



Non-Confidential Minutes for Council meeting, 18 April 2023

18/04/2023 | 10:00 AM - AEST

UG.10 Coffs Harbour campus and via Zoom

Members Present (11)

Sandra McPhee AM, Chancellor (Chair)
Prue Berry
Professor Tyrone Carlin, Vice Chancellor
Dr Austin Curtin AM (via Zoom)
Murray d'Almeida, Deputy Chancellor
Julie Granger (via Zoom)
Olivia Noffke
Professor Andrew Rose (Chair of Academic Board)
Jonathan Rourke
Lucy Shinnars
Geoff Stalley

In Attendance

Belinda Atkinson, Council Secretary
Dean Gould, Chief Marketing Officer
Tracy Manning, Governance Services (Secretariat)
Brendon Nelson, Vice President (Students) and Registrar (via Zoom) - items 11, 12, 13 and 14
Brendan Pearce, Director, Workplace Relations (via Zoom) - item 8
Travis Walker, Vice President (Finance), (via Zoom) - Items 15 & 16
Jack Williamson, Vice President (Strategy and Implementation) - Items 11 and 12

IN-CAMERA COUNCIL-ONLY DISCUSSION

PRELIMINARY BUSINESS

1. Acknowledgement of Country

On behalf of Council, the Chancellor provided an acknowledgment of Country.

2. Apologies and Leaves of Absence

4.1 Apologies

Apologies were received from Associate Professor Renaud Joannes-Boyau and Scott Noble.

4.2 Leave of Absence

None.

3. Chancellor's Introductory Remarks

The Chancellor:

- referred to the work health and safety due diligence training provided to Council the prior evening which would also be provided to Management. This, together with the current external Work, Health and Safety review, highlighted the University's focus on work health and safety. The Chancellor emphasised the importance of having an effective safety reporting structure including data, indicators and trends.

- thanked the Deputy Chancellor for his ongoing participation and support at graduations.

4. Previous Meetings

4.1 Confirmation of Minutes – 14 February 2023

Council agreed to amend the minutes with the addition of the following point under the 'Council discussed' section of **Item 11 Council Self-Evaluation 2022**:

- the importance of having an appropriate mechanism to consider Indigenous perspectives.

It was resolved:

Council:

- (a) subject to the amendment set out above, **agreed** that the draft Confidential Minutes of the Council meeting held on 14 February 2023 be signed by the Chancellor as a true and correct record of the meeting; and
- (b) **approved** the uploading of a Council Minuted Resolutions Report on items of open business of the Council meeting held on 14 February 2023 to the University Council website.

4.2 Matters Arising

None.

4.3 Action Items

None.

5. Councillors' Business

Council discussed:

- how members could support the University to promote a culture of giving.
- the need for philanthropy activity to add value given the considerable associated costs often required.

6. Declarations of Interest

Council was informed that a list of members' declarations of material personal interest would be included with each Council and Council committee agenda.

7. Agenda

7.1 Starring of Items

The following items were additionally starred for discussion:

- Item 21 - Confidential: Network Transformation Project
- Item 22 - Confidential: Private Cloud Migration

It was resolved:

Council agreed to approve or note all unstarred items in accordance with the draft resolutions and without further discussion.

7.2 Arrangement of Agenda

Items 13 and 14 were discussed together. Item 16 was discussed before Item 15, and Item 18 was discussed before Item 17. The remainder of the agenda was discussed in the order presented.

KEY REPORTS

8. ***Confidential: 2022 Annual Work Health and Safety Report**
9. ***Confidential: Vice Chancellor's Report**
10. ***Report from Chair, Academic Board**

The report was taken as read. Professor Andrew Rose, Chair, Academic Board highlighted:

- the adoption of a series of principles and policy provisions about how the University engaged with artificial intelligence in teaching and learning.
- the University's preparation for re-registration with the Tertiary Education Quality Standards Agency.
- the elections for Chairs of Faculty Boards and Deputy Chairs of Academic Board, which had resulted in the re-election of the incumbents. Council discussed options for increasing academic staff members understanding of the individual benefits of participating in the University's academic governance committees.

KEY TRANSFORMATION MATTERS

11. ***Confidential: Strategic Directions – Update**
12. ***Confidential: Student Segmentation**
13. ***Confidential: Student Experience**
14. ***Confidential: Student Engagement**
15. ***Confidential: 2023 Investment Strategy**

It was resolved:

Council approved:

- (a) the Investment Strategy outlined in Appendix 3.
- (b) the amendments to the Treasury and Investment Policy as outlined in Appendix 4.

KEY REGULATORY AND COMPLIANCE MATTERS

16. ***Confidential: 2022 Audited Financial Statements**

It was resolved:

Council:

(c) **noted:**

- (i) the Engagement Closing Reports issued by the Audit Office of New South Wales dated 28 March 2023; and
- (ii) the Financial Statements for Southern Cross University and its controlled entity, Southern Cross Campus Services Limited, for the 2022 Reporting Period,

(d) **resolved** that, in their opinion:

- (i) the financial statements of the University had been prepared in accordance with Australian Accounting Standards and all other requirements specified in the *Government Sector Finance Act 2018 (NSW)*, the *Government Sector Finance Regulations 2018 (NSW)* and the Treasurer's directions;
- (ii) the financial statements of the University presented fairly the University's financial position as at 31 December 2022, financial performance for the financial year ending on that date and cash flows;

- (iii) there were reasonable grounds to believe that the University was able to pay all of its debts, as and when they became due and payable; and
 - (iv) the financial statements and notes satisfied the requirements of the *Australian Charity and Not-for-profits Commission Act 2012* (Cth).
- (e) **authorised** the Chancellor and Vice Chancellor to sign the audited financial statements of the University.

17. *Southern University 2022 Annual Report

The report was taken as read.

To avoid duplication, Belinda Atkinson, Council Secretary, noted that the Audited Financial Accounts had been omitted from the document version of the Annual Report included in the agenda.

Council was informed that relevant areas of the University drafted and submitted sections of the Annual Report. Council discussed the changes to structure which would be required for the 2023 Annual Report. Council requested that greater prominence be given to the Strategy and Purpose of the University in the body of the next Annual Report and suggested that work on the content for the 2023 Annual Report be commenced during 2023.

COMMITTEE REPORTS

18. *Finance Committee

19. *Audit and Risk Management Committee

20. *People and Culture Committee

OTHER MATTERS FOR DECISION

21. *Confidential: Network Transformation Project

22. *Confidential: Private Cloud Migration

23. Delegations

It was resolved:

Council:

- (a) **endorsed** Management indicating to the NSW Department of Education that the University is interested in amending the *Southern Cross University Act 1993* (NSW) to provide for the Vice Chancellor to sub-delegate functions.
- (b) **delegated** authority to approve students as eligible to be conferred with an award from the University to the Vice President (Students) and Registrar.

24. Finance and Investment Committee – composition

It was resolved:

Council approved amendments to the Finance and Investment Committee Terms of Reference in relation to the composition of the Committee.

OTHER MATTERS FOR NOTING

- 25. Policy Report**
- 26. Confidential: Budgeted expenditure greater than \$1 million**
- 27. Course Approval and Removal Report**
- 28. Confidential: Use of the University Seal**

CLOSING BUSINESS

29. Confidential: Determination of Matters for Public Disclosure

No additional agenda items were identified as confidential.

30. Meeting Evaluation

The Chancellor invited Ms Prue Berry to provide an evaluation of the meeting.

Ms Berry noted aspects of the meeting which had aligned with the University's values, including:

- the high quality of the papers.
- the discussions regarding workforce recognition, philanthropy, external engagement and the Lismore campus development plan.

31. Next Meeting

The next Council meeting was scheduled for Friday, 16 June 2023, at the Gold Coast campus.

The meeting closed at 2.20 pm.

Belinda Atkinson
Council Secretary

Signed as a true and correct record of the meeting:

Ms Sandra McPhee AM
Chancellor