

PRESENT: Chancellor (Mr Tweddell)(Chair), Deputy Chancellor (Hon. P Lindsay), Vice Chancellor (Professor Harding), Chairperson of the Academic Board (Professor Naylor), Ms Cannon, Miss Carey, Ms Caswell, Mr Charlton, Mr Derlagen, Mr Haddrick, Mr Harridge, Mr Gilliver, Mr Kirkwood, Mr Landy, Professor Leggat, Associate Professor Leicht, Mr Mosch, Mr Phillips, Dr Skerratt, Mr Twomey and Dr Tyrell.

ATTENDANCE: Mr Kern (Secretary), Ms Shearer (Minute Secretary), Professor Cocklin and Ms Brand (Permanent Advisors). Ms Hedy Cray (for Confidential Item 6)

APOLOGIES: An apology was received from Ms McLaughlin.

START TIME: 6.00 pm.

Council congratulated Dr Lee Skerratt on his election as an elected academic staff member of the 16th Council and welcomed him to his first meeting.

1. DECLARATION OF CONFLICTS OF INTERESTS

REFER SEPARATE PAGES

2. MINUTES

RESOLVED:

N-SECT that the following Minutes were adopted as a true and correct record:

2.1 Ordinary Minutes of Meeting (1/17), held on 27 February 2017, as confirmed by the Chair.

2.2 Confidential Minutes of Meeting (1/17), held on 27 February 2017, as confirmed by the Chair.

2.3 Circular Minutes of Meeting (2/17) – approved on 13 April 2017, as confirmed by the Chair.

3. BUSINESS ARISING FROM THE MINUTES

REFER SEPARATE PAGES

4. MATTERS NOT YET FINALISED

4.1 REORDERING OF COUNCIL AGENDA TO FACILITATE DISCUSSION OF STRATEGIC MATTERS

Pending a proposal from the Secretary to Council to the Chancellor for the reordering of the Council Agenda to provide members with an opportunity to raise and discuss matters of strategic significance at the commencement of each meeting of Council. COUNCIL WORKSHOP (2/16) 22 OCTOBER 2016

5. CHANCELLOR'S REPORT

The Chancellor's Report was taken as read.

RESOLVED:

N-UNISEC that the attached Chancellor's Report, be noted.

6. VICE CHANCELLOR'S REPORT

REFER SEPARATE PAGES

7. REPORT TO COUNCIL FROM CHAIRPERSON OF ACADEMIC BOARD

The Chairperson of Academic Board's Report was taken as read.

RESOLVED:

N-CHTAB that the Chairperson of Academic Board's Report, be noted.

8. REPORT TO COUNCIL FROM CHAIRPERSON OF HEALTH, SAFETY AND ENVIRONMENT SUB-COMMITTEE

The tabled Chair of Health, Safety and Environment Sub-Committee's Report was taken as read.

RESOLVED:

N-CHRHSEC that the tabled Chair of Health, Safety and Environment Committee's Report, be noted.

9. ANNUAL REPORTS TO COUNCIL ON ACTIVITIES – 2016 – ACADEMIC BOARD AND AUDIT, RISK & COMPLIANCE COMMITTEE

Council noted the Annual Report on the operations of the Academic Board and the Annual Report of the Audit Committee (now re-named the Audit, Risk & Compliance Committee) for the year ended 31 December 2016.

RESOLVED:

N-CHTAB

1. that the Annual Report to Council on the operations of the Academic Board for the year ended 31 December 2016, be noted; and

N-CHRARCC

2. that the Annual Report to Council on the activities of the Audit, Risk & Compliance Committee for the year ended 31 December 2016, be noted.

10. REFER SEPARATE PAGES

11. JOHN FLYNN COLLEGE DUPLEX PROPOSAL

The Chair of the Estate Sub-Committee, Mr Lindsay, briefed Council on a proposal to construct a Duplex for staff accommodation.

Council was advised that the proposal had been reviewed, endorsed and recommended to Council by the Estate Sub-Committee at its meeting (1/17), held on 31 March 2017.

A condition of the recommendation was that an electrical services audit be carried out by the College. The audit had been undertaken and was received by JCU on 20 April 2017. The electrical services audit was not satisfactory and the College was advised of the outstanding issues. The College was asked to respond to the issues by 21 April 2017. A response was received. However, the responses to the issues were unsatisfactory.

In light of the above and to ensure the proposal was not held up, Council was asked to approve the proposal, subject to the Chair of the Estate Sub-Committee being satisfied as to the response to the high risk issues identified in the electrical services audit.

RESOLVED:

A-CHRESC

that, subject to the Chair of the Estate Sub-Committee being satisfied as to the response to the high risk issues identified in the electrical services audit, the submission for a proposed Duplex at John Flynn College (JFC), be approved.

12. HUMAN RESOURCE DELEGATION REGISTER – REVIEW OF EXISTING HUMAN RESOURCES DELEGATIONS SCHEDULE

Council's attention was drawn to the fact that the proposed Human Resources Delegations Register had been considered and endorsed by the Human Resources Committee at its meeting (1/17), held 14 March 2017. The Register was entirely in keeping with the Council approved Delegations Framework and would enable managers to attend to their Human Resources responsibilities. The proposed Register also had the benefit of a Council Member's submissions in relation to delegations made to the February 2017 meeting of Council.

Whilst Resolutions 2 and 3 had not been specifically considered by the Human Resources Committee, it was implicit that the existing Human Resources Delegation Policy would need to be disestablished and that an Implementation Plan needed to be enacted. The Chancellor proposed that Resolution 3 be amended to more properly reflect that Council was being required to "note" the Implementation Plan rather than "approve" it. In addition, it was proposed that the words "including training" be added to the Resolution to recognise the importance of responsible officers receiving training that had been identified in the Plan.

Council discussed the purpose of the "Source" and "Source Ref" Columns in the Register, particularly as there were several delegations where no such information was recorded. In the absence of a source reference, it was not clear where such authority was recorded. Council was advised that the word "Source" was a note on where to find other references to the exercise of authority. It was the "Band" and "Function" columns that delineated the extent of authority. Council agreed that the word "Source" needed to be rephrased to clarify that it was only a "note" to highlight other references to the particular authorities.

Council noted that Policy references would be hyperlinked in the final version of the Register.

RESOLVED:

- A-QPA
1. that the Human Resource Delegation Register, as amended, be approved with effect from 1 June 2017;
 2. that the disestablishment of the current Human Resources Delegations – Policy and Delegations Schedule, to take effect from 1 June 2017, be approved; and
 3. that the Implementation Plan, including training, be noted.

Ms Caswell dissented.

13. UNIVERSITY DELEGATIONS - POLICY AND DELEGATIONS FRAMEWORK REVIEW – AMENDMENTS – RETITLING TO THE POLICY AND DELEGATIONS RESPONSIBILITIES MAP

Council understood that the Council approved changes to the structure and constitutional documents of the Committees and Sub-Committees of Council had necessitated a re-alignment of the University and Policy Domains and Policy Approval Authorities as recorded in the Policy and Delegations Framework. Following a review of the Framework a number of changes were proposed:

The main focus of the changes centered on the responsibility for approval of Health, Safety and Environment policies and Estate Management Policies after each of these governance committees had been reconstituted as sub-committees. Normally, this would mean that responsibility for approving the related policy areas would transfer to the parent governance committee the Audit Risk and Compliance Committee. However, there were potential risks with ‘separation of function’ being challenged with the new Audit, Risk and Compliance Committee as the Approval Authority of HSE policy whilst having the responsibility of auditing the effectiveness of those policies. While there was no consistent approach in the sector, it had been decided that responsibility for these policy areas should be retained by the Sub-Committee.

With regard to the Approval Authority for policies in the Estate and Facility Management Policy Domain, it had been proposed that there was no impediment to transferring such responsibility to the parent Committee, the Finance Committee. However, the Chair of the Estate Sub-Committee requested that such responsibility be retained by the Estate Sub-Committee. Council agreed that the Estate Sub-Committee should be the approval authority for its own policies, similar to the Health Safety and Environment Sub-Committee.

RESOLVED:

A-QPA that the proposed changes to the Policy and Delegations Framework, as amended, and its retitling to the Policy and Delegations Responsibilities Map, be approved.

14. COMMITTEES OF COUNCIL CHARTERS – REVISED AND NEW – AUDIT, RISK AND COMPLIANCE COMMITTEE, HEALTH, SAFETY AND ENVIRONMENT SUB-COMMITTEE AND CHANCELLOR’S COMMITTEE

Council approved the revised and proposed Charters.

RESOLVED:

- N-SECT
1. that the revised Charters of the following Committees, be approved:
 - a. Audit, Risk and Compliance Committee; and
 - b. Health, Safety and Environment Sub-Committee; and
 2. that the proposed Charter of the Chancellor’s Committee, be approved.

15. UNIVERSITY LEGISLATION AMENDMENT BILL 2017 – PROPOSED FURTHER AMENDMENTS TO THE JCU ACT – FLEXIBLE GOVERNING BODY MEMBERSHIP ARRANGEMENTS

Council recalled that at its Meeting 1/17 held on 27 February 2017, the Secretary provided advice that the draft *University Legislation Amendment Bill 2017* (ULAB) had been issued on 22 December 2016 for consultation. Council noted the consultations held involving staff, students and members of convocation, being key stakeholders within the JCU community. Council further noted that the Queensland Department of Education and Training held a teleconference with representatives from all Queensland universities on Tuesday 14 March 2017 and there were no significant issues raised on behalf of other universities. Before that meeting, the Secretary had confirmed with the Department that the JCU Council proposed new Governance Model and the eight (8) proposed additional amendments to the JCU Act were under separate consideration and that the University would receive separate advice on these proposed amendments. Accordingly, there was no discussion on these amendments during the teleconference. The Department had requested preliminary advice on the amendments contained in the ULAB by 31 March 2017 and the Secretary

had provided such advice orally to the Department on Friday 31 March 2017 with no significant issues identified at that point in time.

Council noted the 12 April 2017 letter from the Minister for Education providing the University with an update on proposed reforms to the JCU Act as discussed at the Minister's October 2016 meeting with the Chancellor, together with an outline of the Proposed Governance Model. The Secretary to Council tabled a document titled "Comparison of Queensland Government's Proposed Governance Model for all Queensland Universities to JCU's Proposed Governance Model". The document provided an assessment of the extent to which JCU's proposed flexible governing body membership model had been captured by the proposed model for all Queensland public universities. The comparison provided assurance to Council that the proposed Governance Model for all Queensland public universities was consistent with JCU's proposed Governance Model and that any new or varied provisions were supported subject to some suggested rewordings in order to tailor the model to address issues of particular relevance to JCU.

Council further noted advice from the Secretary to Council that, subsequently, the Department had issued under cover of email dated 20 April 2017, a further consultation draft of Division 3 of the ULAB containing the proposed amendments to the JCU Act incorporating the proposed flexible governing body membership model, together with a guide. This later draft of the ULAB had clarified a number of inconsistencies that had appeared in the comparison with the original proposed Governance Model.

The Chancellor advised Council that the purpose of the Item was for Council to consider the Proposed Governance Model for all Queensland's public universities, the proposed additional amendments to the JCU Act and the draft legislative amendments being incorporated into the ULAB.

The Secretary to Council advised Council that, while some areas of concern had now been identified in the latest version of the proposed amendments, there had been insufficient time in which to fully comprehend the amendments concerning the proposed flexible governing body membership model. Council noted that the Chancellor had endorsed a proposal for the University Secretary and the University General Counsel to meet with Departmental officers in Brisbane on Wednesday 26 April 2017. The purpose of the meeting would be to discuss both the proposed governance model and the proposed additional amendments to the JCU Act, as contained in the revised extract from the ULAB issued on 20 April 2017. The Department of Education and Training was seeking a response from the University by Friday 28 April 2017.

Council noted that advice had been expected from the Chair of the Chancellor's Committee following its *ad hoc* meeting, which was to be held before the 21 April 2017 Council Meeting to consider the above proposed Model, proposed additional amendments and the anticipated draft legislative amendments being incorporated into the ULAB. However, owing to the late receipt of the Department's communication, this had not been possible.

Council was advised that following a preliminary comparison made by the Secretary to Council between the proposed governance model under Division 3 of the draft ULAB and the JCU Council's preferred governance model, only one (1) significant issue had been identified, namely in the proposed new section 22K which appeared to defer the implementation date of any Membership Resolution until after the expiration of any existing member's term of office. Council confirmed its lack of support for any amendments which unnecessarily delayed the full implementation of any Membership Resolution passed under the proposed governance model, and requested that this advice be communicated to the Department. In addition, it was noted that for pragmatic reasons the proposed governance model could not incorporate the JCU Council's preference for the minimum requirement of two graduates to attach to either the Appointed or the Additional membership categories. Instead, the requirement could only be attached to the Additional members.

The Secretary to Council confirmed that the notion of the Life of a Council would disappear on the conclusion of the 16th Council, scheduled to occur on 19 April 2018. When the new Council is formed to take office on 20 April 2018, subject to the successful passage of legislation and the passing of a Membership Resolution, there is provision for both the Appointed members and the Additional members to be appointed for different terms. When combined with the *Ex-officio* members' and the Elected Student and Staff members' differing terms of appointments, this would facilitate a rolling membership basis, thereby avoiding a substantial turnover of Council membership.

Council agreed that responsibility for considering and approving a response on its behalf to the Department, in respect of both the proposed governance model and the proposed additional amendments to the JCU Act, if possible to meet the Department's tight deadline of Friday 28 April 2017, be delegated to the Chancellor's Committee. Council further agreed that in the event that a significant issue, as determined by the Chancellor, arose concerning the proposed governance reforms, the proposed response addressing the additional issue would be dealt with by way of a Circulating Resolution to Council.

RESOLVED:

that the following be noted:

1. advice on consultation undertaken in respect of the proposed legislative amendments in the *University Legislation Amendment Bill 2017* (ULAB) issued to JCU by the Minister in late 2016;
2. the informal feedback provided to the Department on 31 March;
3. the 20 April 2017 advice received from the Minister about the Government's approval to proceed with the proposed flexible governing body membership arrangements and four (4) of the eight (8) proposed additional amendments to the JCU Act to be incorporated into the ULAB which was expected to be put to State Parliament around mid-2017;
4. the Proposed Governance Model for all Queensland's public universities;
5. that the 20 April 2017 communication from the Department of Education and Training, enclosing further proposed amendments to the ULAB, primarily to incorporate JCU's flexible governing body membership model, be noted;
6. that following a preliminary comparison between the proposed governance model under the Draft ULAB and the JCU Council's preferred governance model, only one (1) significant issue had been identified namely in the proposed new section 22K which appeared to defer the implementation date of any Membership Resolution until after the expiration of any existing member's term of office;
7. that the proposed meeting between JCU Officers (University Secretary and University General Counsel) and Department Officers in Brisbane on Wednesday 26 April 2017, to discuss both the proposed governance model and the proposed additional amendments to the JCU Act, as contained in the revised extract from the ULAB issued on 20 April 2017, be noted;
8. that Council's lack of support for any amendments which unnecessarily delay the implementation of any Membership Resolution passed under the proposed governance model, be communicated to the Department;
9. that responsibility for considering and approving a response on behalf of the JCU Council to the Department, in respect of both the proposed governance model and the proposed additional amendments to the JCU Act, if possible to meet the Department's tight deadline of Friday 28 April 2017, be delegated to the Chancellor's Committee; and
10. that in the event a significant issue as determined by the Chancellor, arises concerning the proposed governance reforms, the proposed response addressing the additional issue be dealt with by way of a Circulating Resolution to Council.

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16. CONFIDENTIAL – MINUTES – COMMITTEES OF COUNCIL**RESOLVED:**

that the Minutes of the following Committees of Council meetings, be noted:

1. Human Resources Committee – Confidential Minutes of Meeting (1/17), held on 13 March 2017;
2. Chancellor's Committee – Confidential Minutes of Meeting (2/17), held on 7 April 2017.

N-SECT

17. ELECTION TO VACANT ELECTED ACADEMIC STAFF MEMBER POSITION ON COUNCIL - DECLARATION

Council noted the outcome of the election.

RESOLVED:

that the Declaration Report on the academic staff election to the Sixteenth Council, be noted.

N-UNISEC

18. MINUTES – COMMITTEES OF COUNCIL**RESOLVED:**

that the Minutes of the following Committee of Council meeting, be noted:

1. Chancellor's Committee – Ordinary Minutes of Meeting (1/17), held 21 February 2017;
2. Chancellor's Committee – Ordinary Minutes of Meeting (2/17), held 7 April 2017;
3. Academic Board – Ordinary Minutes of Meeting (1/17), held 13 March 2017;
4. Human Resources – Ordinary Minutes of Meeting (1/17), held 13 March 2017;

N-SECT

5. Audit, Risk & Compliance Committee – Ordinary Minutes of Meeting (2/17), held 3 April 2017;
6. Audit, Risk & Compliance Committee – Confidential Minutes of Meeting (2/17), held 3 April 2017;
7. Chancellor's Committee – Circulating Resolution – "Chancellor's Committee Charter and Schedule of Business", dated 12 April and approved 12 April at 9:15 pm; and
8. Human Resources Committee – Circulating Resolution – "Amendment to Proposed Human Resources Delegations Policy", dated 10 April 2017 and approved 12 April 2017 at 5:30 pm.

19. **GENERAL BUSINESS**

19.1 ABSENCE OF CHANCELLOR

The Chancellor advised members that he would be absent from Townsville from Monday 24 April until Sunday 21 May inclusive. Council was advised that the reason for this absence was that the Chancellor would be leading a JCU delegation to the Philippines from 3 to 11 May and his attendance at a University Chancellors Council meeting in Sydney on 15 and 16 May.

The Chancellor confirmed that he expected to be contactable at all times and was able to discharge his duties as Chancellor during this period, including as a participating member for the purposes of any Circulating Resolutions that may be required.

19.2 APPOINTMENT OF FIRST JCU LAW GRADUATE AS A JUDGE

Council noted that the State Government had recently announced the appointment of Townsville barrister, Greg Lynham, as a Judge of the District Court of Queensland, to be based in Townsville. Council also noted that Justice Lynham had graduated in law from JCU, was the first law graduate of JCU to be appointed as a Judge.

It was acknowledged by Council that this was a very significant appointment and it was also highlighted that Justice Lynham had spoken very warmly of his links to JCU in an article which had appeared in that day's Townsville Bulletin.

Council supported the proposal that, together with the Chancellor, the Vice Chancellor write to Justice Lynham, welcoming his appointment with pride and conveying Council's warm congratulations.

19.3 PRO FORMA FINANCIAL REPORT BETWEEN BUDGET FORECASTS

It was noted that, following on from the 1/17 Council meeting, an update on the form of reporting for periods between the three Budget forecasts, was tabled by Mr Phillips. Mr Phillips commented that the Report contained a summary of important items that would affect the Budget results. Council agreed that owing to time constraints, the tabled Report be received and any queries be raised directly with Mr Phillips out of session.

19.4 COUNCIL WORKSHOP – SATURDAY 22 APRIL

The Secretary reminded members of the arrangements for the Council Workshop that would take place commencing at 9 am at Rydges Southbank.

19.5 BLUE CARD APPLICATION PROCESS FOR COUNCIL MEMBERS

The Secretary thanked those members who had completed their Blue Card application forms prior to the Council meeting or who had provided a copy of their existing Blue Cards. Those members who had been unable to complete their application forms were requested to contact the Secretariat to make alternative arrangements for the finalisation of documentation to enable a complete set of applications to be lodged with the Department of Justice and Attorney-General.

The Meeting closed at 10.50 pm

Confirmed:



Chair
24 May 2017