Date: 16 / 03 / 2005
Referred to Senate: directly.

Subject: Deed of Variation to the Trust Deed for the Women's Services Guild Trust
From: Vicky Dodds
Division: Vice Chancellory

Purpose:
To seek Senate approval for the University to execute a deed of variation, the effect of which will be to alter the membership of the Trust's advisory board by replacing the Vice Chancellor's of Curtin, ECU, UWA and Murdoch with the respective Pro Vice Chancellors (Research).

Background & summary:
The Women's Services Guild Trust was set up using funds provided by the Women's Services Guild Inc upon the closure of that organisation in 1997.

The purposes of the Trust are:

➢ to endow a post graduate scholarship to be known as "The Women's Service Guild Research Scholarship" available for students of the Universities; and

➢ to promote and support research in medicine and other disciplines, including (but not limited to) education, economics, the environment, peace studies and history, to be conducted by or in conjunction with a public university or public hospital and which is intended to be of benefit in particular to women and children in Western Australia.

The Trust currently holds in excess of $600 000 and is in the third year of funding a 3 year scholarship for a Murdoch student at $20 000 a year.

The Trust is managed by Murdoch University as the trustee and the Advisory Board comprises the Vice Chancellors of the 4 public universities and a person appointed by the Vice Chancellors to represent Princess Margaret Hospital. The Vice Chancellors also appoint an independent Chair of the Advisory Board. The current independent Chair is Ms Dianne Davidson.

Issues & alternatives considered:
Over the past two years it has been difficult to make arrangements for the Advisory Board to meet and consider the scholarship candidates due to the work commitments of the respective Vice Chancellors and, accordingly, the members have approved that the Trust Deed be amended so that the Pro Vice Chancellors (Research), or their nominees, from each of the Universities make up the Advisory Board.

Linkage to the University's strategic plan:
The Trust supports the University's Strategic Plan in providing support for post graduate research.

Risk management considerations:
A Risk Management assessment has been conducted which identified the main risk being the potential for this change to impact on Tax Act regulations relating to the Trust. The ATO has provided written confirmation that the proposed changes will not affect Tax Act provisions relating to the Trust. At this stage, the General Counsel advises that the ATO approval permits substitution of the PVCs (Research) for the VCs, but further ATO approval is required to permit the PVCs (Research) to nominate an alternate.

SEG has not been consulted regarding the proposal
Date of SEG consideration:

SEG has not been consulted regarding the proposal because:
The proposal was considered by the Vice Chancellors of the 4 Universities as members of the Advisory Committee which has the power to recommend such changes to Murdoch University as the trustee.

Who has been consulted:
Vice Chancellors of the 4 Universities which make up the Advisory Committee
The Independent Chair of the Advisory Committee
Australian Taxation Office
General Counsel & University Secretary

Attachments:

☐ No attachments       ☒ The following documents are attached:
Risk Assessment
Letter from the ATO dated 16/12/2004
Draft deed of variation

Further information is available at:

Who to contact & his/her contact details to discuss the matter before the meeting:
Vicky Dodds, Director of Development, 9360 7607, v.dodds@murdoch.edu.au

Recommendation:

Senate resolves as follows:

(1) To authorise the University, as trustee of the Women's Services Guild Trust, to execute the attached draft deed of variation altering the membership of the Trust's Advisory Board.

Signed:                        Supported:

VICKY DODDS                   ANDRIS STEBROVIC
DIRECTOR OF DEVELOPMENT       ACTING VICE CHANCELLOR
Attention: Ms Vicky Dodds  
Women's Services Guild Trust  
Murdoch University  
South Street  
Murdoch WA 6150

Our reference: SB/NOR/4354530  
Contact officer: David Oulaghan  
Telephone: 08-9268 5111  
Facsimile: 1300 139 011  
Your reference:  
E-Mail: SmallBusinessLaw@ato.gov.au

16 December 2004

Dear Ms. Dodds

Subject: Amended Trust Deed

We acknowledge receipt of your letter dated 9 November 2004 wherein you sought confirmation that the proposed amendments to clauses 6.1a and 6.2a in the Trust Deed for the Women's Services Guild Trust would not affect your current status as a deductible gift recipient (DGR)

You are advised that the proposed amendments are satisfactory and will not affect your DGR status.

Thank you for your co-operation in this matter.

This advice is general in nature and is not binding on the Commissioner. However you are assured that;

➢ If you rely on this advice and, in doing so you make an honest mistake, we will not charge you a penalty, although we may ask you to pay interest on any underpaid tax

➢ If something in this advice is misleading and you make a mistake as a result, we will not charge you a penalty or interest on any underpaid tax

If you require any further assistance in regards to this matter please do not hesitate to contact David Oulaghan on 08 9268 5995 Please quote reference number 4354530.

Yours faithfully

Mark Konza  
DEPUTY COMMISSIONER OF TAXATION

Per (David Oulaghan)
<table>
<thead>
<tr>
<th>No</th>
<th>Development and Foundation Risk Description</th>
<th>2004</th>
<th>Risk Consequence</th>
<th>Risk Likelihood</th>
<th>Initial Risk Ranking</th>
<th>Less : Risk Reduction Controls in place</th>
<th>Residual Risk Ranking</th>
<th>Further Action Required?</th>
<th>Action Officer &amp; Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Womens Services Guild of WA Trust - Variation to Trust Deed</td>
<td></td>
<td>Moderate</td>
<td>Unlikely</td>
<td>Low</td>
<td>The ATO has been requested to, and has provided written confirmation that the proposed changes will not impact on the Trust’s status in relation to the relevant portions of the Tax Act</td>
<td>Low</td>
<td>Nil</td>
<td>Andrew Boddie</td>
</tr>
<tr>
<td>2</td>
<td>That the Amendment to the Trust Deed to replace the University Vice Chancellors with the Pro Vice Chancellors (Research) would preclude the Trust from the relevant provisions of the Tax Act</td>
<td></td>
<td>Moderate</td>
<td>Unlikely</td>
<td>Low</td>
<td>There are 4 PVCs and 2 other external members advising the Trustee on actions relating to the Trust and Murdoch University as Trustee will consider the recommendations of the Advisory Board and has authority to act to meet the Purposes of the Trust as described in the Deed</td>
<td>Low</td>
<td>Nil</td>
<td>Andrew Boddie</td>
</tr>
<tr>
<td>3</td>
<td>Conflicts of interest are not disclosed</td>
<td></td>
<td>Moderate</td>
<td>Unlikely</td>
<td>Low</td>
<td>Murdoch University ‘Conflicts of Interest’ Policies/Procedures/forms are in place and the Advisory Board will have a standing agenda item to disclose any conflicts of interest</td>
<td>Low</td>
<td>Nil</td>
<td>Andrew Boddie</td>
</tr>
</tbody>
</table>

16/3/05
Deed of variation of the Women’s Service Guild Trust Deed

BY

MURDOCH UNIVERSITY

LEGAL & GOVERNANCE
South Street              Tel: (08) 9360 6826
MURDOCH WA 6150         Fax: (08) 9360 6847
This Deed is made on [ ] April, 2005.

Parties:

This deed is made by:

MURDOCH UNIVERSITY of South Street, Murdoch, Western Australia ("Trustee").

INTRODUCTION:

(a) Murdoch is a body corporate established pursuant to section 4 of the Murdoch University Act 1973 (WA).

(b) The Trust was established pursuant to the Trust Deed.

(c) Murdoch has from the time of execution of the Trust Deed up to and including the date of this Deed continuously held office as Trustee and has not done anything so as to prejudice or preclude itself from exercising the Trustee’s powers and authority contained in the Trust Deed.

(d) Clause 12.1 of the Trust Deed permits the Trustee, amongst other things, from time to time by deed wholly or in part revoke, add to or alter the trusts declared by the Trust Deed.

(e) In accordance with clause 12.2 of the Trust Deed, the Trustee has been notified by the Deputy Commissioner of Taxation that the amendments proposed to be effected by this Deed will not affect the current status of the Trust as a deductible gift recipient.

OPERATIVE PROVISIONS

1. DEFINITIONS AND INTERPRETATION

1.1. Definitions

The following definitions apply to this Deed, unless the context otherwise requires:

1.1.1. "Deed" means this deed.

1.1.2. "Party" means a party to this Deed.

1.1.3. “Trust” means the Women’s Service Guild Trust constituted by the Trust Deed, as varied by a deed of variation dated 13/08/1999.

1.1.4. “Trust Deed” means a deed of trust made on or about 14/10/1997 by the Trustee, as trustee.

1.2. Rules for interpreting this Deed

The following rules apply in interpreting this Deed, except where the context makes it clear that a rule is not intended to apply:

1.2.1. Headings are for convenience only and do not affect interpretation.

1.2.2. A reference to recital, introduction, clause, schedule or annexure is a reference to a recital, introduction, clause, schedule or annexure, respectively, of or to this Deed.

1.2.3. A recital, introduction, clause, schedule or annexure forms part of this Deed.

1.2.4. A reference to this Deed or to any other instrument includes any amendment, variation, novation or replacement of them.

1.2.5. Where an expression is defined in this Deed, another part of speech or grammatical form of that expression will have a corresponding meaning.
1.2.6. A reference to a person includes any type of entity or body of persons, whether or not it is incorporated or has a separate legal identity, authority, trust, State or Government and vice versa.

1.2.7. A reference to any party means and includes a reference to that party and its executors, administrators, successors, substitutes (including, without limitation, persons taking by novation), transferees and permitted assigns and, if a body corporate, its directors, officers, agents, servants and employees.

1.2.8. A reference to anything (including a right, obligation or concept) includes each part of it.

1.2.9. A singular word includes the plural, and vice versa.

1.2.10. Words denoting any gender include every other gender.

1.2.11. If an example is given of anything (including a right, obligation or concept), such as by saying it includes something else, the example does not limit the scope of that thing.

2. VARIATION OF THE TRUST DEED

2.1. Variation

The Trustee declares that the Trust Deed is varied in each of clauses 6.1(a) and 6.1(b), as follows (additions in bold and underlined, deletions in strike-out):

"6.1 The members of the Advisory Board shall be:

6.1(a) the Pro Vice Chancellor (Research) or equivalent Vice Chancellor of each of the Universities, ex officio;

...

6.2(a) Each Pro Vice Chancellor (Research) or equivalent Vice Chancellor may appoint a senior research member of the staff of his or her university to be an alternate Advisory Board member in place of the Pro Vice Chancellor (Research) Vice Chancellor for any period that the Pro Vice Chancellor (Research) Vice Chancellor is absent from Western Australia. The Pro Vice Chancellor (Research) Vice Chancellor may from time to time in writing revoke or alter that appointment."

2.2. Effective date of this Deed

The Trust Deed is varied and this Deed becomes effective on the last day this Deed is executed by all Parties.

2.3. Rest of Trust Deed unaltered

In all other respects the terms of the Trust Deed remain unaltered.

EXECUTED as a deed by the parties:

EXECUTED under seal by MURDOCH UNIVERSITY in accordance with clause 1 of Statute 1 and Senate resolution S54/2004

Signature of Chancellor/Pro-Chancellor/Vice-Chancellor

Signature of General Counsel

Full name

Full name