

**COUNCIL****Meeting No 1/25****Council Room, Bedford Park****Thursday, 13 March 2025****2.08pm****MINUTES**

**PRESENT:** John Hood (Chair) (Chancellor), Professor Colin Stirling (Vice-Chancellor), Kim Cheater, Douglas Gautier AM (Deputy Chancellor), Benjamin Grillett, Lucinda Hewitson, Abhishek Jain, Matt Johnson, Professor Christopher Kee, Leanne Liddle, Clare Mockler, Associate Professor Amanda Muller, Damien Walker, Kate Walsh, Brenda Wilson AM, Sharon Wilson.

**APOLOGIES:** Nil

**IN ATTENDANCE:** Rosie Bolingbroke (Council Secretary), Marc Davies (General Counsel & University Secretary) (GCUS), Sylvia Cornelius (Legal Officer), Tania Johnson (Executive Assistant to the Chancellor), Mark Schultz (Director, People & Culture) – for items 2.6, 3.1 & 3.2, Professor Romy Lawson (Deputy Vice-Chancellor Students) – for item 3.2, 3.12 – 3.15, Shane Jennings (Director, Property, Facilities & Development) – for item 3.5, Richard Porter (Chief Financial Officer) – items 3.6 & 3.7), Jayne Flaherty (Chief of Staff) – for item 3.8, Kim Pryor (Senior Alumni Relations Manager) – for item 3.8

*All resolutions were passed by consensus unless otherwise indicated.*

**1. OPENING****1.1. Acknowledgement of Country**

The Council acknowledged the land upon which the meeting was held as the traditional land of the Kurna people, and paid respects to their spiritual relationship with their country, the Kurna people as the custodians of the Adelaide region and the continuing importance of their culture and heritage.

The Council further acknowledged and honoured the Traditional Owners and Custodians of the lands on which Flinders University operates; these are the Traditional Lands of the Arrernte, Dagoman, First Nations of the South East, First Peoples of the River Murray & Mallee region, Jawoyn, Kurna, Larrakia, Ngadjuri, Ngarrindjeri, Ramindjeri, Warumungu, Wardaman and Yolngu people.

**1.2. Apologies and Opening Comments**

The Chancellor welcomed new Council members Clare Mockler and Damien Walker. He thanked the Selection Committee for their support in engaging the new Council and

Committee members and announced planning was underway for a 2-day Council Retreat later this year.

### **1.3. Confirmation of Minutes**

The Minutes of Council 5/24 meeting held on 5 December 2024 (C 1.3/1/25) were confirmed as a true and correct record, subject to an amendment to item 1.6 (Disclosure of Interests) to clarify that Kim Cheater was on the Board of Australian Unity Ltd.

### **1.4. Business Arising**

Council noted that some action items (C 1.4/1/25) were due to be addressed during the meeting, and that the remainder were scheduled to be completed at later meetings.

### **1.5. Arrangement of the Agenda**

The Chancellor advised that no changes to the agenda were required, and advised that the items concerning the Vice-Chancellor's employment had been intentionally scheduled towards the end of the meeting to allow him to exit the meeting prior to their discussion.

### **1.6. Disclosure of Interests**

The Vice-Chancellor noted his interest in items 3.10 and 3.11 in relation to his employment conditions.

Sharon Wilson confirmed that she was a consultant for Pyne and Partners, Mitsubishi Heavy Industries, and My Modular, however it was noted that none of these disclosures related to the business of the meeting.

## **2. NON-CONFIDENTIAL MATTERS**

### **2.1. Vice-Chancellor's Report**

The Vice-Chancellor's report (C2.1/1/25) was taken as read. In addition, he updated Council on:

- His visit to Mt Gambier to meet with students embarking on their medical and allied health degrees as part of the University's landmark SA Rural Medical Program.
- The status of the HealthCARE and residential housing proposal, including discussions with State and Federal government regarding funding support.
- The Senate inquiry into university governance, with the NTEU, Fair Work Ombudsman and TEQSA being called to give evidence; and the expectation that universities will be called next.
- Misinformation about Vice-Chancellors' salaries in the media.

*Part of the Vice-Chancellor's verbal update was confidential and minutes of those items are available for members only.*

### **2.2. Strategic Plan Update**

The Vice-Chancellor provided an update on the Strategic Plan process, indicating that the draft is complete, but its release may be postponed to allow new Council members to participate in discussions during the upcoming Council Retreat. This postponement will also

provide time for the new Adelaide University's strategic direction to be announced, enabling Flinders to highlight its unique position and align with the launch of the University's 60th anniversary celebrations.

### **2.3. Academic Senate Chair's Report (inc. Academic Governance Review)**

Professor Chris Kee, Chair Academic Senate, presented an overview of Academic Senate operations at Flinders, noting in particular:

- The difference between Flinders' academic governance structures compared to other universities.
- Regulatory and policy frameworks, including delegations to Academic Senate.
- How the re-accreditation of universities in 2022 was delayed to 2024 due to COVID with the University being reregistered for the maximum 7-year registration period.
- The external governance review of Academic Senate which had occurred in 2023, which led to a new membership election process.
- The take up of elected positions, including the number of candidates, those elected unopposed and the number where VPEDs needed to appoint due to having no nominees.
- The restructure of Academic Senate's sub-committees.
- That the first meeting of the new Senate was scheduled for next week.

The Vice-Chancellor announced that Professor Kee's term as Chair of Academic Senate expires in June 2025 and that he will be re-appointed for a further 2-year term.

### **2.4. External Governance Review**

The report on the External Governance Review (C 2.4/1/25) was taken as read.

The GCUS advised that the Executive Committee had endorsed the proposed scope for the External Governance Review. It was proposed that the GCUS would obtain several proposals from a shortlist of providers, which would be reviewed by the Chancellor, Vice-Chancellor and the GCUS, with the Chancellor being authorised to engage the preferred provider and make any necessary changes to the scope. An update will be provided to Council at its May meeting.

The Chair of the Audit and Risk Committee suggested that feedback from the Committee Chairs should be included in the process.

### **2.5. Senate Inquiry into University Governance**

The report on the Senate Inquiry into University Governance (C2.5/1/25) was taken as read.

*Mark Schultz (Director, People & Culture) joined the meeting at 3.05pm.*

### **2.6 Workplace General Equity Reports**

The Director, People & Culture presented the Workplace General Equity Reports for 2023-24 (C 2.6/1/25).

Council discussed the report and gender pay equality generally, including:

- Querying whether there is a gender pay gap at Flinders at the time staff are onboarded or whether a gap arises over time through promotions. The Director, People & Culture advised that employee salaries are largely defined by the EA, so there was no pay gap at the time of appointment.
- That the gender pay gap disclosed in the report is largely a consequence of there being less men employed in lower-level positions. The gender balance in higher-paid positions is approximately equal.
- That the report indicates that the University supports and encourages promotion of women, but it does not provide information on retention of women.
- That while the Vice-Chancellor's senior executive team has been stable over the past few years, recently arising vacancies are being filled with gender balance in mind.

The Director, People & Culture also advised Council about ongoing training sessions focusing on raising awareness about the challenges faced by menopausal women in the workplace. The initiative will include a review of policies and potential accreditation through Menopause Friendly Australia. Given that a significant portion of the University's female employees fall within this age group, the University aims to ensure that these staff members are not disadvantaged.

### **3. CONFIDENTIAL MATTERS**

#### **ITEMS 3.1 TO 3.11 WERE CONFIDENTIAL ITEMS TO MEMBERS ONLY**

*Minutes of these items are available for members only.*

### **4. MEETING FINALISATION**

#### **4.1. Minutes of Sub-Committees**

The GCUS advised that because it was the first meeting for the year, some committees had not yet met, and other minutes were still awaiting approval by the relevant committee chairs. The delayed minutes would be included in the papers for the May 2025 agenda.

#### **4.2. Other Business**

There was no other business.

#### **4.3. Schedule of Business**

Council noted the Schedule of Business for 2025 (C 4.1/1/25).

#### **4.4. Next Meeting**

Council noted that the date of its next scheduled meeting was Thursday 22 May 2025 at 2.00pm.

Brenda Wilson advised she would be an apology for the May Council meeting.

The meeting closed at 5.34pm

**EXTRACT FROM confidential minutes of meeting 1/25**