMC activities and the acquittal of charter responsibilities.

8. Noted the summary of major items considered by the Audit & Risk Management Committee at its meeting of 23 March 2018.
9. Noted the summary report on student enrolments for the first half of 2018.

9. UNION COURT (KAMBRI) INVESTMENT RECOMMENDATION

Mr Geoff Cohen from Flagstaff Partners joined the meeting.

The Chief Operating Officer, Mr Chris Grange ***** provided an overview of negotiations with investment partner Morrison & Co (MCo) for both the PBSA and non-PBSA transactions, including the recommendations concerning each of the transactions as endorsed by the Finance Committee 23 March 2018, and as outlined in the papers presented to Council members.

Resolved

Council:

1. Noted the briefing concerning negotiations for the Kambri investment transactions: and
2. Approved the recommendations endorsed by Finance Committee on 23 March 2018 in relation to the PBSA and Non-PBSA elements of the transaction. *****

10. FLOODING AT ANU ON 25 FEBRUARY 2018

The Chief Operating Officer presented a report on the flood that impacted the Acton Campus on Sunday 25 February 2018 and the University's response, as outlined in the papers presented to Council members.

The following points were made in discussion:

- This was a unique event where a sudden and extraordinary amount of rain fell in just two hours, resulting in millions of dollars of damage to several buildings and contents (including irreplaceable material), the displacement of staff and students, and the delay of some capital works, including Kambri.
- Discussions with the University's insurers are continuing.
- Council commended the University on the speed and quality of the initial response by the Crisis Management Team and since, and also observed that no persons were harmed as a result of the flooding.

Resolved

The Council noted the report.

11. PHILANTHROPIC PRESENTATION - SUSTAINABLE FARMING PROJECT

Professor David Lindenmayer joined the meeting, together with colleagues associated with the Sustainable Farming Project.

The Chancellor explained that this was the first in a series of brief philanthropic presentations designed to inform Council about specific research activity that may also be of interest to external supporters or donors known to Council members.

Professor Lindenmayer provided a presentation on the Sustainable Farming project.

Resolved

Council noted the presentation.

PART 3: STRATEGIC ISSUES**12. ACADEMIC BOARD - PRESENTATION**

The Chair of the Academic Board, Professor Jacqueline Lo, provided a strategic overview about the work being conducted by the Board.

Resolved

Council noted the presentation.

PART 4: OTHER MATTERS FOR DECISION**13. ANU ANNUAL REPORT 2017****Resolved**

Council approved the 2017 Annual Report, with minor typographical corrections made.

14. REVIEW OF STRATEGIC FINANCIAL PLANNING – FUTURE SIZE AND COMPOSITION OF ANU

Mr Cohen joined the meeting.

The Chief Financial Officer and Mr Cohen provided Council with an overview of the University's current financial position and an update to the Strategic Capital Management Framework (SCMF) report and the recommendations prepared in 2015, as outlined in the papers presented to Council members.

Resolved

Council noted the progress made to date and approved the five recommendations made in the SCMF report.

15. STUDENT ACCOMMODATION SITE (SA8)

The Director, Major Projects, Mr Robert Hitchcock, joined the meeting.

Mr Hitchcock presented to the Council the evaluation of the shortlisted sites for the expansion of student accommodation and the recommendation for the next site (SA8) to be developed *****

16. INVESTMENT GOVERNANCE FRAMEWORK

Council considered an overview of the suite of investment policies articulating the principles governing the investment strategy of the University, as endorsed by the Finance Committee on 23 March 2018, and as outlined in the papers presented to Council members.

Resolved

Council approved the suite of investment policies.

17. 2018 STRATEGIC RISK REGISTER

Council considered the updated 2018 Strategic Risk Register, as endorsed by the ARMC on 23 March 2018, and as outlined in the papers presented to Council members.

Resolved

Council approved the updated 2018 Strategic Risk Register.

18. RECONCILIATION ACTION PLAN – IMPLEMENTATION PROGRESS REPORT

The Pro Vice-Chancellor (University Experience), Professor Richard Baker, provided an update on progress being made in relation to the implementation of the Reconciliation Action Plan (RAP), as outlined in the papers presented to Council members.

Resolved

Council noted the report.

19 COUNCIL VACANCY: ACADEMIC STAFF MEMBER (THE FACULTIES)

Council considered the impending casual vacancy in its membership arising from the retirement of Professor Jan Provis.

Resolved

Council:

1. Noted the intention of Professor Jan Provis to retire from employment with the University with effect from 1 July 2018, and the resulting casual vacancy in the Council member position of Academic Staff Member (The Faculties);
2. Noted the requirement of the *Australian National University Act 1991*, that if any successor is elected to fill the casual vacancy, they may only serve the residual period of Professor Provis' term, that being 3 months;
3. Agreed that the casual vacancy remain unfilled for the residual period of Professor Provis' term; and
4. Agreed that the Returning Officer conduct a ballot for the position of Academic Staff Member (The Faculties) to serve the next term for the position for the period 30 September 2018 to 29 September 2020, according to the planned timeframes.

22. EXECUTIVE PLANS (UNIVERSITY EXPERIENCE) – ACHIEVING EQUITY (REVISED)

Resolved

Council approved the revisions made to the University Experience Plan (Achieving Equity).

23. NAMING RECOGNITION - POLICY AND PROCEDURE

Resolved

Council approved the revised Naming Recognition policy and procedure.

24. REVISED STRUCTURE FOR OVERSIGHT AND GOVERNANCE OF PHILANTHROPY (CAMPAIGN COUNCIL)

Resolved

Council approved the:

1. Establishment of a Campaign Council for the public phase of the fundraising Campaign;
2. Establishment of an interim Campaign Steering Committee to progress membership and implementation of the final Campaign Council, and provide input on all Campaign planning during the quiet phase; and
3. Agreed to submit names of potential Campaign Steering Committee members by email to eo.arp@anu.edu.au by Friday 4 May 2018.

24A. RENAMING THE ANU ENDOWMENT FOR EXCELLENCE AND THE ANU ENDOWMENT FOR EXCELLENCE BOARD OF GOVERNORS

Resolved

Council approved the:

1. Renaming of 'ANU Endowment for Excellence' as the 'ANU Foundation';
2. Renaming of 'ANU Endowment for Excellence Board of Governors' as the 'ANU Foundation Board';

PART 5: OTHER MATTERS FOR NOTING

25. COUNCIL SELF-EVALUATION REPORT 2017

Resolved

Council endorsed the 2017 self-evaluation report and adopted its recommendations.

27. REPORT ON EMERITUS PROFESSORS AND EMERITUS FELLOWS APPOINTMENTS

Resolved

Council noted the names of those entered on the Roll of Emeritus Professors and Emeritus Fellows since March 2017 (140/2018).

28. THE AUSTRALIAN HUMAN RIGHTS COMMISSION REPORT INTO SEXUAL ASSAULT AND HARASSMENT IN AUSTRALIAN UNIVERSITIES AND ANU RESPONSE (UPDATE)

The Pro Vice-Chancellor (University Experience) provided a presentation on progress made in response to The Australian Human Rights Commission report: *Change the course: National report on sexual assault and sexual harassment at Australian universities (2017)*.

Resolved

Council noted the University's progress being made in implementing the recommendations of the Australian Human Rights Commission report: *Change the course: National report on sexual assault and sexual harassment at Australian universities*.

29. NATIONAL CENTRE FOR INDIGENOUS GENOMICS (NCIG) - ANNUAL REPORT 2017

Resolved

The Council noted the 2017 Annual Report for the National Centre for Indigenous Genomics as required under the *National Centre for Indigenous Genomics Statute 2016*.

31. WORK HEALTH AND SAFETY PERFORMANCE REPORTS

31.1 STAFF SAFETY REPORT (WHS)

Council considered the Work Health and Safety (WHS) report for the period 1 January – 28 February 2018, as outlined in the papers presented to Council members.

Resolved

Council noted the WHS report for the period 1 January to 28 February 2018.

31.2 STUDENT SAFETY REPORT

Council considered the student safety report for the period 1 January – 28 February 2018, as outlined in the papers presented to Council members.

Resolved

Council noted the Student Safety Report for the period 1 January – 28 February 2018.

32 FINANCE COMMITTEE – EXECUTIVE SUMMARY

Resolved

Council noted the summary of major items considered by the Finance Committee at its meeting of 23 March 2018.

34. ACADEMIC BOARD - EXECUTIVE SUMMARY

Resolved

Council noted the summary of major items considered by the Academic Board at its meeting of 27 March 2018.

35. CAMPUS PLANNING COMMITTEE - EXECUTIVE SUMMARY

Resolved

Council noted the summary of major items considered by the Campus Planning Committee at its meeting of 29 January 2018.

36. POWER OF ATTORNEY

Resolved

Council noted that there were no transactions signed under Power of Attorney by the Investment Manager since the last meeting of Council on 1 February 2018.

37. UNIVERSITY SEAL REPORT

Resolved

Council noted that no use of the University Seal has been recorded since the last meeting of Council on 1 February 2018.

38. SIGNIFICANT VISITS AND EVENTS, GRANTS AND CONSULTANCIES

Resolved

The Council noted the latest report of significant visits and events, grants and consultancies.

39. LEGISLATION

Resolved

Council noted the legislation as approved by the Vice-Chancellor, the *Discipline Rule 2018* and the *Appeals Rule 2018*.

40. ANU 75th ANNIVERSARY PROJECT (UPDATE)

Resolved

Council noted the update regarding the University's 75th Anniversary Project, as outlined in the paper presented to Council members.

PART 6: OTHER BUSINESS

41. QUESTION TIME

No further questions were asked.

42. OTHER BUSINESS

No further business was raised.

43. NEXT MEETING

Council noted that its next meeting will be held on Friday 25 May 2018.

The meeting closed at 1.33pm

Professor the Hon Gareth Evans AC QC
Chancellor
The Australian National University

Date: _____

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