



COUNCIL

**Minutes of the Council Meeting held on Monday, 7 December 2015
from 1.00 pm to 4.30 pm in the Council Chamber, Level 2, Hunter Building,
Kelburn Campus**

PRESENT:

- Sir Neville Jordan (Chancellor)
- Emeritus Professor Peter Walls (Pro Chancellor)
- Ms Stella Blake-Kelly
- Mr Charles Finny
- Professor Grant Guilford
- Ms Victoria Heine
- Associate Professor Dolores Janiewski
- Mr Ian McKinnon
- Mr Graeme Mitchell
- Professor Paul Morris
- Mr Neil Paviour-Smith
- The Hon Justice Matthew Palmer
- Ms Brenda Pilott
- Dr Theresa Sawicka
- Mr John Selby
- Ms Helen Sutch
- Mr Roger Taylor
- Mr Rick Zwaan
- Ms Caroline Ward (Secretary to Council)

APOLOGIES: Nil

IN ATTENDANCE:

- Ms Jenny Bentley, Director Campus Services
- Ms Annemarie de Castro, Director Human Resources
- Ms Katherine Edmond, Communications Manager
- Mr Simon Johnson, General Counsel
- Associate Professor Allison Kirkman, Vice-Provost (Academic & Equity)
- Professor Wendy Lerner, Provost
- Mr Mark Loveard, Chief Operating Officer
- Professor Kate McGrath, Vice-Provost (Research)
- Mr Wayne Morgan, Chief Financial Officer
- Ms Madeleine Setchell, Director, Communications & Marketing
- Mr Russell Third, Risk & Audit Manager
- Ms Pam Thorburn, Director, Student Academic Services
- Professor Jennifer Windsor, PVC/Dean Humanities & Social Sciences, PVC Education

15.272 CHANCELLOR WELCOME / APOLOGIES

- Noted:**
- 1 that the Chancellor welcomed everyone to the meeting, in particular new Provost, Professor Wendy Larner.
 - 2 that this was the last meeting for 14 members of Council and that farewells and acknowledgements would be made later in the meeting.
 - 3 that there were no apologies.

15.273 DECLARATIONS AND DISCLOSURES OF INTERESTS

Noted: that there was one disclosure 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 as follows:

Emeritus Professor Peter Walls declared an interest under item 4 – Appointment of 2016 members of Council - as he was an applicant for the External positions on Council.

15.274 MINUTES OF THE COUNCIL MEETING HELD ON 16 NOVEMBER 2015

Received: the Minutes of the Meeting of Council held on 16 November 2015.

Resolved: that the Minutes of the Meeting of Council held on 16 November 2015 be approved.

Finny/Sawicka
Carried
150251

15.275 MATTERS ARISING FROM THE MEETING HELD ON 16 NOVEMBER 2015

Noted: that the Matter Arising regarding the Internal Audit Charter is covered under Minute 15.280.

15.276 APPOINTMENT OF 2016 MEMBERS OF COUNCIL

Received: a Council Paper dated 3 December 2015 from the Chancellor regarding the appointment of 2016 Members of Council (document VUWC 15/155).

Noted:

- 1 that a draft of the Council paper was circulated by email to Council Members on Thursday, 26 November 2015.
- 2 that Emeritus Professor Peter Walls left the table for this item due to his disclosure under 15.273 above.
- 3 that it was agreed that the words *this highlights the challenge with elections as a mechanism for delivering the required diversity to Council* be removed from the explanation under Resolution 9.
- 4 that the long process leading to the resolutions below was acknowledged and the Chancellor was congratulated on achieving a diverse and skilled Council to take the University into the future.

Resolved: on the Recommendation of the Council Nominations Panel:

- 1 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.2(e)(vi) of the Council Membership Statute and clause 2.5.1 of the Council Elections Procedure, Ms Jacinta GULASEKHARAM be appointed to Council for a two year term from 1 January 2016 to 31 December 2017.
- 2 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.2(e)(vi) of the Council Membership Statute and clause 2.8(b) of the Council Elections Procedure, Mr Jonathan GEE be appointed to Council for a one year term from 1 January 2016 to 31 December 2016.
- 3 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.2(e)(vi) of the Council Membership Statute and clause 2.8(b) of the Council Elections Procedure, Professor Maryanne GARRY be appointed to Council for a four year term from 1 January 2016 to 31 December 2019.
- 4 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.2(e)(vi) of the Council Membership Statute and clause 2.8(b) of the Council Elections Procedure, Associate Professor Kate HUNTER be appointed to Council for a two year term from 1 January 2016 to 31 December 2017.
- 5 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.1 of the Council Membership Statute, Mr Roger TAYLOR be appointed to Council for a 2 year term from 1 January 2016 to 31 December 2017.
- 6 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.1. of the Council Membership Statute, Mr Farib SOS be appointed to Council for a 3 year term from 1 January 2016 to 31 December 2018.
- 7 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989, clause 4.3.1 of the Council Membership Statute, Ms Robyn BARGH be appointed to Council for a 4 year term from 1 January 2016 to 31 December 2019.

On the recommendation of the Chancellor:

- 8 that in accordance with clause 6(1) of Schedule 19 to the Education Act 1989 and clause 4.2.1 of the Council Membership Statute, Professor Grant Guilford, being the Vice-Chancellor of Victoria University of Wellington, be appointed to Council from 1 January 2016 until such time as he ceases to hold office as Vice-Chancellor.
- 9 that in accordance with clause 4.1.3 of the Council Membership Statute, Council publishes the following statement as to why the composition of Council does not reflect that intended in clause 4.1.2:
the Council does not reflect the composition intended in clause 4.1.2 of the Council Membership Statute because the Council only has direct control over three of the 12 Council positions. The call for external candidates resulted in one Maori candidate who has been recommended for appointment. The call for candidates in the elections achieved one Maori candidate, however due to the very nature of the open and democratic

process of an election it was not possible to guarantee that any candidate would achieve the required number of votes to win.

- 10 that in accordance with clause 4.4.4 of the Council Membership Statute, Council publishes the following statement as to why Council's expectation that no member of Council would be appointed on more than two occasions has not been met:

Mr Roger Taylor has been appointed on a third occasion in order to provide expertise and continuity on financial matters

Sutch/Palmer
Carried
150252

15.277 OCTOBER 2015 FINANCIAL RESULTS

Received: the consolidated Financial Report to 31 October 2015 (document VUWC 15/156).

Resolved: that the Consolidated Financial report to 31 October 2015 be approved.

Selby/Heine
Carried
150253

15.278 GRADUATES IN ABSENTIA – DEGREES TO BE GRANTED

Received: the list of degrees, diplomas and certificates granted on 7 December November 2015 (document VUWC 15/157).

- Resolved:**
- 1 that Council grants the degrees, diplomas and certificates in this University on those persons listed in document VUWC 15/157, and that their names be entered on the Roll of Graduates on 7 December 2015.
 - 2 that a motion of congratulations to the Graduates in Absentia be recorded.

Zwaan/Sutch
Carried
150254

15.279 AMENDMENTS TO ACADEMIC DRESS STATUTE

Received: a Council Paper from the Vice-Provost (Academic & Equity) dated 12 November 2015 regarding the addition of Masters qualifications to Clause 4.2(b) of the Academic Dress Statute (document VUWC 15/158).

Resolved: that the addition of the following Masters qualifications to Clause 4.2(b) of the Academic Dress Statute be approved:

- Clinical Immunology
- Drug Discovery and Development
- e-Government
- Innovation and Commercialisation
- Migration Studies
- Political Science
- Software Development

Sawicka/Zwaan
Carried
150255

15.280 INTERNAL AUDIT CHARTER

Received: the revised Internal Audit Charter including revisions requested at the 16 November meeting of Council (document VUWC 15/159).

Resolved: that the revised Internal Audit Charter be approved as required by the Institute of Internal Auditors Professional Standards 1000 – Purpose, Authority and Responsibility.

Sutch/McKinnon
Carried
150256

15.281 REPORT FROM THE CHANCELLOR

Received: an oral report from the Chancellor.

Noted: that since the last Council meeting on 16 November 2015 the Chancellor:

- attended the University of Canterbury Chancellor’s Dinner
- attended a dinner with the Chair of the University Foundation, Craig Stevens
- attended the Seminar delivered by Professor Leon Sterling – Driving IT Innovation across a University
- chaired the Engineering E2E (Education to Employment) Steering Group
- met with the General Counsel and the Secretary to Council regarding the Governance Review in preparation for the 2016 Council
- ran a series of individual meetings with departing Members of Council
- chaired a meeting of the Human Resources Committee
- met with Graham Le Gros of the Malaghan Institute
- met with Minister Joyce
- attended a briefing with Paul Meredith and Piri Sciascia to prepare for the December Graduation on the Marae

Resolved: that the Chancellor’s Report be noted.

Palmer/Sawicka
Carried
150257

15.282 REPORT FROM THE VICE-CHANCELLOR

Received: an oral report from the Vice-Chancellor covering the period since the last meeting of Council on 16 November 2015.

Noted:

- 1 that the report was taken as read.
- 2 that two new qualifications, Master of Software Development and BSc Major in Computer Graphics, will be offered in 2016.

- 3 that the Vice-Chancellor was part of a New Zealand delegation to Hanoi led by Prime Minister John Key.
- 4 that the New Zealand India Research Institute has signed an MoU with the Institute of South Asian Studies at the prestigious National University of Singapore.
- 5 that Professor Lionel Carter received the 2015 Hutton Medal from the Royal Society of New Zealand for outstanding work in Earth Sciences.
- 6 that Dr Anna Jackson from the School of English, Film, Theatre and Media Studies was named the Katherine Mansfield Fellow for 2016.
- 7 that the Government has introduced a new student visa allowing students to study for 5 years on up to 3 consecutive programmes.
- 8 that a Wellington City Council Hearing for a District Plan change to 320 The Terrace was underway.
- 9 that the Chancellor will send letters of congratulations to Professor Lionel Carter and Dr Anna Jackson.

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

**Finny/Pilott
Carried
150258**

15.283

REPORTS FROM COMMITTEE CHAIRS

Received: oral reports from Committee Chairs supported by minutes from the meetings held as follows:

- Council Nominations Panel, 3/11/15
- Audit & Risk Committee, 9/11/15
- Report of the Academic Board (document VUWC 15/160)
- Academic Board Minutes, 17/11/15
- Finance Committee, 30/11/15

Resolved: that the minutes from the Committee meetings be noted.

**Paviour-Smith/Taylor
Carried
150259**

15.284

RESOLUTION CONCERNING THE EXCLUSION OF THE PUBLIC

Received: a recommendation that certain items be taken with the public excluded (document VUWC 15/161).

Resolved: that the public be excluded from the meeting for the discussion of items 14-24 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.

**Morris/Paviour-Smith
Carried
150260**