Date of meeting: Friday, 28/10/2005
Present: Emeritus Professor Geoffrey Bolton (Chair)
       Professor John Yovich       Terry Budge
       Alison Gaines               Barbara Whelan
By telephone: Judge Kate O’Brien
Secretary: John Pease
Apologies: Assoc. Prof. Nick Costa
Official attendees: Greta vom Berg
Observers: Nil

Meeting commenced at: 8:40 am.

1. PARTICIPATION BY TELECONFERENCE
   In accordance with standing order 3.12, the meeting consented to Judge Kate O’Brien
   participating by teleconference facility.

2. DECLARATIONS OF INTEREST (MURDOCH UNIVERSITY ACT s17A)
   Nil, other than Barbara Whelan in relation to the role of the Guild President and
   Senate.

3. CONFIRMATION OF MINUTES
   The minutes of the meeting held on 18/07/2005 were confirmed.

4. DECISIONS BY CIRCULATION
   The committee noted and confirmed the minutes of the decisions, by circulation, with
   effective dates 28/07/2005 and 24/08/2005, respectively, when an absolute majority of
   the members voted in support.

5. GUILD PRESIDENT
   The Guild President tabled a copy of a legal opinion dated 19/10/2005 by Marks &
   Sands (copy attached), indicating that sub-section 20(2) of the Murdoch University
   and related provisions in internal statutes and regulations:
   - do not require the Guild President to be present during all Senate meetings
     (open and confidential) or entitle the Guild President to attend all Senate
     committee meetings; and
   - simply mean that if the Senate wants to communicate with the student body, it
     should do so via the Guild of Students.

   There was a general discussion regarding the role of the Guild President and the
   interface with Senate, during which the following observations were made:
   - The committee has considered the role of the Guild President in terms of Senate
     itself (cf. resolution GNC/08/2005 dated 18/07/2005), determining that the
appropriate way forward is for the Guild President to give notice, either for a specific meeting or on a standing basis, of his or her intention to attend open Senate meetings. The Chancellor would retain a discretion, in appropriate cases, to invite the Guild President to speak on any matter or to remain present during any confidential items.

➢ The Guild President for 2006 is also an elected student representative on Senate and, accordingly, the issue is only hypothetical for 2006.

➢ It is disappointing that only 5% of the student population voted in the recent student elections.

➢ The Guild President is referred to by title as a member of a number of Senate committees (i.e. Audit & Risk Management Committee, Governance & Nominations Committee, Honorary Awards & Ceremonial Committee, Legislation Committee and Resources Committee). However, it is unclear whether this inclusion was intended to specify the Guild President ex officio or as a member of Senate, as the position then was.

➢ It would not be practical to permit the Guild President to nominate persons to represent him or her at various meetings.

➢ It is important that there is a means by which the Guild can provide input on important issues and communicate with the Senate. However, it is occasionally unclear how the Guild should do so or via which Senate committee.

➢ Where the Guild wants to communicate with Senate, it should follow the existing means of communication that is available to all University stakeholders, namely communicate the matter, ideally by way of briefing paper, to the General Counsel & University Secretary, who will liaise with the Chancellor. The Chancellor can then refer the matter to the appropriate Senate committee for consideration or directly to Senate depending on the subject matter.

**Resolved:** To recommend to Senate that it adopt the following approach to the role of the Guild President during years in which he or she is not also elected by the students as a member of Senate:

(i) The Guild President is welcome to give notice under the standing orders of his or her intention to attend Senate meetings, either for a specific meeting, or on a standing basis.

(ii) The terms of reference for the following committees be amended by replacing the reference to “Guild President” with a reference to “an elected student member of Senate or the Guild President, ex officio”:

(a) Audit & Risk Management Committee (observer status only)

(b) Governance & Nominations Committee

(c) Honorary Awards & Ceremonial Committee

(d) Legislation Committee

(e) Resources Committee

(iii) To authorise the General Counsel & University Secretary to amend the Senate’s Statement of Governance Principles to reflect the changes to the terms of reference of the various Senate committees referred to in paragraph (ii).

(iv) To review the matter after the student elections held in 2006.
6. CHANCELLOR’S REPLACEMENT

The committee noted that:

- Initial discussions with Gerard Daniels Australia have refined the scope of work required in the search process, with a consequential reduction in the quoted fee to $20K.
- The initial phase of work in identifying a list of suitable candidates for review and consideration has been on hold pending progress of merger discussions with Curtin University of Technology.
- Ideally, the successful candidate should be given approximately 6 months notice of his or her appointment.

**Resolved:** To request Gerard Daniels Australia to progress the search process forthwith, with a view to providing a detailed list of potential candidates for consideration by the committee in mid-February, 2006.

7. CHAIRS OF SENATE COMMITTEES

The Chancellor reported that:

- Sir William Heseltine has agreed to continue to Chair the Audit & Risk Management Committee until July 2006 when his term as a member of Senate expires; and
- Judge Kate O’Brien has agreed to continue to Chair the Legislation Committee until May 2006 when her term as a member of Senate expires.

The Chair of both committees as well as membership will be reviewed at those respective times.

**Resolved:** To recommend to Senate that it appoint:

- Sir William Heseltine as chair of the Audit & Risk Management Committee until July 2006 when his term as a member of Senate expires; and
- Judge Kate O’Brien as chair of the Legislation Committee until May 2006 when her term as a member of Senate expires.

8. SENATE VACANCIES

The committee noted that the following Senate member’s current terms will expire in the next 12 months:

<table>
<thead>
<tr>
<th>Member</th>
<th>Expiry date</th>
<th>Eligible to serve again</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bob Pett</td>
<td>31/12/2005</td>
<td>No</td>
</tr>
<tr>
<td>Judge Kate O’Brien</td>
<td>15/05/2006</td>
<td>Yes</td>
</tr>
<tr>
<td>Dick Lester</td>
<td>22/05/2006</td>
<td>Yes</td>
</tr>
<tr>
<td>Sir William Heseltine</td>
<td>24/07/2006</td>
<td>No</td>
</tr>
<tr>
<td>Malcolm Macpherson</td>
<td>10/09/2006</td>
<td>No</td>
</tr>
</tbody>
</table>

There was a general discussion in relation to the matter, during which the following points were raised:

- Where a Senate member has served 3 consecutive terms, the Murdoch University Act imposes a mandatory 12 months period of ineligibility, after which a member may be reappointed or co-opted as a Senate member.
- The Minister is expected to confirm Mr Brian Aitken’s appointment as a member of Senate (cf. resolution GNC/13/2005) any day, to replace the existing position
formerly held by Dr Michael McCall.

➢ It is unlikely that Ms Dawn Casey will be in a position to accept being co-opted to fill Bob Pett’s position.

➢ Senate needs to be conscious of the gender balance in filling any vacancies that arise.

➢ Ms Margaret Banks, a former member of Senate has accepted an appointment as Director-General for Education in the Northern Territory. The Chancellor will send an appropriate letter of congratulations to her.

The committee also noted that the Vice Chancellor and the Director of HR will update the listing of existing Senate members and skills, together with the list of potential new members within the next 14 days so that the committee can consider appropriate recommendations to fill the impending vacancy that will arise when Bob Pett’s term expires.

9. NEXT MEETING

A further meeting of the committee will be held mid-November so that an appropriate recommendation regarding Bob Pett’s position can be referred to Senate’s November meeting.

Meeting concluded at: 9:45 am.

Signed as a true record of the meeting of the Governance & Nominations Committee held on 28/10/2005.

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EMERITUS PROFESSOR GEOFFREY BOLTON
CHAIR

Dated: November, 2005