



COUNCIL

**Minutes of the Council Meeting held on Monday, 10 February 2020
from 9.00 am to 4.45 pm in the Council Chamber, Level 2, Hunter Building,
Kelburn Campus**

PRESENT: Mr John Allen
Professor Brigitte Bönisch-Brednich
Professor Grant Guilford (Vice-Chancellor)
Professor Kate Hunter
Mr Alan Judge
Mr Hugo Lawrence
Ms Rhianna Morar
Mr Neil Paviour-Smith (Chancellor)
Dr Farib Sos
Dame Therese Walsh (Pro-Chancellor)
Ms Caroline Ward (Secretary to Council)

APOLOGY: Ms Traci Houpapa

IN ATTENDANCE: Ms Annemarie de Castro, Director, Human Resources
Professor Gregor Coster, Dean, Wellington Faculty of Health
Mr Andrew Jackson, Director, Strategic Projects
Mr Simon Johnson, General Counsel
Professor Wendy Lerner, Provost
Mr Mark Loveard, Chief Operating Officer
Mr Blair McRae, Deputy Vice-Chancellor, Engagement
Mr Les Montgomery, Chief Financial Officer
Mr Lincoln North, Senior Project Manager, Campus Development, Property Services
Mr Phil O'Connor, Director, Safety, Risk and Assurance
Ms Madeleine Setchell, Director, Communications, Marketing and Engagement
Mr Guy Somerset, Senior Writer, Communications Adviser
Professor Jennifer Windsor, Pro Vice-Chancellor FHSS and Faculty of Education

20.01 KARAKIA

Noted: that the Chancellor led a traditional Karakia calling for a successful gathering today and a successful year ahead.

20.02 WELCOME / ACKNOWLEDGEMENTS / APOLOGIES

Noted: 1 that the Chancellor welcomed everyone to the meeting especially new Council members Professor Brigitte Bönisch-Brednich and Ms Rhianna Morar.

- 2 that the Chancellor acknowledged the death of former Deputy Vice-Chancellor Māori Piri Sciascia. The Council extended its condolences to Piri's whanau and held a moment of silence to express appreciation for his life.
- 3 that the agenda for the Council induction briefing on 24 February was being finalised for release by the end of this week.
- 4 that an apology was received from Ms Houpapa.

Resolved: that the apology from Ms Houpapa be sustained.

Paviour-Smith/Hunter
Carried
200001

20.03 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.

Mr Paviour-Smith handed the Chair to the Vice-Chancellor as the following two items affect the Chancellor and Pro-Chancellor

20.04 RATIFICATION OF INTERIM CHANCELLOR AND PRO-CHANCELLOR ARRANGEMENT FOR THE PERIOD 1 JANUARY 2020 TO 10 FEBRUARY 2020

Received: a Council paper from the Secretary to Council dated 27 January 2020 regarding the interim arrangement for the Chancellor and Pro-Chancellor (document VUWC 20/01).

- Noted:**
- 1 that following the 2 December 2019 Council meeting advice was received from the Tertiary Education Commission regarding the expected timeline for the Ministerial appointments due to expire on 31 December 2019 being Chancellor, Neil Paviour-Smith, Pro-Chancellor Dame Therese Walsh, and Council Member, Traci Houpapa. At that time confirmation of appointments was expected early February 2020.
 - 2 that the Council was advised by email on 9 December 2019 that under the Education Act, current Ministerial appointees continue in office beyond 31 December 2019 (should they wish to do so) until they are either reappointed or a successor is appointed.
 - 3 that as two of the pending appointments affect the Chancellor and Pro-Chancellor the Council was asked by email to agree to the following interim arrangement:
that Neil Paviour-Smith and Dame Therese Walsh remain in office as Chancellor and Pro-Chancellor respectively until the first meeting of Council on 10 February 2020 and that they both be deemed to have been elected by the Council accordingly.
 - 4 that there was unanimous agreement by email from Council members with the requirement that this be ratified at the first meeting in 2020.

Resolved: that the interim arrangement for Neil Paviour-Smith and Dame Therese Walsh to remain in office as Chancellor and Pro-Chancellor respectively from 1 January 2020 to 10 February 2020 be ratified.

Guilford/Hunter

Carried

200002

Abstained: Paviour-Smith

Abstained: Walsh

20.05 ELECTION OF 2020 CHANCELLOR AND PRO-CHANCELLOR

Received: an oral report from the Secretary to Council and the General Counsel on the election of the 2020 Chancellor and Pro-Chancellor.

- Noted:**
- 1 that confirmation regarding the three Ministerial appointments was still awaited therefore it had not been possible to run the usual election of the 2020 Chancellor and Pro-Chancellor.
 - 2 that the term of office of Mr Neil Paviour-Smith and Dame Therese Walsh as Chancellor and Pro-Chancellor respectively has expired and that no successors have been elected.
 - 3 that under section 177(5) of the Education Act 1989, Mr Neil Paviour-Smith and Dame Therese Walsh will continue in office as Chancellor and Pro-Chancellor respectively until successors are elected.
 - 4 that the Council will hold elections for the office of Chancellor and Pro-Chancellor as soon as practicable following notification of the appointment of Council members by the Minister of Education.

Mr Paviour-Smith resumed the Chair

20.06 COUNCIL MINUTES, MEETING HELD ON 2 DECEMBER 2019

Received: the public Minutes of the meeting of Council held on 2 December 2019.

Resolved: that the public Minutes of the meeting of Council held on 2 December 2019 be approved.

Walsh/Allen

Carried

200003

20.07 REPORT FROM THE CHANCELLOR

Received: an oral report from the Chancellor.

- Noted:**
- 1 activities since the last meeting of Council on 2 December 2019:
 - attended the Vice-Chancellor's staff Christmas celebration in the Hub
 - attended the Foundation Board of Trustees meeting
 - met individually with Council members
 - met with Council members-elect Professor Brigitte Bönisch-Brednich and Rhianna Morar
 - hosted an Honorary Doctorate dinner for Dame Margaret Bazley, Jamie Belich, Gill Greer and Sir Matiu Rei

- presided over four graduation ceremonies at the Michael Fowler Centre and one on Te Herenga Waka Marae
- led the graduation parade with the Vice-Chancellor, the Pro-Chancellor and members of Council
- met with the Vice-Chancellor and the Secretary to Council
- met with VUWSA President-elect Geo Robrigado
- met with members of management in relation to VC performance review
- chaired an HR Committee meeting
- chaired a graduation debrief meeting.

Resolved: that the Chancellor's report be noted.

Sos/Lawrence
Carried
200004

Council recorded congratulations to alumnus Taika Waititi as news came through of him winning the best adapted screenplay Oscar at the 2020 Academy Awards.

20.08 REPORT FROM THE VICE-CHANCELLOR

Received: a report from the Vice-Chancellor dated 26 November 2019 (document VUWC 19/130).

- Noted:**
- 1 that the report was taken as read.
 - 2 that the University's four new Royal Society Te Apārangi fellows - Professor Ronald Fischer, Professor Rewi Newnham, Professor James Crampton and Professor Astrid an Huef – were congratulated on a distinguished career accolade.
 - 3 that Vice-Provost (Research) Professor Margaret Hyland was appointed to the Crown Research Institutes Review Panel charged with looking at the collective role of Crown Research Institutes in the New Zealand science system.
 - 4 that Professor Hunter highlighted how the intellectual work of the University continues to be recognised by the Ockham New Zealand Book Awards, with a quarter of those longlisted for this year's awards connected to the University.

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

Walsh/Morar
Carried
200005

20.09 FINANCIAL REPORT TO 31 DECEMBER 2019

Received: the Financial report to 31 December 2019 (document VUWC 20/03).

- Noted:**
- 1 that the report was taken as read.
 - 2 that due to strong returns from the Foundation and other one-offs the bottom line was favourable, however the Chancellor observed that the University and the overall tertiary system were experiencing very significant financial pressures affecting underlying operating surpluses.

Resolved: that the Financial Report to 31 December 2019 be noted.

Judge/ Bönisch-Brednich
Carried
200006

20.10 2020 NEW YEAR HONOURS

Received: a Council Paper from the Secretary to Council dated 3 February 2020 regarding 2020 New Year Honours (document VUWC 20/04).

Noted:

- 1 that the Council paper was taken as read.
- 2 that new Dame Professor Marilyn Joy Waring and Knight Companion the Honourable Justice Joseph Victor Williams were highlighted from a substantial list of honoured graduates, friends and stakeholders of the University.
- 3 that letters of congratulation had been sent to all of those who had been honoured.
Action:
- 4 that consideration be given to acknowledging those who receive government Honours by way of an invitation to a reception or a gift of University memorabilia.
- 5 that a review of the University's Honours system which includes honorary doctorates, Hunter fellowships and Distinguished Alumni Awards was underway.

Resolved: that Council conveys its congratulations to all Victoria University of Wellington graduates, friend and stakeholders honoured in the 2020 New Year Honours.

Lawrence/ Bönisch-Brednich
Carried
200007

20.11 FORTHCOMING EVENTS AND NEXT MEETING

Received: a Council Paper from the Secretary to Council dated 3 February 2020 listing Forthcoming Events (document VUWC 20/05).

Noted:

- 1 that the Council paper was taken as read.
- 2 that the Secretary to Council reminded Council members that they are particularly welcome to attend graduation ceremonies.
- 3 that the Council induction briefing will take place on Monday, 24 February 2020 in the Victoria Room from 9.00 am to 2.30 pm.
- 4 that the next meeting of Council will take place on Monday, 23 March 2020 at 9.00 am in the Council Chamber, Level 2, Hunter Building, Kelburn Campus.

Resolved: that the Council Paper on Forthcoming Events and the date and details of the next Council meeting on Monday, 23 March 2020 be noted.

Paviour-Smith/Judge
Carried
200008

20.12 MEDIA REPORT

Received: a Council paper from the Vice-Chancellor dated 3 February 2020 providing a Media report (document VUWC 20/06).

- Noted:**
- 1 that the report was taken as read.
 - 2 that the front page of this morning's Dominion Post had featured a story on the costs of the brand refresh following an OIA request for information. The Vice-Chancellor confirmed that the costs were within budget and that the planned work to introduce bi-lingual signage was being completed at the same time.
Action:
 - 3 that a report on social media strategy be provided to the May Council meeting.

Resolved: that the Media Report be noted.

Sos/Judge
Carried
200009

20.13 GRADUATES IN ABSENTIA

Received: the list of degrees, diplomas and certificates granted on 10 February 2020 (document VUWC 20/07)

- Resolved:**
- 1 that Council grants the degrees, diplomas and certificates in this University on those persons listed in document VUWC 20/07 and that their names be entered on the Roll of Graduates on 10 February 2020.
 - 2 that a motion of congratulations to the Graduates in Absentia was recorded.

Morar/Lawrence
Carried
200010

20.14 2020 COUNCIL MANUAL

Received: a Council paper from the Chancellor dated 3 February 2020 regarding the 2020 Council Manual (document VUWC 20/08).

- Noted:**
- 1 that the annual review of the Council Manual was conducted by the Secretary to Council and the General Council with oversight from the Chancellor.
 - 2 that changes reflect the new branding as well as amendments to the section on the election of staff and students following legislative changes that came into effect in 2019.
 - 3 that the Chancellor emphasised the importance of this document, especially for new Council members and as a refresher for those who had been on Council for some time.
 - 4 that Council was reminded regarding the University's new Te Tiriti o Waitangi Statute and that the handbook to accompany this was soon to be released. That the Vice-Chancellor reinforced that honouring the Treaty was embedded in the new Strategic Plan.

Resolved: that the 2020 Council Manual be approved.

Hunter/Allen
Carried
200011

20.15

2020 COMMITTEE MEMBERSHIP

Received: a Council paper from the Chancellor dated 3 February 2020 regarding 2020 Committee Membership (document VUWC 20/09).

Noted:

- 1 that the Council paper was taken as read.
- 2 that there are vacancies on two Committees pending confirmation of three Ministerial appointments as well as a vacancy due to the resignation of Council appointee Robyn Bargh (as at 31 December 2019).
- 3 that due to the current uncertainty as to the final composition of Council for 2020, it was recommended that these vacancies be held until Council appointments are confirmed.
- 4 that the Chancellor reminded Council that the Te Aka Matua Committee and Honours Committee have staff and external appointees as detailed in the Appendix to the Council paper.
- 5 that Ms Morar offered her services to the Te Aka Matua Committee pending further confirmation of Council composition.
- 6 that the recommended membership of Council Committees and their respective Chairs (with the exception of the Te Aka Matua Committee) for 2020 is as follows:

Finance Committee

Mr Alan Judge – Chair
Professor Bönisch-Brednich
Professor Grant Guilford
Ms Rhianna Morar
Mr Neil Paviour-Smith
Dame Therese Walsh

Audit and Risk Committee

Mr John Allen - Chair
Associate Professor Kate Hunter
Ms Traci Houppapa
Mr Hugo Lawrence
Mr Neil Paviour-Smith
Dr Farib Sos
Dame Therese Walsh

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

Victoria Honours Committee

Mr Neil Paviour-Smith – Chair
Professor Grant Guilford
Dame Therese Walsh
Vacancy

Te Aka Matua Committee

Chair – vacant
Professor Grant Guilford
Mr Neil Paviour-Smith
Dame Therese Walsh

Human Resources Committee

Mr Neil Paviour-Smith – Chair
Mr John Allen
Dame Therese Walsh

- Resolved:**
- 1 that the recommendations regarding Council Committee membership and Chairs for 2020 be approved.
 - 2 to note that further appointments to Committees will be made following the confirmation of Council composition.

Paviour-Smith/Hunter
Carried
200012

20.16

APPOINTMENT OF FOUNDATION TRUSTEES

Received: a Council paper from the Chancellor dated 27 January 2020 regarding the appointment of Foundation Trustees (document VUWC 20/10).

- Noted:**
- 1 that the Council paper was taken as read.
 - 2 that Mr Sos was acknowledged for his leadership and the success of the Great Futures project, a key Foundation initiative.

- Resolved:**
- 1 that Dr Farib Sos be reappointed as a Trustee of the Victoria University of Wellington Foundation under rule 2.2 of the First Schedule to the Trust Deed for a term of office of one year from 1 January 2020 to 31 December 2020.
 - 2 that Mr Geo Robrigado, having been nominated by the Victoria University of Wellington Students' Association, be appointed as a Trustee of the Victoria University of Wellington Foundation under rule 2.3 of the First Schedule to the Trust Deed for a term of office of one year from 1 January 2020 to 31 December 2020.

Allen/Hunter
Carried
200013

20.17

RESOLUTION CONCERNING THE EXCLUSION OF THE PUBLIC

To receive: a recommendation that certain items be taken with the public excluded (document VUWC 20/11).

- To resolve:**
- 1 that the public be excluded from the following parts of the proceedings of this meeting, namely agenda items 17-29.
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
17. Minutes of previous meeting	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA s48(1)(a)(ii)

held on 2 December 2019		
18. Chancellor's report	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA s48(1)(a)(ii)
19. Vice-Chancellor's report	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
20. Financial report to 31.12.19	s 9(2)(b)(ii), s 9(2)(i) and s 9(2)(k)	LGOIMA, s48(1)(a)(ii)
21. Strategic Plan – Thriving through creativity	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
22. Council Work plan - Measuring performance	S 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, S48(1)(a)(ii)
23. Equity, Diversity and Inclusion Framework – deep dive	s 9(2)(b)(ii) and s 9(2)(i)	LGOIMA, s48(1)(a)(ii)
24. Appointment of US Friend	S 9(2)(a)	LGOIMA, s48(1)(a)(ii)
25. Wellington Faculty of Health Update	S 9(2)(b)(ii)	LGOIMA, s48(1)(a)(ii)
26. Report on Appeal Committee hearings	S 9(2)(a)	LGOIMA, s48(1)(a)(ii)
27. Quarterly Report – National Centre for Music	s 9(2)(b)(ii)	LGOIMA, s48(1)(a)(ii)
28. Safety, Health and Wellbeing report from 1.11.19-31.1.20	s 9(2)(a) and s 9(2)(b)(ii)	LGOIMA, s48(1)(a)(ii)
29. Council only time	s 9(2)(a)	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.

- 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 29, because of their knowledge of the relevant matters identified above which will be of assistance in relation to those matters.

Paviour-Smith/Walsh
Carried
200014