



COUNCIL

**Minutes of the Council Meeting held on Monday, 22 February 2016
from 1.00 pm to 4.30 pm in the Council Chamber, Level 2, Hunter Building,
Kelburn Campus**

PRESENT: Sir Neville Jordan (Chancellor)
Mr Neil Paviour-Smith (Pro Chancellor)
Ms Robyn Bargh
Professor Maryanne Garry
Mr Jonathan Gee
Professor Grant Guilford (Vice-Chancellor)
Ms Jacinta Gulasekharam
Associate Professor Kate Hunter
Dr Farib Sos
Mr Roger Taylor
Dame Therese Walsh
Ms Caroline Ward (Secretary to Council)

APOLOGIES: Dame Patsy Reddy

IN ATTENDANCE: Ms Jenny Bentley, Director Campus Services
Ms Katherine Edmond, Communications Manager
Mr Simon Johnson, General Counsel
Professor Wendy Lerner, Provost
Mr Mark Loveard, Chief Operating Officer
Ms Kate Robertson, Salient News Editor
Ms Madeleine Setchell, Director, Communications & Marketing

16.01 CHANCELLOR WELCOME / APOLOGIES

- Noted:**
- 1 that the Chancellor welcomed everyone to the meeting and especially emphasised what a historic moment it was as the new 12-member Council embarked on writing a new chapter in the University's history.
 - 2 that the eight new members of Council are:
 - Ms Robyn Bargh
 - Professor Maryanne Garry
 - Mr Jonathan Gee
 - Ms Jacinta Gulasekharam
 - Associate Professor Kate Hunter
 - Dame Patsy Reddy
 - Dr Farib Sos
 - Dame Therese Walsh
- that members of Council had undergone two full days of induction on 15

3 and 16 February.
4 that there was one apology from Dame Patsy Reddy.

Resolved: that the apology from Dame Patsy Reddy be sustained.

Taylor/Paviour-Smith

Carried

160001

16.02 DECLARATIONS AND DISCLOSURES OF INTERESTS

Noted: 1 that all members of Council have submitted to the Secretary to Council their disclosures and interests and these have been entered into the Council register of interests.

2 that there were no additional 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 as follows:

16.03 RATIFICATION OF INTERIM CHANCELLOR ARRANGEMENT

Received: a Council Paper from the Secretary to Council dated 10 February 2016 regarding ratification of the Interim Chancellor arrangement from 1 January 2016 to 22 February 2016 (document VUWC 16/01).

Noted: 1 that under the transition provisions in Schedule 19 the Education Act, the former Council members, including the Chancellor, finished their term of office on 31 December 2015 even if they had been reappointed to the new Council.

2 that an arrangement, as detailed in document VUWC 16/01, was put in place from 1 January 2016 for Sir Neville Jordan to act as interim Chancellor until the first meeting of the new Council.

Resolved: that Sir Neville Jordan be elected Interim Chancellor from 1 January 2016 until the first Victoria University of Wellington Council meeting on 22 February 2016.

Walsh/Sos

Carried

160002

16.04 ELECTION OF CHANCELLOR AND PRO CHANCELLOR

Received: a Council Paper from the Secretary to Council dated 17 February 2016 regarding the election of the Chancellor and the Pro Chancellor (document VUWC 16/02).

Noted: 1 that one nomination was received for the position of Chancellor and one nomination was received for the position of Pro-Chancellor.

2 that the Secretary to Council declared that Sir Neville Jordan was therefore elected unopposed to the Chancellorship and that Mr Neil Paviour-Smith was elected unopposed to the Pro Chancellorship.

Resolved: 1 that Sir Neville Jordan be declared duly elected to the office of Chancellor for the period from 22 February 2016 to 31 December 2016.

2 that Mr Neil Paviour-Smith be declared duly elected to the office of Pro-Chancellor, for the period from 22 February 2016 to 31 December 2016.

Walsh/Hunter
Carried
160003

**16.05 MINUTES OF THE COUNCIL MEETING HELD ON
7 DECEMBER 2015**

Received: the Minutes of the Meeting of Council held on 7 December 2015.

Resolved: that the Minutes of the Meeting of Council held on 7 December 2015 be approved.

Taylor/Paviour-Smith
Carried
160004

**16.06 MATTERS ARISING FROM THE MINUTES OF THE MEETING
HELD ON 7 DECEMBER 2015**

Noted: that the Chancellor had sent letters of congratulations to Professor Lionel Carter and Dr Anna Jackson. The Vice-Chancellor confirmed that these letters had been warmly received.

16.07 COUNCIL STANDING ORDERS

Received: a Council paper from the Chancellor dated 17 February 2016 on the proposed new Council Standing Orders (document VUWC 16/03).

Noted: that a comprehensive review of the Standing Orders, as well as the Code of Conduct, Council Manual and Committee Terms of Reference had taken place led by Mr Simon Johnson, General Counsel. The Chancellor recorded a vote of appreciation to Mr Johnson and his team for this work.

Resolved: that the Council Standing Orders be approved.

Taylor/Paviour-Smith
Carried
160005

16.08 COUNCIL CODE OF CONDUCT

Received: a Council paper from the Chancellor dated 17 February 2016 on the proposed new Council Code of Conduct (document VUWC 16/04).

Noted: that the Council Manual Section 5.3 provided clear guidance on interactions with University staff.

Resolved: that the Council Code of Conduct be approved.

Paviour-Smith/Sos
Carried
160006

16.09 COUNCIL COMMITTEES FOR 2016

Received: a Council Paper from the Chancellor dated 17 February 2016 on the proposed membership of Council Committees for 2016 (document VUWC 16/05).

Noted:

- 1 that it was confirmed that although work is carried out in Committee all decisions are made by Council.
- 2 that to ensure transparency all Minutes from Committee meetings are included in that month's Council meeting documentation.
- 3 that any Committee business to be carried over from 2015 will be picked up by the Committee if that Committee is continuing or by the Council if the Committee no longer exists.
- 4 that it was confirmed that there would be a high level report from the Academic Board following each meeting as well as the minutes. It was also noted that both Professor Maryanne Garry and Associate Professor Kate Hunter are members of the Academic Board.

Resolved: that the recommendations regarding Committee Membership and Chairs for 2016 as detailed in document VUWC 16/05 be approved.

Paviour-Smith/Gulasekharam
Carried
160007

16.10 APPOINTMENT OF TRUSTEES TO THE VICTORIA UNIVERSITY OF WELLINGTON FOUNDATION BOARD OF TRUSTEES

Received: a Council paper from the Chancellor dated 17 February 2016 on the appointment of Trustees to the Victoria University of Wellington Foundation Board of Trustees (document VUWC 16/06).

Noted:

- 1 that when any future Trustees are appointed consideration be given to the diversity of the Board of Trustees.
- 2 that the Vice-Chancellor was asked to convey congratulations to all new appointees at the first meeting of the Board of Trustees on 24 February.

Resolved:

- 1 that Dr Farib Sos, being a member of the Council, be appointed 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.
that Mr Jonathan Gee, being a student of the University nominated by the Victoria University of Wellington Student's 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.
that Sir David Gascoigne be appointed as a Trustee of the Victoria University of Wellington Foundation under rule 2.4 of the First Schedule to the Trust Deed for a term of office of three years.
that Sir Maarten Wevers be appointed as a Trustee of the Victoria University of Wellington Foundation under rule 2.4 of the First Schedule to the Trust Deed for a term of office of three years.
that Mr Rick Christie be appointed as a Trustee of the Victoria University of Wellington Foundation under rule 2.4 of the First

Schedule to the Trust Deed for a term of office of three years.
that Ms Robyn Bargh be appointed as a Trustee of the Victoria University of Wellington Foundation under rule 2.4 of the First Schedule to the Trust Deed for a term of office of three years.

Hunter/Taylor
Carried
160008

16.11 GRADUATES IN ABSENTIA – DEGREES TO BE GRANTED

Received: the list of degrees, diplomas and certificates granted on 22 February 2016 (document VUWC 16/07).

Resolved:

- 1 that Council grants the degrees, diplomas and certificates in this University on those persons listed in document VUWC 16/07, and that their names be entered on the Roll of Graduates on 22 February 2016.
- 2 that a motion of congratulations to the Graduates in Absentia be recorded.

Gee/Bargh
Carried
160009

16.12 REPORT FROM THE CHANCELLOR

Received: an oral report from the Chancellor.

Noted:

- 1 that the passing of 2014 Honorary Doctorate recipient Dr Noel Barnard was recorded and a tribute was made by both the Chancellor and the Vice-Chancellor. The Secretary to Council will relay the Council's condolences in writing.

- 2 that since the last Council meeting on 7 December 2015 the Chancellor:
 - Hosted an 'at home' Honorary Doctorate dinner for Jock Phillips
 - Presided over three Graduation ceremonies at the Michael Fowler Centre
 - Walked in the Graduation Parade which was followed by the Civic Square event
 - Presided at the Toi huarewa Graduation on the Marae
 - Attended the Pasifika Graduation celebration
 - Hosted the Graduation Volunteers thank you occasion
 - Held individual meetings with new Members of Council
 - Attended the 67th Republic Day of India reception
 - Met informally with Foundation Board members
 - Attended the Summer Shakespeare Production and post-event function
 - Prepared and hosted the Council Induction on 15 and 16 February
 - Dinner with Sir Anand Satyanand GNZM
 - Attended the Chancellors' and joint Chancellors & Vice-Chancellors' meetings at Universities NZ.

Resolved: that the Chancellor's Report be noted.

Hunter/Gee

Carried
160010

16.13 REPORT FROM THE VICE-CHANCELLOR

Received: an oral report from the Vice-Chancellor covering the period since the last meeting of Council on 7 December 2015.

Noted:

- 1 that the report was taken as read.
- 2 that Dr Adam Day from the School of Mathematics was awarded the New Zealand Mathematical Society Early Career Award for his contributions to the theory of algorithmic randomness and computability.
- 3 that Professor John Brocklesby was the first Australasian scholar to be appointed to a fourth term as a distinguished Research Fellow of the Australia and New Zealand Academy of Management.
- 4 that the moving and special Toihuarewa graduation ceremony was successfully held at Te Herenga Waka Marae in December.
- 5 that Tan Sri Halim Saad was awarded an Honorary Doctorate in
- 6 December.
- 7 that the largest ever gift to the University of \$7million was received in December from the Gama Foundation to support the work of the Institute of Governance and Policy Studies.

that the VUW Business School was selected by the Association for Advancement of Collegiate Schools of Business from close to 330 submissions for the award of 'Innovations that Inspire' .

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

Sos/Gee
Carried
160011

16.14 NEW YEAR HONOURS 2016

Received: the list of graduates, friends and associates of the University who received awards in the 2016 New Year's Honours (document VUWC 16/08).

Resolved: that Council conveys its congratulations to all Victoria University of Wellington graduates, friends and associates honoured in the 2016 New Year's Honours.

Bargh/Hunter
Carried
160012

16.15 FORTHCOMING EVENTS AND NEXT MEETING

Received: a Council Paper from the Secretary to Council dated 17 February 2016 listing forthcoming events (document VUJWC 16/09).

Noted: that the next meeting of Council will take place on Monday, 21 March 2016 starting with a light lunch at 12.30 pm in the Hunter Common Room, followed by the Council Meeting in the Council Chamber at 1.00 pm.

Resolved: that the Council Paper on Forthcoming Events and the date for the next Council meeting on Monday, 21 March 2016 be noted.

Hunter/Paviour-Smith
Carried
160013

16.16 ANY URGENT BUSINESS

- Noted:**
- 1 *Salient*
that the Chancellor commented that the feature in today's Salient was a travesty. He had not been interviewed and he was appalled that it had been published without any reference to make it clear that it was a spoof.
 - 2 *Board books*
that the Chancellor thanked the Secretary to Council for her work in installing Diligent Board books for the delivery of Council documentation.
 - 3 *Governing Documents – Council*
that the Chancellor noted that the Council Manual as well as the Standing Orders and Code of Conduct would be appended to the Public Board book for every future meeting of Council.
 - 4 *Committee Terms of Reference*
that the Chancellor noted that as the Committee Terms of Reference are considered at each Committee's first meeting and then recommended to Council for approval they will also be included.

16.17 RESOLUTION CONCERNING THE EXCLUSION OF THE PUBLIC

Received: a recommendation that certain items be taken with the public excluded (document VUWC 16/10).

Resolved: that the public be excluded from the meeting for the discussion of items 17-26 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/Walsh
Carried
160014