



COUNCIL

**Minutes of the Council Meeting held on Monday, 25 March 2019
from 9.00 am to 5.00 pm in the Boardroom, Level 12, Rutherford House,
Pipitea Campus**

PRESENT:

- Mr John Allen
- Ms Robyn Bargh
- Professor Grant Guilford (Vice-Chancellor)
- Ms Traci Houpapa
- Associate Professor Kate Hunter
- Dr Carwyn Jones
- Mr Alan Judge
- Mr Hugo Lawrence
- Ms Isabella Lenihan-Ikin
- Mr Neil Paviour-Smith (Chancellor)
- Dr Farib Sos
- Dame Therese Walsh (Pro-Chancellor)
- Ms Caroline Ward (Secretary to Council)

APOLOGIES: Nil

IN ATTENDANCE:

- Ms Annemarie de Castro, Director Human Resources
- Ms Katherine Edmond, Associate Director, Communications, Marketing & Engagement
- Mr Simon Healy, Director Strategic Projects
- Professor Margaret Hyland, Vice-Provost, Research
- Mr Simon Johnson, General Counsel
- Ms Maria Jones, Acting Director, Communications, Marketing and Engagement
- Professor Wendy Lerner, Provost
- Mr Blair McRae, Assistant Vice-Chancellor (International Engagement/Acting DVCE)
- Mr Mark Loveard, Chief Operating Officer
- Mr Les Montgomery, Chief Financial Officer
- Dr Matthew O'Meagher, Principal Advisor, International Relations
- Mr Daniel Van Vosselen, Senior Analyst, Strategic Projects
- Professor Jennifer Windsor, Pro-Vice-Chancellor, Humanities and Social Sciences, Education
- Members of the public and media

19.27 MIHI

19.28 WELCOME / APOLOGIES

Noted:

- 1 that the Chancellor thanked Dr Jones for his Mihi and welcomed Council members, senior leadership, members of the public and media to the meeting.

- 2 that there were no apologies
- 3 that the terror attack in Christchurch on citizens of Muslim faith at their place of worship on 15.3.19 was condemned.
- 4 that the Vice-Chancellor briefed Council on actions to support staff and students, the minute of silence at the university on Monday 18 March and joining the national two minutes of silence on 22 March.
- 5 that the very large wall in the Hub at Kelburn with chalked messages of love and aroha to all those affected will be preserved as a memorial.

Resolved: that the University Council condemns the attacks in Christchurch on citizens of Muslim faith at their place of worship in which 50 people died and many more were injured. That the Council unreservedly confirms its support for staff and students of Muslim faith at this difficult time.

Paviour-Smith/Walsh

Carried

190024

19.29

DECLARATIONS AND DISCLOSURES OF INTERESTS

- Noted:**
- 1 that there were no disclosures of interest by members of Council, by way of a general notice under the Education Act 1989 Section 175 and the Local Authorities (Members Interests) Act 1968.
 - 2 that the Disclosures of Interests Register was available at all times on the Resource Centre of Board books and circulated with material for all Council meetings.
 - 3 that the Chancellor reminded Council members to advise the Secretary to Council of any disclosures between meetings.

19.30

COUNCIL MINUTES, MEETING HELD ON 11 FEBRUARY 2019

Received: the public Minutes of the meeting of Council held on 11 February 2019.

Resolved: that the public Minutes of the meeting of Council held on 11 February 2019 be approved.

Allen/Hunter

Carried

190025

19.31

REPORT FROM THE CHANCELLOR

Received: an oral report from the Chancellor.

- Noted:**
- 1 activities since the last meeting of Council on 11 February 2019:
 - met with new Council member Hugo Lawrence as part of his continuing induction programme
 - attended the Foundation Board of Trustees meeting
 - attended the farewell for Professor Mike Wilson, departing Pro Vice-Chancellor Science, Engineering Architecture & Design
 - attended Te Matatini hosted by the DVC (Māori)
 - attended State of the City address by Wellington City Mayor Justin Lester
 - met with Craig Stevens, Leo Lonergan and Sir Maarten Wevers, Trustees of the VUW Foundation
 - attended the Te Aka Matua Committee

- chaired the Victoria Honours Committee
- attended a meeting hosted by the Vice-Chancellor with senior leadership and TEU officials regarding the living wage
- met with the Vice-Chancellor and the Secretary to Council
- attended a farewell reception for Australian High Commissioner HE Ewen McDonald
- attended the Crown Entities advisory group: Chief Executive E remuneration meeting
- attended the Audit & Risk Committee meeting
- attended the Finance Committee meeting
- met with the Vice-Chancellor and Pro-Chancellor by teleconference
- met with the CEO of Wellington Zoo Karen Fifield
- attended a private function at the home of the Chair of the VUW Foundation
- met with departing DVC Engagement Lucy Baragwanath
- hosted a Council dinner

- 2 that the Chancellor commended the Deputy Vice-Chancellor Māori and her team on the excellent university presence and hosting at the Te Matatini event.
- 3 that the 'State of the City' address from the Mayor had included a strong emphasis on Wellington as a great city for students.
- 4 that the Chancellor's involvement on the Crown Entities advisory group on CE remuneration was not specific to the university per se. The group's purpose is to look at CE remuneration in the broader state sector.

Resolved: that the Chancellor's report be noted.

Sos/Bargh
Carried
190026

19.32

REPORT FROM THE VICE-CHANCELLOR

Received: a report from the Vice-Chancellor dated 19 March (document VUWC 19/17).

- Noted:**
- 1 that the report was taken as read.
 - 2 that the Vice-Chancellor highlighted the following:
 - the award of the Prime Minister's Science Communication Prize to Professor James Renwick, for his communication on climate change issues;
 - the Te Matatini National Kapa Haka Festival and reinforcement of the Chancellor's comments;
 - a new area on the website – the *Engage with us Hub* - allowing alumni, stakeholders and interested parties to engage more easily with the university. The team behind this work was congratulated;
 - hosting of Venture Up by the Victoria Business School - CreativeHQ's short-term youth accelerator and New Zealand's leading entrepreneurship accelerator for young aspiring leaders;
 - Dr Alan Bollard's appointment to the School of Government as a Professor of Practice—Chair for Pacific Region Business, and Dr Kate Prickett's appointment as Director of the Roy McKenzie Centre for the Study of Families and Children.

Resolved: that the Vice-Chancellor's report be noted.

Paviour-Smith/Lawrence
Carried
190027

19.33 REPORTS FROM COMMITTEE CHAIRS

Received: Minutes and oral reports from Committee Chairs:

- Te Aka Matua Committee, 4 March 2019
- Audit & Risk Committee, 11 March 2019
- Finance Committee, 11 March 2019

Noted:

- 1 that the Audit & Risk Committee had carried out an in-depth review into student counselling services. A further update on progress was expected later in the year.
- 2 that the 2018 Annual Report was on the agenda for this meeting (see minute 19.38).

Resolved: that the oral reports from Committee Chairs be noted.

Paviour-Smith/Lawrence
Carried
190028

19.34 DRAFT SEXUAL HARASSMENT POLICY

Received: a Council paper from the Provost and the Director, Human Resources dated 19 March 2019 regarding the new draft Sexual Harassment policy (document VUWC 19/18).

Noted:

- 1 that the Council paper was taken as read.
- 2 that the policy had been drafted following recommendations in Dame Margaret Bazley's report on Russell McVeagh. Previously the university relied solely on the staff conduct statute and the student conduct statute.
- 3 that the draft policy was currently out for two months of consultation and after consideration of feedback will be approved by SLT. The policy will be accompanied by guidelines and there will be an education programme accompanying its release.
- 4 that Council emphasised the importance of a succinct one-pager with key information to ensure a person (who may be in a state of distress) knows what to do and where to go quickly. It was important that this one-pager be visible 'everywhere'.
- 5 that the Chancellor asked that management ensure there was consistency across the staff conduct, student conduct and whistle-blower policies with this policy.
- 6 that the question of tutors was raised and it was confirmed that they are treated as staff under the new policy (when acting in the capacity as a tutor).
- 7 that the disclosee will be informed of the outcome of any process.
- 8 that the Chancellor asked that the policy build in timeliness to limit as much as possible the stress on any person involved whilst also ensuring natural justice principles are met. In his view the proposed 20 working days seemed like a long time to function under such circumstances.
- 9 that the policy held the disclosee front and centre. There was also a pathway for those who may have been falsely accused. Council was pleased to see that there was an active bystander clause in the draft policy.

- 10 that the Provost, her team and the General Counsel were thanked for their work.
11 that Council would receive a final version of the policy for noting once completed.

Resolved: that the new draft Sexual Harassment policy be noted.

Paviour-Smith/Bargh
Carried
190029

19.35

NAME CHANGE

Received: a Council paper from the Vice-Chancellor dated 19 March 2019 regarding the name change (document VUWC 19/19).

- Noted:**
- 1 that the Chancellor acknowledged members of the public and media in attendance and thanked them for their interest.
 - 2 that the Council paper was taken as read.
 - 3 that the increasing use of an historic variant of the University logo that makes *Wellington* more prominent was discussed noting that this was originally developed to address concerns that many outside of Wellington were unaware of where the University was located.
 - 4 that the Chancellor acknowledged public comments should not reference any view on the legal position and he confirmed that from his office all communications with the Minister had been respectful and through the official channels.
 - 5 that Ms Houpapa stated that although she understood the legal opinion she was concerned that the Council was on a public collision course with the Minister. She emphasised the importance of a wider strategy conversation and to re-engage with our full community of alumni and stakeholders. That she remained concerned about our long-term and enduring relationships and partnerships and in her opinion taking other Universities or support from strategic partnerships into the hoped-for conversation with the Minister was not the way to go.
 - 6 that the Chancellor acknowledged that Ms Houpapa's points were shared by others throughout the university's stakeholder set and that he accepted the desire to engage with the wider university community. He reiterated that Council's decision at the prior meeting to seek to engage with the Minister had been made through the proper channels but these had not been successful. He also noted that this was unlikely to be a priority given the government's need to address matters arising from the Christchurch terror attack.
 - 7 that potential next steps and further peer-reviewed legal advice on the Minister's decision will be discussed in the public-excluded session of the meeting.

Resolved: that the Council paper from the Vice-Chancellor regarding the name change be noted.

Hunter/Houpapa
Carried
190030

19.36 FORTHCOMING EVENTS AND NEXT MEETING

Received: a Council Paper from the Secretary to Council dated 19 March 2019 listing Forthcoming Events (document VUWC 19/20).

Noted: that the next meeting of Council will take place on Monday, 6 May 2019 at 9.00 am in Room AM101, Alan Macdiarmid Building, Kelburn Campus.

Resolved: **that the Council Paper on Forthcoming Events and the date and details of the next Council meeting on Monday, 6 May 2019 be noted.**

**Paviour-Smith/Allen
Carried
190031**

19.37 MEDIA REPORT

Received: a Council paper from the Associate Director Communications, Marketing and Engagement dated 19 March 2019 providing a media report (document VUWC 19/21).

Noted:

- 1 that the report was taken as read and Council was appreciative in receiving it for the first time.
- 2 that a summary media report will be a standing item in future.

Resolved: **that the media report be noted.**

**Hunter/Bargh
Carried
190032**

19.38 ANNUAL REPORT

Received: a Council paper from the Chief Financial Officer dated 19 March 2019 regarding the 2018 Annual Report (document VUWC 19/22).

Noted:

- 1 that the report was taken as read.
- 2 that external auditors Ernst Young had complimented the team on the excellent level of engagement with their staff and what had been a very smooth and professional audit.
- 3 that there had been no matters of significance to raise.
- 4 that the theme of the 2018 Annual Report was *Building the University's International Reputation*.
- 5 that for the 2019 annual report work was taking place on the Statement of Service Performance as well as what integrated reporting might look for the university. The Audit & Risk Committee will consider a 'skeleton' at their next meeting.
- 6 that the 2018 report will go online on 26 March and approximately 150 printed copies will be made available.

Resolved: **that on the recommendation of the Audit & Risk Committee Council:**

- 1 **approve the 2018 Annual Report;**
- 2 **approve and sign the Representation Letter to Ernst Young**
- 3 **authorise the 2018 Annual Report for issue;**

- 4 approve the online publication of the 2018 Annual Report on 26 March 2019.

Allen/Walsh
Carried
190033

19.39 GRADUATES IN ABSENTIA

Received: the list of degrees, diplomas and certificates granted on 25 March 2019 (document VUWC 19/23).

- Resolved:**
- 1 that Council grants the degrees, diplomas and certificates in this University on those persons listed in document VUWC 19/23 and that their names be entered on the Roll of Graduates on 25 March 2019.
 - 2 that a motion of congratulations to the Graduates in Absentia was recorded.

Lawrence/Lenihan-Ikin
Carried
190034

19.40 FINANCIAL REPORT TO 28 FEBRUARY 2019

Received: the Financial Report to 28 February 2019 (document VUWC 19/24).

Resolved: that the Financial Report to 28 February 2019 be noted and approved.

Paviour-Smith/Allen
Carried
190035

19.41 RESOLUTION CONCERNING THE EXCLUSION OF THE PUBLIC

Received: a recommendation that certain items be taken with the public excluded.

Resolved: that the public be excluded from the following parts of the proceedings of this meeting, namely agenda items 15-30.

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	Ground(s) under section 48(1) for the passing of this resolution
Minutes of previous meeting held on 11 February 2019	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA s48(1)(a)(ii)
Committee reports	The public conduct of this item would be likely to result in the disclosure of information for	LGOIMA, s48(1)(a)(ii)

	which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	
Hunter Fellowship nominations	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(a) of the OIA.	LGOIMA, s48(1)(a)(ii)
Honorary Doctorate nominations	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(a) of the OIA.	LGOIMA, s48(1)(a)(ii)
Rescindment of degree	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(a) of the OIA.	LGOIMA, s48(1)(a)(ii)
National Music Centre, MOB Lease	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under sections 9(2)(i) and 9(2)(j) of the OIA.	LGOIMA, s48(1)(a)(ii)
Health & Safety report	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under sections 9(2)(a) and 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Monthly financial performance report	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Foundation quarterly report	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Chancellor's report	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Vice-Chancellor's report	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Accommodation	The public conduct of this item would be likely to result in the disclosure of information for which good reason for	LGOIMA, s48(1)(a)(ii)

	withholding would exist under section 9(2)(b)(ii) of the OIA.	
Rankings Strategy	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Further legal advice on name change	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under sections 9(2)(b)(ii) and 9(2)(h) of the OIA.	LGOIMA, s48(1)(a)(ii)
Strategic Plan refresh	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(b)(ii) of the OIA.	LGOIMA, s48(1)(a)(ii)
Council only time	The public conduct of this item would be likely to result in the disclosure of information for which good reason for withholding would exist under section 9(2)(a) of the OIA.	LGOIMA, s48(1)(a)(ii)

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.

Council resolved 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 30, because of their knowledge of the relevant matters identified above which will be of assistance in relation to those matters.

Paviour-Smith/Walsh

Carried
190036