Minutes confirmed by Senate on 16 April 2019

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Attendance
Present: Mr P N Varghese AO (Chancellor), Ms T Dwyer (Deputy Chancellor),
Professor P Høj AC (Vice-Chancellor and President), Professor P Adams,
Ms J Alore, Mr T Crommelin, Ms A Cross AM, Adjunct Associate Professor
D Dornan AO, Professor G Hainge, Mr P Hennessy AO, Dr Z Hodge AM,
Ms R Hurst, Mr T Mackay, Mr J Merrick, Dr S Pitkin, Associate Professor
T Roberts, Mr Z Turner, and Ms C Wake.

Apologies: Associate Professor D Cavaye, Ms K Hirschfeld, Mr G Murdoch, and
Ms M Tredenick.

In attendance: Provost, Professor A Byrne; Deputy Vice-Chancellor (Research),
Professor B Harch; Pro-Vice-Chancellor, Professor T Dunne; Pro-Vice-
Chancellor (Teaching & Learning), Professor D Macdonald;
Pro-Vice-Chancellor (Advancement), Ms J Karlson; Chief Financial Officer,
Mr A Betts; General Counsel, Ms C Seeto; Chief Marketing and Communications
Officer, Ms K Robinson; and Executive Officer to the Vice-Chancellor,
Ms J Connah.

Secretary: Dr J Montgomery.

Observer: Ms G Millroy, UQ Union President.

1. Filling of vacancy created by the resignation of the Undergraduate Senate Member
[Only Senate Members and the Secretary were present for this item.]

At the December 2018 meeting, the Senate determined the manner in which the
vacancy created by the resignation of the undergraduate student would be filled. The
Senate had authorised the Chancellor to identify an eligible candidate on this basis.

An eligible candidate having been identified, the Senate resolved –

1) That Ziggy Turner be appointed as the replacement undergraduate student
on the Senate for 2019, under S20A of the University of Queensland Act.

2) That Ziggy Turner be appointed as a Member of the –
   Campus Infrastructure Committee,
   Senate Committee on Equity, Diversity and Inclusion, and
   Residential Colleges Working Group.

Mr Turner then joined the meeting and was welcomed by the Chancellor on
behalf of the Senate.

2. UQ Senior Remuneration for 2018
[Only Senate Members and the Secretary were present for this item. The Vice-
Chancellor also left the meeting room for this item.]

The Chancellor spoke to his Report to the Senate dated 18 February 2019
highlighting the increased transparency of the process and explaining the basis
on which performance bonuses were decided by the Senate Remuneration
Committee. The Senate discussed and noted the Report.
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3. Welcome and Apologies
The attendees joined the meeting.

The Chancellor welcomed everyone to the meeting, and in particular the new UQ Union President, Ms Georgia Millroy, was welcomed as an observer.

Apologies were noted from Associate Professor Doug Cavaye, Ms Kathy Hirschfeld, Mr Grant Murdoch, and Ms Michelle Tredenick.

4. Approval of items en bloc
Having provided Members with an opportunity to star any additional agenda items, it was **resolved** that Senate approve or note *en bloc* all items which were not starred.

5. Declaration of interests
Members’ interests as at February 2019 were circulated with the agenda. The Chancellor provided Members with an opportunity to advise of any changes to the interests circulated and none were made.

The Chancellor also provided Members with an opportunity to declare any perceived, potential, or actual conflict with any of the meeting agenda items and none were declared.

The following changes were **noted** –
Mr Peter Varghese AO
- North Queensland Airports, Non-Executive Director, effective 30 January 2019

Ms Julieanne Alroe
- Queensland Ballet, Board Member, effective November 2018

Ms Anne Cross AM
- St Vincent’s Health Australia Ltd and its subsidiary entities, Director, Appointed 1 January 2019
- UCA Redress Ltd, Chair, Appointed 1 January 2019
- Australian Regional & Remote Community Services, Chair, advised on 9 January that no longer Chair

Mr Philip Hennessy AO
- Australian British Chamber of Commerce, Member, Resigned 27 November 2018
- Blue Sky Alternative Investments Limited, Director, Resigned 10 December 2018

Ms Kathy Hirschfeld
- Central Petroleum Ltd and its subsidiary entities, Director, Appointed 7 December 2018
- Queensland Urban Utilities, Non-executive Director, Appointed 1 January 2019
- Tellus Holdings Ltd, Non-executive Director, Appointed 1 January 2019
Professor Peter Høj AC
- Council of the Confucius Institute Headquarters, Member, Resigned effective 1 February 2019

Mr Thomas Mackay
- Crimson Consulting Australia Pty Ltd (trading as MedView Australia), current paid work effective 8 October 2018

Ms Cecile Wake
- Shell New Energies Australia Pty Ltd, Director, Appointed 22 November 2018

6. Confirmation of the minutes
The minutes of the meeting held on 4 December 2018, having been circulated, were confirmed.

A circulating resolution dated 5 December 2018 – Student representative on the Senate Student Appeals Committee – was noted as agreed.

7. Matters arising from the minutes
No matters were raised.

8. Update from the Chancellor
Professor Peter Høj AC
On behalf of the Senate, the Chancellor once again congratulated the Vice-Chancellor on being made a Companion of the Order of Australia in the Australia Day 2019 Honours List. The award recognises Professor Høj’s eminent service to higher education and to science, particularly to the commercialisation of research, and to policy development and reform.

Missing portraits in Senate Room of former Chancellors
Images to make up the missing portraits of five former Chancellors have been sourced and added to the collection in the Senate Room. The missing images are of Sir Pope Alexander Cooper, Sir William MacGregor, Sir Matthew Nathan, Andrew Joseph Thynne, and William Forgan Smith.

The Chancellor thanked the staff at the UQ Art Museum and the Senate Secretary for their effort.

Queensland Premier and Government Members of Parliament UQ Alumni Dinner
The Chancellor recently hosted a dinner for the Queensland Premier and Members of Cabinet who are UQ Alumni. The event provided an opportunity to apprise the Premier and Ministers on activities at the University and reinforce UQ’s significance to Queensland. The Premier indicated her willingness to hold further such meetings from time to time.

9. Vice-Chancellor and President’s Report
The Vice-Chancellor’s Report to Senate and the UQ Latest News, which had been circulated with the agenda, were taken as read. Members were invited to comment.
The Vice-Chancellor provided further details at the meeting on:

**City Deal – UQ Discussions**
State Government and the SEQ Council of Mayors have announced the launch of the ‘City Deal’ plan. The Plan lays the foundation to transform the way federal, state and local government can work together to secure SEQ’s success. As part of the City Deal, UQ has been engaging in discussions with the Government about future opportunities for the Boggo Road innovation precinct. It was pleasing to see elements relating to those discussions being reflected in the report as one of six key themes.

**QCE Achievement Awards**
Applicants to UQ have been very successful in the annual Queensland Certificate of Education Achievement Awards. Of the 34 awards in total, UQ were awarded 24. The awards recognise and reward Queensland’s top performing Year 12 students for outstanding academic achievement in their senior school studies.

**TEQSA Report to the Minister for Education: Higher Education Response to the Issue of sexual assault and sexual harassment, 25 January 2019**
In August 2017, the Australian Human Rights Commission released *Change the Course: National Report on Sexual Assault and Sexual Harassment at Australian Universities* report containing nine recommendations to prevent and respond to the issue of sexual assault and sexual harassment.

In response to the *Change the Course* report findings, the then Minister for Education and Training, Senator the Hon Simon Birmingham, requested that all Australian universities inform TEQSA about their approach to the issues raised in the report. TEQSA’s report to the Minister presents an analysis of the responses and information on the websites of 42 universities and 126 independent and TAFE higher education providers.

The Vice-Chancellor noted that the analysis of the responses indicates that the University is taking the issue seriously and that ongoing improvements are underway.

**Vale Mary Boydell**
The Vice-Chancellor noted with great sadness that Mary Boydell passed away on 11 January 2019. Mary served on the UniQuest Board as a Director from March 2011 and then as Chair from April 2016 to October 2017 when she stepped down due to ill health. In this time Mary oversaw some of the most significant changes in UniQuest’s history and made a very significant contribution to its financial capabilities, strategic direction and transparency of operating and reporting.

Senate Members and senior staff attended the funeral.
Strategic Matters

10. **UQ’s proposed partnership with the Ramsay Centre for Western Civilisation**

Professor Tim Dunne (Pro-Vice Chancellor) and Professor Heather Zwicker (Executive Dean, Humanities and Social Sciences) were in attendance for this item.

A Submission to the Senate prepared by the Pro-Vice-Chancellor and authorised by the Vice-Chancellor was circulated with the agenda papers. The submission comprised UQ’s initial Expression of Interest, a summary of the feedback received from staff and students during the engagement period, and a summary of the key points discussed at the February meeting of the Academic Board.

An extensive, in-depth discussion took place and the main areas raised were –

- the need to broaden and diversify the curriculum,
- reputational issues,
- the question of influence on academic appointments,
- the concern about academic freedom,
- how the proposed major can be reconciled with the commitments to the Aboriginal and Torres Strait Islander community embodied in the UQ Reconciliation Action Plan,
- the compatibility of the new major with other UQ programs, and
- the need to ensure both high quality and diversity among scholarship recipients.

There was consensus that any Memorandum of Understanding with the Ramsay Centre agreed to by the University must be consistent with the University’s policies and principles, including autonomy over the curriculum, academic appointments, academic freedom, and governance arrangements.

There was also a discussion of whether any Memorandum of Understanding with the Ramsay Centre should go to the Senate for approval or be delegated to the Chancellor and Vice-Chancellor to sign.

For the avoidance of doubt, the Vice-Chancellor asked the Senate to clarify whether it was agreed that having one external representative with academic credentials on the selection committees and scholarship committees was acceptable and not a violation of UQ’s autonomy, as committees would have many more UQ employees as members, and would be chaired by one. Senate agreed with this arrangement.

There being no further discussion, Senate endorsed –

That the University continue discussions with the Ramsay Centre for Western Civilisation to enter into an agreement with the University to deliver courses on Western civilisation that lead to two program pathways:

- Bachelor of Advanced Humanities (Honours) with a major in Western Civilisation), and
- a new dual degree Bachelor of Humanities (majoring in Western Civilisation) / Bachelor of Laws (Honours).
Further, Senate authorised the Chancellor and Vice-Chancellor to sign a Memorandum of Understanding with the Ramsay Centre provided that it is consistent with the University’s policies and principles, including autonomy over the curriculum, academic appointments, academic freedom, and governance arrangements.

Associate Professor Tony Roberts and Ms Rebecca Hurst requested that their opposition to the decision be noted.

A Member’s proxy in favour of the decision had been received.

11. **Freedom of Speech**

A Paper – Freedom of Speech: Responding to the French Review – was circulated with the agenda papers.

Recently there had been considerable discussion about freedom of speech across the higher education sector. Issues associated with controversial speakers on university campuses were the focus of media coverage throughout 2018 and were commented on by the Minister for Education.

On 14 November 2018, the Minister announced a review of the rules and regulations protecting freedom of speech on university campuses. Former Chief Justice of the High Court, the Hon Robert French AC, was appointed to lead this review.

On 8 February 2019, Mr French sent universities a draft Model Code that could serve ‘as an optional resource available to the sector to adopt either on an institutional or collective basis and able to be varied or qualified by institutions or collectively’. Universities were invited to comment on the Code.

A discussion took place and various suggestions were made to provide guidance for UQ’s response to the Code.

There was general consensus that the Code could benefit from an opening statement articulating the reasons why freedom of speech is of such importance to universities.

The response should:
- draw attention to the inconsistencies between the third and fourth bullet points in the definition ‘the duty to foster the wellbeing of staff and students’ regarding lawful speech;
- question the inclusion of ‘scholarly standards’ in 5(c)(iii) as a threshold for the ability to access campus, due to the judgment call that would be required and the difficulty to administer; and
- note the Senate’s view that the provision of reasonable security is an appropriate responsibility of the University but that it would also be reasonable to place a cap on such expenditure.

There was broad support for the view that restrictions on freedom of speech should be very few (e.g. nothing illegal or likely to cause serious disruption or damage to the University’s operations).
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Academic Matters
12. Academic Board Report
The Academic Board Report for the meetings held on 3 December 2018 and 4 February 2019 was noted.

13. Senate Discipline Appeals Committee Report 2018
A Report on the Senate Disciplinary Appeals Committee Hearings held in 2018 was noted.

Financial / Operational Matters
14. UQ 2019-2021 Final Budget
The Chair of the Finance Committee reported that the Finance Committee had considered the UQ 2019-2021 Final Budget at its meeting on 21 February 2019 and had resolved to recommend the Budget to Senate for approval.

On the recommendation of the Finance Committee, Senate approved the UQ 2019-2021 Final Budget.

The Chief Financial Officer and the Finance team were thanked for their efforts.

15. UQ 2018 Annual Report and Financial Statements
15.1 UQ Draft Annual Report 2018
The draft 2018 Annual Report had been circulated with the agenda for Members’ review and comment. Minor changes were made to the draft and it was noted that the final Report will be submitted to the State Government.

15.2 UQ Financial Statements 2018
On behalf of the Chair of the Risk and Audit Committee, the Chair of the Finance Committee advised that on 21 February 2019 the Risk and Audit Committee met and considered –

- The annual financial statements for 2018,
- Management’s document on material judgements and estimates,
- A checklist prepared by Management on the 2018 financial statements, and
- The auditor’s closing report.

The Committee then completed a review of the financial statements by conducting a page turn of the financial statements. In particular, Members considered both contingent liabilities and capital commitment notes to ensure that they reflected UQ’s circumstances to the best of their knowledge.

The Committee recommended that Senate adopt and approve the financial statements for 2018.

On the recommendation of the Risk and Audit Committee, Senate resolved that–

1) the Financial Statements for 2018 be adopted and approved, and

2) the Chancellor, Vice-Chancellor, and Chief Financial Officer be authorised to sign the Audited Statutory Financial Statements for 2018.
A Member requested that in future the auditor's closing report is also included in the agenda papers. This was agreed.

The Chief Financial Officer and the Finance team were thanked for their efforts.

16. UQ Finance Report – December 2018
The UQ Finance Report for the quarter ended 31 December 2018 was noted.

Governance Matters
17. Risk Appetite Statement and Enterprise Risk Management Framework – Amendments
Senate approved the updated Risk Appetite Statement and the updated Enterprise Risk Management Framework, as circulated with the agenda papers.

18. Re-appointment of Chair of UQ Holdings Pty Ltd
Senior Management is about to undertake a review of the current structure of the UQ Holdings Group. It may take some time to consider what a re-purposed UQH Group might look like. In the meantime, however, the terms of both the Chair, Mr John Massey, and a Non-executive Director, Dr Sally Pitkin, come to an end on 28 February 2019.

The Finance Committee was invited to consider extending Mr Massey’s term as a Director and Chair for a further six months for the purpose of continuity while the future structure of UQH is considered. Mr Massey agreed to continue if required.

Following consultation with the Vice-Chancellor, and on the recommendation of the Finance Committee, Senate resolved –

That John Massey be re-appointed a Director and Chair of UQ Holdings Pty Ltd from 1 March 2019 for six months, or as varied by Senate.

Senate noted with much appreciation Dr Sally Pitkin’s contribution as a Director of UQ Holdings Pty Ltd for the period 1 March 2011 to 28 February 2019 and thanked her for her services.

19. Instrument of Delegation in respect of Deed of Variation #4 to the National Imaging Facility Subcontract
On the recommendation of the Finance Committee, Senate resolved that –

1) The Instrument of Delegation in respect of Deed of Variation #4 to the National Imaging Facility Subcontract, as circulated with the papers, be approved; and

2) Mr P N Varghese be authorised to sign this delegation in his capacity as Chancellor.

Senate committee reports / minutes
20. Campus Infrastructure Committee
The minutes of a meeting of the Campus Infrastructure Committee held on 29 January 2019 were noted.
At the request of a Member, the Vice-Chancellor provided an update on the student accommodation project and the Schonell Theatre.

21. **Finance Committee**
   A Finance Report, circulated on 22 February 2019 after the Finance Committee meeting held on 21 February 2019, was **noted**.

22. **Risk and Audit Committee**
   A Report on the Risk and Audit Committee was **noted**.

**Other Matters for Noting**

23. **Senate report on litigation**
   The Senate report on litigation was **noted**.

24. **Senate annual calendar**
   The Senate annual calendar was **noted**.

25. **Any other business**
   **Online training**
   In 2018, UQ introduced an online Fraud and Corruption Awareness training module for staff. The Senate Risk and Audit Committee recommended that Senate members also undertake the module. Access for external members had proved difficult and an easier way has now been found, of which Members will be advised. A further module on Conflict of Interests is also now available and details will be provided.

26. **Meeting dates 2019 and 2020**
   The Senate meeting dates for 2019 and 2020 were provided and **noted**.