

# COUNCIL CONFIDENTIAL MINUTES



Minutes of the 514<sup>th</sup> meeting of **COUNCIL** held at 2.00 pm on **Monday 12 April 2021** in Leighton Hall, Scientia Building, UNSW Kensington.

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**PRESENT**

- Mr David Gonski AC, Chancellor
- Mr Warwick Negus, Deputy Chancellor
- Professor Ian Jacobs, President and Vice-Chancellor
- Professor David Cohen, President of the Academic Board
- Dr Jennifer Alexander
- Dr Raji Ambikairajah
- Ms Maxine Brenner
- Mr Jack Campbell
- Mr Mark Johnson
- Professor Louise Lutze-Mann
- Professor Kristy Muir
- Mr James Rogers
- Mr Constantine Tsounis
- Ms Jennifer Westacott AO

**APOLOGIES** Mr Matthew Grounds AM

**IN ATTENDANCE**

- Professor Eileen Baldry AO, Deputy Vice-Chancellor, Equity Diversity & Inclusion
- Professor Merlin Crossley, Deputy Vice-Chancellor, Academic & Student Life
- Ms Fiona Docherty, Vice-President, External Engagement
- Professor Nicholas Fisk AM, Deputy Vice-Chancellor, Research & Enterprise
- Ms Sarafina Mohamed, Chief Operating Officer, President and Vice-Chancellor's Office
- Professor Anne Simmons AM, Provost
- Mr Andrew Walters, Vice-President, Operations
- Scientia Professor George Williams AO, Deputy Vice-Chancellor, Planning & Assurance

Ms Trudy Devitre, Director of Risk was present for item 9

**SECRETARY**

- Mr Mark Smith, Deputy Director of Governance
- Ms Rebecca O'Brien, Governance Officer

*For convenience, agenda items were taken out of order.*

## PROCEDURAL MATTERS

### 1. Welcome, apologies and leave of absence

The Chancellor acknowledged the Bedegal people, the Traditional Custodians of this land and extended his respects to the Elders both past and present.

Council accepted an apology from Mr Matthew Grounds for this meeting. Council also noted the apology received from Ms Elizabeth Grinston, General Counsel and University Secretary.

The Chancellor welcomed all members to the first face to face meeting for 2021.

## **2. Declarations of interest and conflicts of interest**

### **RESOLVED**

Council received and noted the declarations and conflicts of interest provided at this meeting.

### **Note for the record**

Council noted:

- the Chancellor advised that effective 22 February 2021, Barrenjoey Group Holdings Pty Ltd was known as Barrenjoey Capital Partners Group Holdings Pty Ltd;
- Professor Lutze-Mann advised of her appointment as Committee Chair of the International Society for the Scholarship of Learning and Teaching; and
- Mr Rogers advised of his appointment as a UNSW Director of Arc.

Council agreed to note the various interests and that there were no conflicts for the Chancellor, Professor Lutze-Mann and Mr Rogers for this meeting and that they remain present for all items.

## **3. Minutes of previous meetings and business arising (other than business in this agenda)**

### **3.1 Minutes of Council meeting held on 15 February 2021**

#### **RESOLVED**

Council confirmed the minutes of the meeting held on 15 February 2021 as an accurate record and authorised the Chancellor to sign them.

### **3.2 Matters arising and business carried forward**

Council noted that all matters arising and business carried forward were either completed or in progress.

## **4. Adoption of items for noting and approval, and starring of items**

Council received and carried a motion for the adoption of the non-confidential and confidential items for noting.

## **MANAGEMENT AND STRATEGY**

## **5. Report of the President and Vice-Chancellor to Council**

### **5.1 International Students**

### **5.2 Student Load 2021**

### **5.3 Academic Freedom and Freedom of Speech Code of Conduct**

### **5.4 UNSW Foreign Interference Framework and mandatory disclosures by staff**

## **6. Report on the proceedings of the Academic Board**

Professor Cohen spoke to this item.

Professor Cohen highlighted for Council the following matters discussed by the Academic Board:

- matters related to teaching in a post-COVID environment, including a discussion paper from student members on standards relating to synchronous versus semi-synchronous and asynchronous lectures;
- outcomes of the 2020 academic promotions rounds - the Board reviewed gender outcomes related to applications and successes and noted significant improvements in outcomes for female applicants. Changes to promotions policies and processes, efforts by the promotions panel and reflected improvements in career support and mentoring of academic staff had led to these improvements;

- UAQC considerations of revisions to General Education rules and course offerings; and
- elections for the Board opening 14 April 2021 - the Board would review the results to ensure that there was appropriate equity, diversity and inclusion representation. If required, the Board could make appointments under the 'such other persons' category.

The Chancellor thanked Professor Cohen for his report.

#### **6.1 Report to Council by President of the Academic Board**

##### **RESOLVED**

Council received and noted the report to Council by the President of the Academic Board.

#### **6.2 Report on the establishment of a Degree, Diploma, Certificate or Other Award Program by Academic Board**

##### **RESOLVED**

Council received and noted the report on the establishment of a Degree, Diploma, Certificate or Other Award Program by Academic Board.

#### **6.3 Amendments to the University of New South Wales Rules**

##### **RESOLVED**

Council:

1. received and noted the report Amendments to the University of New South Wales Rules; and
2. approved the amendments to the following University of New South Wales Rules as set out in the attached paper:
  - i. Schedule 1 – Terms of Reference – Academic Board Advisory Committee (membership and quorum);
  - ii. Schedule 2 – Terms of Reference – Academic Board Programs Committee (membership);
  - iii. Schedule 6 – Terms of Reference – update Dean of Graduate Research to 'Pro-Vice-Chancellor, Research Training and Entrepreneurship, and Dean of Graduate Research'; and
  - iv. Schedule 8 – Terms of Reference – Deputy Vice-Chancellor Academic Board of Studies.

#### **6.4 Appointment of such other persons to the Academic Board**

##### **RESOLVED**

Council:

1. received and noted the report Appointment of such other persons to the Academic Board;
2. approved the appointment of Professor Natalie Klein, Postgraduate Re-enrolment Appeals Committee Chair, to Academic Board for the period 12 April 2021 to 31 December 2022; and
3. approved the appointment of Associate Professor Tracy Wilcox, Program Review Committee Chair, to Academic Board for the period 12 April 2021 to 30 June 2023.

## **7. Finance and Strategy Committee Report**

- 7.1 Unconfirmed Confidential Minutes of Finance and Strategy Committee Meeting held on 1 April 2021**
- 7.2 Independent IT Advisor to Council**
- 7.3 UNSW Technology Strategy 2021 Update**
- 7.4 Reports of Council Working Groups**
- 7.5 December 2020 Group Financial Summary and February 2021 Group Financial Summary**
- 7.6 Education Australia Proposed Liquidity Transaction**
- 7.7 Unfunded Superannuation – UNSW Canberra**
- 7.8 Investment Policy and Responsible Investment Framework**
- 7.9 Village Green Redevelopment Recommencement**

## **8. Audit Committee Report**

- 8.1 Council Approval of the UNSW Annual Report 2020 and Financial Statements**
- 8.2 Confirmed Minutes of Audit Committee meeting held on 8 March 2021**
- 8.3 Unconfirmed Minutes of Audit Committee meeting held on 22 March 2021**
- 8.4 Report on red-rated Internal Audit Actions**

## **9. Risk Committee Report**

- 9.1 Unconfirmed Minutes of Risk Committee meeting held on 19 March 2021**
- 9.2 UNSW Safety and Wellbeing Annual Report 2020**

## **10. Presentation – Student Experience**

### **RESOLVED**

Council received and noted the presentation on Student Experience by Professor Merlin Crossley, Deputy Vice-Chancellor, Academic & Student Life.

## **ITEMS FOR APPROVAL AND NOTING**

### **11. Register of Use of Seal and University Name and Arms**

### **12. Report of Approved Policy Documents**

#### **RESOLVED**

Council received and noted the report of Approved Policy Documents for the period 6 February to 1 April 2021.

### **13. Amendments to the Code of Conduct**

**RESOLVED**

Council:

1. received and noted the report Amendments to the Code of Conduct; and
2. approved the Code of Conduct effective from 12 April 2021.

**14. Amendments to NSi Constitution**

**RESOLVED**

Council:

1. received and noted the paper concerning proposed amendments to the Constitution of NewSouth Innovations Pty Ltd (the Company);
2. approved the proposed amendments to the constitution of the Company as set out in the attached marked-up version of the current constitution; and
3. authorised the President and Vice-Chancellor to sign the resolution to be passed by UNSW as the sole member of the Company under s249B of the *Corporations Act 2001*.

**15. Schedule of 2021 Council and Council Committee Meeting Dates**

**RESOLVED**

Council received and noted the Schedule of 2021 Council and Council Committee Meeting Dates.

**16. Schedule of 2022 and 2023 Council Meeting Dates**

**RESOLVED**

Council received and noted the Schedule of 2022 and 2023 Council Meeting Dates.

**17. Business without notice**

*Item 1 : Length of Meeting*

**RESOLVED**

Council resolved to extend the 12 April 2021 meeting for a period not exceeding one hour pursuant to the requirements of Council resolutions CL96/60 and CL03/25.

**18. COUNCIL MEMBERS ONLY SESSION**

Management left the room before the start of the Council members only session.

There being no other business, the Chancellor declared the meeting closed at 5.05 pm and moved into the Council Members Only Session.

The next Council meeting will be held on 7 June 2021.

SIGNED AS A CORRECT RECORD

Presiding Member

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Mr David Gonski AC  
Chancellor  
07/06/2021