



## COUNCIL

**Minutes of the Council Meeting held on Monday, 26 February 2018  
From 12.30 pm to 5.00 pm in the Council Chamber, Level 2, Hunter Building,  
Kelburn Campus**

**PRESENT:** Mr Neil Paviour-Smith (Chancellor)  
Mr John Allen  
Ms Robyn Bargh  
Professor Grant Guilford (Vice-Chancellor)  
Ms Traci Houpapa  
Associate Professor Kate Hunter  
Dr Carwyn Jones  
Mr Alan Judge  
Ms Lenihan-Ikin  
Ms Alexandria Mark  
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  
Professor Gregor Coster, Dean, Faculty of Health  
Ms Katherine Edmond, Associate Director, Communications and Marketing  
Professor Rawinia Higgins, Deputy Vice-Chancellor, Māori and Acting Deputy Vice-Chancellor, Engagement  
Ms Julia Innocente-Jones, Assistant Vice-Chancellor, International  
Mr Simon Johnson, General Counsel  
Professor Wendy Lerner, Provost  
Mr Mark Loveard, Chief Operating Officer  
Mr Les Montgomery, Chief Financial Officer  
Mr Phil O'Connell, Director, Safety Risk & Assurance  
Ms Madeleine Setchell, Director Communications, Marketing and Engagement

### 18.01 WELCOME / APOLOGIES

- Noted:**
- 1 that the Chancellor welcomed everyone to the meeting especially new Council Members Ms Isabella Lenihan-Ikin, Mr John Allen and Mr Alan Judge.
  - 2 that this was the first meeting for Mr Paviour-Smith as Chancellor and Dame Therese Walsh as Pro-Chancellor.
  - 3 that there were no apologies.

### 18.02 DECLARATIONS AND DISCLOSURES OF INTERESTS

- Noted:**
- 1 that there were no disclosures of interest by a member 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.

18.03

**MINUTES OF THE COUNCIL MEETINGS HELD ON  
27 NOVEMBER 2017 AND THE SPECIAL MEETING HELD ON  
8 DECEMBER 2017**

- Received:**
- 1 the Minutes of the Meeting of Council held on 27 November 2017.
  - 2 the Minutes of the Special Council Meeting held on 8 December 2017.

**Noted:** that there were no matters arising.

- Resolved:**
- 1 **that the Minutes of the Meeting of Council held on 27 November 2017 be approved.**

**Paviour-Smith/Sos  
Carried  
180001**

- 2 **that the Minutes of the Special Meeting of Council held on 8 December 2017 be approved.**

**Paviour-Smith/Sos  
Carried  
180002**

18.04

**COUNCIL MANUAL AND GOVERNING DOCUMENTS  
REVIEW**

**Received:** a Council Paper from the Chancellor dated 20 February 2018 regarding the annual review of the Council Manual and Governing Documents (document VUWC 18/01).

- Noted:**
- 1 that the annual review of the Governing Documents had been conducted by the General Counsel and the Secretary to Council with oversight and input from the Chancellor.
  - 2 that the Committee Terms of Reference would be further considered by the Te Aka Matua Committee and the Honours Committee at their first meetings of the year.

**Resolved:** **that the Council Manual, Standing Orders, Code of Conduct and Committee Terms of Reference be approved.**

**Bargh/Hunter  
Carried  
180003**

18.05

**COUNCIL COMMITTEES FOR 2018**

**Received:** a Council Paper from the Chancellor dated 1 February 2018 regarding the appointment of Council Members to Committees for 2018 (document VUWC 18/02).

**Noted:** that the following Committee Members and Chairs were recommended:

***Finance Committee***

Mr Alan Judge – Chair  
Professor Grant Guilford  
Dr Carwyn Jones  
Ms Isabella Lenihan-Ikin  
Mr Neil Paviour-Smith  
Dame Therese Walsh

***Audit and Risk Committee***

Ms Traci Houpapa – Chair  
Mr John Allen  
Associate Professor Kate Hunter  
Ms Alexandria Mark  
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  
Ms Robyn Bargh  
Dame Therese Walsh

***Te Aka Matua Committee***

Ms Robyn Bargh – Chair  
Professor Grant Guilford  
Ms Traci Houpapa  
Dr Carwyn Jones  
Mr Neil Paviour-Smith  
Dame Therese Walsh

***Human Resources Committee***

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

**Resolved:** that the recommendations regarding Committee Membership and Chairs for 2018 be approved.

Paviour-Smith/Walsh  
Carried  
180004

18.06

**APPOINTMENT OF FOUNDATION TRUSTEES**

**Received:** a Council Paper from the Chancellor dated 20 February 2018 regarding the appointment of Trustees to the Foundation Board of Trustees (document VUWC 18/03).

**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 2018 to 31 December 2018.

- 2 that Mr Marlon Drake, 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 2018 to 31 December 2018.

Lenihan-Ikin/Judge  
Carried  
180005

## 18.07 FINANCIAL REPORT TO 31 DECEMBER 2017

**Received:** the Financial Report to 31 December 2017 (VUWC 18/04).

- Noted:**
- 1 that Council welcomed new Chief Financial Officer, Mr Les Montgomery.
  - 2 that the report was taken as read.
  - 3 that the draft unaudited result for the University Group excluding the Foundation for the year ended 31 December 2017 was a surplus of \$6.4m, \$5.0m unfavourable to budget. Including the Foundation the result was \$13.5m, \$3.0m unfavourable to budget.

**Resolved:** that the Financial report to 31 December 2017 be noted and approved.  
Judge/Walsh  
Carried  
180006

## 18.08 GRADUATES IN ABSENTIA – DEGREES TO BE GRANTED

- Received:**
- 1 the list of degrees, diplomas and certificates granted on 26 February (document VUWC 18/05).
  - 2 a Council Memorandum from the Vice-Provost (Academic and Equity) dated 16 February 2018 providing further information regarding the first Faculty of Health graduates (document VUWC 18/06).

- Resolved:**
- 1 that Council grants the degrees, diplomas and certificates in this University on those persons listed in document VUWC 18/06 and that their names be entered on the Roll of Graduates on 26 February 2018.
  - 2 that a motion of congratulations to the Graduates in Absentia was recorded.
  - 3 that Council note the Memorandum providing further information regarding the first Faculty of Health graduates.

Mark/Lenihan-Ikin  
Carried  
180007

## 18.09 REPORT FROM THE CHANCELLOR

**Received:** an oral report from the Chancellor.

- Noted:**
- 1 that during the period 1 January 2018 to 26 February 2018 the Chancellor:
    - met with all Members of Council to discuss Committee appointments
    - met with Joan Foster of the State Services Commission regarding government and SSC expectations of public sector CEO remuneration

- met with PwC on the Health and Safety review
- attended the State of the Nation lunch address by Leader of the Opposition, Bill English
- met with the Vice-Chancellor for a briefing prior to the Chancellors' and Vice-Chancellors' meeting
- attended the Chancellors' and Vice-Chancellors' February meetings and dinner
- met with the Secretary to Council
- hosted the Council Strategy Day at Te Papa
- chaired the Council Induction Day
- attended the Finance Committee
- attended and spoke at the opening of Te Toki a Rata by the Prime Minister
- attended the Foundation Board of Trustees Meeting
- attended the Pacific Climate Change Conference organised by VUW
- met with Kerry Prendergast and Development Office staff to discuss Civic Music Hub fundraising
- attended the First Foundation Wellington Awards hosted at VUW.

- 2 that the Chancellor acknowledged the success of the Te Toki a Rata opening and asked that Council's thanks be conveyed to all involved.

**Resolved:** that the Chancellor's report be noted.

Sos/Bargh  
Carried  
180008

## 18.10

### REPORT FROM THE VICE-CHANCELLOR

**Received:** a report from the Vice-Chancellor dated 20 February 2018 (document VUWC 18/07).

- Noted:**
- 1 that the report was taken as read.
  - 2 that the Vice-Chancellor highlighted the following:
    - the Centre for Strategic Studies being named as the third best think tank in South East Asia and the Pacific
    - the Head of the School of Government, Professor Girol Karacaoglu, appointment as a member of the Independent Expert Advisory Panel for Phase 1 of the review of the Reserve Bank Act 1989.
    - Dr Paul Woolfram's appointment as Director of the Miramar Creative Centre.

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

Paviour-Smith/Jones  
Carried  
180009

## 18.11

### REPORTS FROM COMMITTEE CHAIRS

**Received and noted:** the Minutes from the following meetings:

- Special Finance Committee Meeting, 4 December 2017
- Finance Committee Meeting, 14 February 2018

**Resolved:** that the Minutes be noted.

Judge/Paviour-Smith  
Carried  
180010

**18.12 NEW YEAR HONOURS 2018**

**Received:** the list of graduates, friends and associates of the University who have received awards in the 2018 New Year Honours (document VUWC 18/08).

**Noted:** that a former Chancellor of Victoria, the Honourable Douglas White QC, was knighted for services to the judiciary.

**Resolved:** that Council conveys its congratulations to all Victoria University of Wellington graduates, friends and associates honoured in the 2018 New Year Honours.

Paviour-Smith/Sos  
Carried  
180011

**18.13 FORTHCOMING EVENTS AND NEXT MEETING**

**Received:** a Council Paper from the Secretary to Council dated 19 February 2018 listing Forthcoming Events (document VUWC 18/09).

**Noted:** that the next meeting of Council will take place on Monday, 26 March 2018 starting at 12.00 noon with a light lunch in the Hunter Common Room. The formal meeting will commence at 12.30 pm in the Hunter Council Chamber.

**Resolved:** that the Council Paper on Forthcoming Events and the date and details for the next Council meeting on Monday, 26 March 2018 be noted.

Sos/Allen  
Carried  
180012

**18.14 RESOLUTION CONCERNING THE EXCLUSION OF THE PUBLIC**

**Received:** a recommendation that certain items be taken with the public excluded (document VUWC 18/10).

**Resolved:** that the public be excluded from the meeting for the discussion of items 16-32 for the reasons and duration outlined in the recommendation, with the exception of such members of the management team as the Chancellor and the Vice-Chancellor may request to remain for the public excluded part of the agenda as they have knowledge relevant to particular issues to be discussed.

Paviour-Smith/Houpapa  
Carried  
180013