



COUNCIL

**Minutes of the Council Meeting held on Monday, 28 November 2022
in the Council Chamber, Level 2, Hunter Building and via Zoom Videoconference
from 9.00 am to 3.45 pm**

PRESENT: Mr John Allen (Chancellor)
Professor Richard Arnold
Professor Brigitte Bönisch-Brednich
Mr Jaistone Finau
Ms Tiana Jakicevich
Mr Alan Judge
Mr David McLean
Ms Cath Nesus *via Zoom*
Hon Maryan Street (Pro-Chancellor)
Mr James Te Puni *via Zoom*
Professor Jennifer Windsor (Acting Vice-Chancellor)
Ms Caroline Ward (Secretary to Council)

APOLOGIES: Nil

IN ATTENDANCE: Ms Jackie Anderson, Acting General Counsel
Professor Dale Carnegie, Dean of Engineering
Mr Mark Daldorf, Director, People and Capability
Ms Katherine Edmond, Director, Communications
Professor Rawinia Higgins, Deputy Vice-Chancellor, Māori
Mr Andrew Jackson, Director, Strategic Projects
Mr Simon Johnson, Acting Chief Operating Officer
Professor Wendy Lerner, Provost
Professor Sarah Leggott, Acting PVC, FHSS
Mr Blair McRae, Deputy Vice-Chancellor, Engagement
Professor Markus Melloh, Dean of Faculty of Health
Mr Les Montgomery, Chief Financial Officer
Mr Lincoln North, Project Manager *via Zoom*
Mr Phil O'Connell, Director, Safety, Risk & Assurance
Mr David Stevenson, Director Property Services
Ms Jessica Ye, 2023 VUWSA President-elect
Mr Ralph Zambrano, VUWSA President

INVITED SPEAKER: Mr Serge van Dam

22.202 WELCOME / ACKNOWLEDGEMENTS / APOLOGIES

Noted: 1 that Mr Allen warmly welcomed all to the meeting acknowledging that it was the final meeting for Professor Windsor in her capacity as Acting Vice-

Chancellor, and Ms Tiana Jakicevich, elected student representative (see also Minute 22.206).

2 that Ms Jakicevich led the Karakia

22.203 DECLARATIONS AND DISCLOSURE OF INTERESTS

Received: declarations and disclosure of interests by members of Council.

Noted: that the Interests Register will be updated to include Mr David McLean's appointment as Chair and Director of Kiwi Group Capital Ltd as at 23 November 2022.

Noted: that Council members were reminded to advise the Secretary to Council of any changes to their disclosure of interests listing between meetings.

22.204 COUNCIL MINUTES, MEETING HELD ON 10 OCTOBER 2022

Received: the public Minutes of the meeting of Council held on 10 October 2022.

Resolved: that the public Minutes of the meeting of Council held on 10 October 2022 be approved.

McLean/Finau
Carried
220177

22.205 ELECTION OF 2023 CHANCELLOR AND PRO-CHANCELLOR

Received: a Council paper from the Secretary to Council dated 22 November 2022 regarding the election of the Chancellor and Pro-Chancellor for 2023 (document VUWC 22/139).

Noted:

- 1 that an election had been held in accordance with the procedures set out in the Council manual.
- 2 that there was one nomination for Chancellor, Mr John Allen; and one nomination for Pro-Chancellor, Hon Maryan Street; therefore candidates for both positions are elected unopposed.
- 3 that Council was unanimous in supporting these nominations and congratulated and thanked Mr Allen and Hon Maryan Street for continuing as Chancellor and Pro-Chancellor in 2023.

Resolved:

- 1 that Mr John Allen be declared duly elected to the office of Chancellor for the period from 1 January 2023 to 31 December 2023;
- 2 that Hon Maryan Street be declared duly elected to the office of Pro-Chancellor for the period from 1 January 2023 to 31 December 2023.

Judge/McLean
Carried
220178

22.206 REPORT FROM THE CHANCELLOR

Received: a Council paper from the Chancellor, Mr John Allen, dated 22 November 2022 (document VUWC 22/140).

Noted:

- 1 that the report was taken as read.

- 2 that the work of departing Council member Tiana Jakicevich was recognised and applauded. The Chancellor acknowledged Tiana's significant contribution particularly in assisting Council in addressing issues such as colonisation, co-governance, and the position of Māori in the University community.
- 3 that today's meeting was also the final one for Acting Vice-Chancellor Professor Jennifer Windsor who commenced in the role in early March. Council recorded its appreciation of Professor Windsor's steadfast efforts and leadership whilst achieving her stated goal of building a bridge to the incoming Vice-Chancellor.
- 4 that the efforts of staff in presenting a budget that achieves a break-even position in 2023 were acknowledged, particularly given the challenging financial environment with lower-than-expected revenue, high inflation and ongoing impacts from COVID-19.
- 5 that the Chancellor expressed gratitude to those who have supported the University this year through philanthropy and bequests.
- 6 that the University continues its good faith bargaining with the Tertiary Education Union as part of the renewal of four collectives and it is hoped to achieve a settlement before Christmas.
- 7 that a large number of the University's community had attended the funeral of former Vice-Chancellor Pat Walsh's wife, Karen Roper. Among many special memories, Karen was remembered as a dedicated friend and supporter of the University.

Resolved: that the Chancellor's report be noted.

Arnold/Bönisch-Brednich
Carried
220179

22.207

REPORT FROM THE ACTING VICE-CHANCELLOR

Received: a report from the Acting Vice-Chancellor, Professor Jennifer Windsor, dated 17 November 2022 (document VUWC 22/141).

- Noted:**
- 1 that the report was taken as read.
 - 2 that the success of University researchers in annual awards and honours was commended. Particular mention was made of four recipients of Rutherford Discovery Fellowships and recipients of 2022 Te Apāragangi-Royal Society and Health Research Council Research Honours Aotearoa Awards.
 - 3 that the recent issue of Victorious, featuring the University's 125th Anniversary celebrations and achievements, had received an exceptionally positive reception from alumni and stakeholders.

Resolved: that the report from the Acting Vice-Chancellor be noted.

Jakicevich/Nesus
Carried
220180

22.208

FINANCIAL REPORT TO 31 OCTOBER 2022

Received: the Financial report to 31 October 2022 from the Chief Financial Officer, Mr Les Montgomery (document VUWC 22/142).

Noted: that the report was taken as read.

Resolved: that the Financial report to 31 October 2022 be noted.

Judge/Street
Carried
220181

22.209

COMMITTEE REPORTS AND REPORT OF THE ACADEMIC BOARD

Received: Committee Reports and Report of the Academic Board as follows:

- Finance Committee, 17 October 2022
- Te Aka Matua Committee, 7 November 2022
- Report of the Academic Board, 8 November 2022 (document VUWC 22/143)
- Audit & Risk Committee, 14 November 2022
- Finance Committee, 14 November 2022

Noted: that the Academic Board report and Committee minutes were taken as read.

Resolved: that the Committee Reports and Report of the Academic Board be noted.

Te Puni/Finau
Carried
220182

22.210

MEDIA AND SOCIAL MEDIA REPORT

Received: a Council paper from the Acting Vice-Chancellor, Professor Jennifer Windsor, dated 17 November 2022 providing a Media and Social Media report (document VUWC 22/144).

Noted:

- 1 that the report was taken as read.
- 2 that recent media attention has focussed on various research grants and nationwide strike action.
- 3 that the Stout Research Centre's podcast series *Rebellious Minds at Victoria University of Wellington*, as part of the University's 125th anniversary celebrations, reached the top of the University's Soundcloud 'popular tracks' ranking.

Resolved: that the Media and Social Media report be noted.

Arnold/McLean
Carried
220183

22.211

FORTHCOMING EVENTS AND NEXT COUNCIL MEETING

Received: a Council paper from the Secretary to Council, Ms Caroline Ward, dated 21 November 2022, listing Forthcoming Events (document VUWC 22/145).

Noted:

- 1 that the Council paper was taken as read.
- 2 that the official welcome for the new Vice-Chancellor, Professor Nic Smith, will take place on 31 January 2023.

- 3 that the next meeting of Council will take place on Monday, 13 February 2023, at 9.00 am in the Council Chamber, Level 2, Hunter Building, Kelburn Campus, Wellington and/or via Zoom.

Resolved: that the Council paper on Forthcoming Events and the date and details of the next Council meeting on Monday, 13 February 2023 be noted.

Bönisch-Brednich/Jakicevich

Carried

220184

at 9.25 am Mr Ralph Zambrano and Ms Jessica Ye joined the meeting

22.212

VUWSA PRESIDENT REPORT

Received: a report from the VUWSA President, Mr Ralph Zambrano, dated 18 November 2022 (document VUWC 22/146).

- Noted:**
- 1 that Mr Ralph Zambrano, the outgoing VUWSA President, and Ms Jessica Ye, the 2023 VUWSA President-elect were warmly welcomed to the meeting.
 - 2 that apologies had been received from Mr Harris Devon and Ms Teina Ngaia, the new Ngāi Tauira Co-Presidents who had been unable to take up the opportunity to speak this morning.
 - 3 that the report was taken as read. The Chancellor thanked Mr Zambrano for his work during 2023 highlighting achievements including VUWSA's Māori name, Te Aka Tauira, as well as progress on the Ti Tiriti partnership. He wished Mr Zambrano every success in his future endeavours which the Council will watch with interest.
 - 4 that Ms Ye outlined her priorities for 2023 including ongoing strengthening of the partnership between VUWSA and Ngāi Tauira, playing a key role in building student communities, and contributing to ongoing discussions about learning environments for the future.

- Resolved:**
- 1 that the report from the VUWSA President be noted.
 - 2 that a formal vote of thanks to 2022 VUWSA President, Mr Ralph Zambrano, be recorded.

Allen/McLean

Carried

220185

at 9.40 am Mr Ralph Zambrano and Ms Jessica Ye left the meeting

22.213

CONFERMENT OF QUALIFICATIONS

Received: the list of degrees, diplomas and certificates granted on 28 November 2022 (document VUWC 22/147).

Noted: that the achievement of a higher doctorate by Ms Christina Barton, Director of the Adam Art Gallery, was highlighted and commended.

- Resolved:**
- 1 that Council grants the degrees, diplomas and certificates in this University on the persons listed in document VUWC 22/147, and that their names be entered on the Roll of Graduates on 28 November 2022.
 - 2 that a motion of congratulations to the Graduates be recorded.

Jakicevich/Finau

Carried
220186

22.214 APPOINTMENT OF COUNCIL MEMBER – PROFESSOR NIC SMITH

Received: a Council paper dated 22 November 2022 from the Chancellor regarding the appointment of incoming Vice-Chancellor, Professor Nic Smith, to Council effective 16 January 2023 (document VUWC 22/149).

Resolved: that under Section 5.1 (a) of the Council Membership Statute, Professor Nic Smith be appointed to Council as and from 16 January 2023, until Professor Smith ceases to hold the Office of Vice-Chancellor.

Allen/Street
Carried
220187

22.215 APPOINTMENT OF 2023 COMMITTEE CHAIRS AND MEMBERS

Received: a Council paper from the Chancellor dated 21 November 2022 regarding 2023 Committee Chairs and members (document VUWC 22/149).

Noted: that a further member will be appointed to the Audit & Risk Committee following completion of the process to appoint a Council member to the current vacancy.

Resolved: 1 that on the recommendation of the Chancellor:
Council Committee Membership and Chairs for 2023 be approved as follows:

Finance Committee

Mr Alan Judge – Chair
Mr John Allen
Professor Richard Arnold
Mr David McLean
Ms Kelly Mitchell
Professor Nic Smith
Hon Maryan Street
Mr James Te Puni

Audit and Risk Committee

Hon Maryan Street - Chair
Mr John Allen
Professor Bönisch-Brednich
Mr Jaistone Finau
(New external appointee - tbc)

Professor Nic Smith (the VC is not an official member but will attend ARC meetings as required).

Victoria Honours Committee

Mr John Allen – Chair
Ms Cath Nesus
Professor Nic Smith
Hon Maryan Street

Te Aka Matua Committee

Ms Cath Nesus – Chair

Mr John Allen

Professor Nic Smith

Ms Kelly Mitchell

Hon Maryan Street

People & Culture Committee

Mr John Allen – Chair

Ms Cath Nesus

Hon Maryan Street

Allen/Street

Carried

220188

2 that on the recommendation of the Te Aka Matua Committee:

- a. **Associate Professor Meegan Hall** be appointed to the Te Aka Matua Committee under clause 4.1e of its Terms of Reference.
- b. **Mr Matthew Reweti** be appointed to the Te Aka Matua Committee under clause 4.1g of its Terms of Reference for a four-year term from 28 November 2022 to 27 November 2026.

Nesus/Jakicevich

Carried

220189

at 9.50 am Mr Serge van Dam joined the meeting

22.216

SPEAKER: MR SERGE VAN DAM

Received:

an address from Mr Serge van Dam, an active investor in early-stage software companies and Operating Partner at Movac, New Zealand's most successful venture capital firm.

Noted:

- 1 that the Chancellor warmly welcomed Mr van Dam to the meeting recognising him as an alumnus of the University following his graduation with a Bachelor of Arts with 1st class honours
- 2 that Mr van Dam discussed how the University can better prepare students for a career in technology saying the sector is hungry for talent in many areas and needs a range of skills - not just software development. With the sector paying higher wages than many others it presents significant opportunities for young people. He advised the University to develop a better understanding of what tech companies are doing and the talent they need and to look for ways to expose students. He emphasised the importance of including practical learning in course offerings so students are better prepared for the workplace.
- 3 that the Chancellor, on behalf of Council, thanked Mr van Dam for his address and thought provoking comments.

at 10.30 am Mr Serge van Dam left the meeting

22.217

RESOLUTION CONCERNING THE EXCLUSION OF THE PUBLIC

Received: a recommendation that certain items be taken with the public excluded (document VUWC 22/150).

Resolved: 1 that the public be excluded from the following parts of the proceedings of this meeting, namely agenda items 17-35.

The general subject of each matter to be considered while the public is excluded, the reason for passing this resolution in relation to each matter, and the specific grounds under section 48(1) of the Local Government Official Information and Meetings Act 1987 for the passing of this resolution are as follows:

General subject of each matter to be considered	Reason for passing this resolution in relation to each matter The public conduct of each item below would be likely to result in the disclosure of information for which good reason for withholding would exist under the sections of the OIA identified below.	Ground(s) under section 48(1) for the passing of this resolution
17. Minutes of the meeting held on 10 October 2022	s9(2)(a), s 9(2)(b)(ii), and s 9(2)(i)	LGOIMA s48(1)(a)(ii)
18. Safety, Health & Wellbeing report	s9(2)(a), s9(2)(b)(ii), s9(2)(i), s9(2)(ba)(i), and s9(2)(g)(i)	LGOIMA s48(1)(a)(ii)
19. Chancellor's report	s9(2)(a), s9(2)(b)(ii), s9(2)(i), s9(2)(ba)(i), and s9(2)(g)(i)	LGOIMA s48(1)(a)(ii)
20. Acting Vice-Chancellor's report	s9(2)(a), s9(2)(b)(ii), s9(2)(i), s9(2)(ba)(i), and s9(2)(g)(i)	LGOIMA, s48(1)(a)(ii)
21. Financial report to 31 October 2022	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
22. 2023 Management Plan	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
23. 2023 Budget	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
24. Insurance renewal mandate	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
25. Audit fee	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
26. Debt refinance	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
27. Weir House Business case, Project Awarua	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
28. Living Pā	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
29. Nuku Learning Platform (Canvas)	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
30. Retrospective awarding of qualification	s 9(2)(a)	LGOIMA, s48(1)(a)(ii)

31. Amendment of conferment date for two graduates	s 9(2)(a)	LGOIMA, s48(1)(a)(ii)
32. Holidays Act Remediation payments	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
33. Quarterly reports <ul style="list-style-type: none"> National Music Centre Foundation Student recruitment and marketing Digital roadmap 	s 9(2)(a), s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
34. Committee reports and Minutes of the Academic Board	s 9(2)(a), s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
35. Council only time	s9(2)(a), s9(2)(b)(ii), s9(2)(i), s9(2)(ba)(i), and s9(2)(g)(i)	LGOIMA, s48(1)(a)(ii)

In relation to each of the above items, no public interest consideration has been identified favouring disclosure of the particular information in public proceedings of the meeting that would override the need to withhold the information.

This resolution is made in reliance on section 48(1)(a) of the Local Government Information and Meetings Act 1987 and the particular interest or interests protected by section 6 or section 7 or section 9 of the Official Information Act 1982, as the case may require, which would be prejudiced by holding of the whole or the relevant part of the proceedings of the meeting in public are set out above.

- 2 that such members of the senior leadership as the Chancellor and the Vice-Chancellor request be permitted to remain at this meeting, after the public has been excluded, with the exception of agenda item 35, because of their knowledge of the relevant matters identified above which will be of assistance in relation to those matters.

Finau/Arnold
Carried
220190

at 10.35 am the meeting adjourned for morning tea / at 11.00 am the meeting reconvened