

**COUNCIL****Meeting No 2/24****Council Room, Bedford Park****Thursday, 23 May 2024****2:00pm****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, Associate Professor Amanda Muller, Elizabeth Perry AM (Deputy Chancellor), Kate Walsh and Sharon Wilson.

**APOLOGIES:** Leanne Liddle and Brenda Wilson AM.

**IN ATTENDANCE:** Professor Raymond Chan (Deputy Vice-Chancellor (Research) for item 3.7, Marc Davies (General Counsel and University Secretary), Jayne Flaherty (Chief of Staff) for item 2.3, Mark Gregory (Vice-President, Corporate Services) for items 2.4 and 3.3, Luke Havelberg (Chief Information Officer) for item 3.10, Professor Romy Lawson (Senior Deputy Vice-Chancellor) for items 3.4 - 3.6, Richard Porter (Chief Financial Officer) for items 2.2, 2.5 and 2.7, Sebastian Raneskold (Vice-President and Pro-Vice Chancellor (International) for item 2.6, Mark Schultz (Director, People and Culture) for item 3.1, Karl Sellmann (Chief Information Security Officer) for item 3.10, William Van Ausdal for item 2.4 and Nicole Westrich (Senior Governance Officer).

**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.

**1.2. Welcome and Apologies**

The Chair welcomed all members and attendees, with a special welcome to new members Lucinda Hewitson and Matt Johnson, and noted the apologies as listed above.

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

The Minutes of Council 1/24 meeting held on 14 March 2024 (*Doc C M/2/24*) were confirmed as a true and correct record, subject to the minor amendment to remove the following from minute 3: Confidential Matters - “Non-members were asked to depart the meeting, and”.

### **1.4. Business Arising**

Council noted that the two outstanding items (*Doc C BA/24*) were deferred to meeting 3/24 to allow for further consultation.

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

The Chancellor, in consultation with Council members, arranged the agenda to prioritise items which required time for discussion.

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

There were no new disclosures of interest.

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

### **2.1. Vice-Chancellor’s Report**

Council reviewed and discussed the various academic, research, strategic, operational, staff, students and other matters reported in the Vice-Chancellor’s report (*Doc C 1/2/24*).

The Vice Chancellor highlighted a number of other matters, including:

- The development of the University’s new Strategic Plan, with multiple opportunities for staff and students to engage with the consultation process, which would then inform the draft for referral to the October Council meeting;
- The current unprecedented political situation which had impacted Flinders’ international cohort in terms of their ability to commence at Flinders and, for those who were continuing here, on their post-study work rights. The new landscape was driven by policy changes and Ministerial Directions relating to the Migration Strategy. Flinders has been invited to provide feedback on this new framework and along with all universities. Under the current proposal, an individual soft cap on international student numbers would be provided later in the year.
- Regarding Flinders’ position in the QS subject rankings, the Vice-Chancellor noted the decrease in citations, but noted that these were lag indicators. With the significant increase in research funding, this would see an increase in citations in due course.

### **2.2. Annual Financial Statements**

Mr Richard Porter (Chief Financial Officer) (CFO) presented the Annual Financial Statements (AFS) (*Doc C 2/2/24*) for Council review and approval.

The Vice-Chancellor noted his interest in the matter via his role as Director for IDP and for Education Australia, in relation to the IDP shares franking credit receivable.

The CFO further advised that:

- The detailed report highlighted that for the 2023 AFS, the disclosure and classification related to the IDP franking credit receivable was reviewed and updated. The receivable had been reclassified as a non-current receivable (from a current) following the denial of the franking credit by the ATO and likely timeframe for resolution. This treatment had been confirmed with the Auditor General's Department.
- The draft statements were endorsed by the Audit and Risk Committee with a recommendation for Council to approve, subject to the completion of all relevant assurances and declarations. These related to a standard management representation letter that the Chancellor, President and Vice-Chancellor, and CFO would sign.
- The University audit was substantially complete, and the Auditor-General had indicated that at the time of writing they were not aware of anything that would affect their ability to express an unqualified audit opinion.

Council discussed the AFS and then resolved to authorise their signing.

**RESOLUTION:**

Council, on the recommendation of the Audit and Risk Committee, approved and resolved to authorise the Vice-Chancellor, Chancellor, and Chief Financial Officer to sign the 2023 Annual Financial Statements satisfied, having considered the financial statements with the necessary care, diligence, and skill, to the best of their knowledge and belief that:

- the General Purpose Financial Report for Flinders University presents a true and fair view, in accordance with the Treasurer's Instructions issued under Section 41 of the Public Finance and Audit Act 1987, applicable Australian Accounting Standards and other mandatory professional reporting requirements in Australia, and to conform to the Department of Education and Training Financial Statement Guidelines for Australian Higher Education Providers for the 2021 Reporting Period, the financial position of Flinders University as at 31 December 2023, the results of its operations and its cash flows for the financial year;
- the financial statements are in accordance with the accounts and records of the University;
- internal controls over financial reporting and the general purpose financial report have been effective throughout the reporting period;
- at the time of signing of this statement, there are reasonable grounds to believe that the University will be able to pay its debts as and when they become due and payable;
- there have been no matters arising since balance date of a material nature that would impact on these financial statements and has not otherwise been disclosed;
- the amount of Australian Government financial assistance expended during the reporting period was for the purposes for which it was intended;
- Flinders University has complied with applicable legislation, contracts, agreements, and program guidelines in making expenditure; and
- Flinders University charged Student Services and Amenities Fees strictly in accordance with the Higher Education Support

Act 2003 and the Administration Guidelines made under the Act. Revenue from the fee was spent strictly in accordance with the Act and only on services and amenities specified in subsection 19-38(4) of the Act.

**VOTING RECORD:** *The resolution was passed by consensus.*

### **2.3. Annual Report**

The Chief of Staff, Ms Jayne Flaherty (COS) presented the draft Annual Report (*Doc C 3/2/24*) for Council's review and discussion.

The COS noted that the Annual Report would be tabled in Parliament and then saved in the State Library. The document provided an excellent opportunity to make current and prospective stakeholders aware of Flinders' outstanding work and accordingly, last year a copy of the previous year's Annual Report along with a letter from the Chancellor was proactively circulated to key stakeholders. A similar proactive circulation would occur this year.

Members commended the look and feel of the Annual Report and provided feedback regarding the use of rankings rather than percentage comparisons, amendments to attendance records and partnerships, and reviewing language regarding international enrolments.

**ACTION:** Members were encouraged to email any concerns about the Annual Report to the General Counsel and University Secretary, and the Senior Governance Officer.

**RESOLUTION:** Council approved the University's draft Annual Report, subject to minor amendments as identified by members, and authorised the Vice-Chancellor to sign off on the final proof.

**VOTING RECORD:** *The resolution was passed by consensus.*

### **2.4. Sustainability Strategy**

Mr Mark Gregory (Vice-President, Corporate Services) and Mr William Van Ausdal (Principal Sustainability Strategist) presented the Flinders University 2030 Sustainability Strategy (*Doc C 4/2/24*) for Council's information.

Members noted that this new strategy addressed key areas such as contributing to a sustainable society, taking climate action, and integrating a Whole-of-Flinders approach across all university operations. The proposed strategy, following extensive consultation and feedback processes, set out a clear pathway for sustaining institutional excellence and leadership in addressing global environmental challenges through 2030.

The VPCS advised that out of 1,400 universities in the world, Flinders achieved 66<sup>th</sup> position for Environmental Impact (top 7 in Australia) and 42<sup>nd</sup> position for Environmental Sustainability (top 5 in Australia) for operationalised sustainability which contributed to the QS World University 2024 Rankings.

## 2.5. Modern Slavery Statement

Mr David Paterson (Associate Director, Procurement Services) provided Council with an overview of the legislative requirements, and the process undertaken to draft the Modern Slavery statement with a view to Council approval (*Doc C 5/2/24*). Council reviewed and discussed the 2023 Modern Slavery statement as presented.

Members were advised that the Modern Slavery statement outlined actions taken by Flinders to assess and address modern slavery risks in its global operations and supply chains, and that actions taken have been to update Flinders' Procurement Policy with a focus on ethical, sustainable, and social responsibility principles, and as part of the Australian Universities Procurement Network, the use of an anti-slavery reporting tool which highlighted risks in the supply chain for high-risk spend categories such as desktop hardware, cleaning, laboratory supplies, research equipment, food and beverage, and clothing and apparel.

Members discussed the importance of educating Flinders' international student cohort around what constitute an exploitative work practice, for those who would be working part-time while studying in Australia.

### **RESOLUTION:**

Council approved the Modern Slavery Statement as presented at *Doc C 5/2/24* and delegated authority to the Vice-Chancellor to sign and to make minor amendments if required.

### **VOTING RECORD:**

*The resolution was passed by consensus.*

## 2.6. Student Visa Risk

*Drafting Note: Some of discussion on this Item was confidential and the full minutes are only available to members.*

Mr Sebastian Raneskold (Vice-President and Pro Vice-Chancellor (International)) (VPPVCI) provided a presentation to Council regarding the current international student visa issue, the revenue impact and mitigation strategies.

The VPPVCI summarised significant visa processing changes that have had a material impact on Flinders' projected international student numbers and revenue. Whilst evidence level categories have long been utilised for assessing the level of evidence required by the Department of Home Affairs to process a visa, following a Ministerial Direction in December 2023 the evidence levels are now being used to prioritise processing of visas, with preference given to Evidence Level 1 institutions.

The delay on visa processing has resulted in fewer students being able to commence at Flinders University. The financial implication of this change was significant, and the Committee discussed options for political advocacy, internal mitigation strategies, and flow on effects on University operations.

The VPPVCI noted that significant mitigation strategies were being implemented, that involved both operational strategies and political advocacy.

The Chair thanked the VPPVCI and his team, and the Vice-Chancellor and Senior Deputy Vice-Chancellor for their tireless work in this space.

## 2.7. Quarterly Financial Report

*Drafting Note: Some of discussion on this Item was confidential and the full minutes are only available to members.*

The CFO provided a summary of the Quarterly Financial Report (Doc C 6/2/24) with the following highlights:

- The Summary Profit and Loss and Council Scorecard metrics reflected the impact of shortfalls in International Onshore Student revenue.
- Untied funds were dominated by shortfalls to budget in Student revenue. There were savings forecast in Non-Salaries, partly driven by the lower student volumes than budgeted.
- Salaries were also being reviewed to ensure the variance to budget is minimised.
- Tied Student revenue was unfavourable with lower SSAF on the back of lower volumes (-1,608 EFTSL). Expenditure in Non-Salary was forecast to exceed budget to deliver the incremental revenues from each of the tied sources.

## 2.8. Academic Senate Chair's Report

Professor Christopher Kee (Chair, Academic Senate) presented the report on Academic Senate business (Doc C 7/2/24) and highlighted the progress of the Academic Governance Review. Responsibilities and functions had now been mapped to each committee represented in the new approved structure and the subsequent draft terms of reference were in development for referral to stakeholder workshops.

## 3. CONFIDENTIAL MATTERS

### ITEMS 3.1 TO 3.10 WERE CONFIDENTIAL ITEMS TO MEMBERS ONLY

Minutes of these items are available for members only

## 4. Meeting Finalisation

### 4.1 Minutes of Sub-Committees

Council reviewed and noted the minutes of Sub-Committees (Doc C 17/2/24):

- Academic Senate 1/24
- Academic Senate 2/24 (unconfirmed)
- Audit and Risk Committee 1/24
- Executive Committee 1/24 (unconfirmed)
- Remuneration Committee 1/24 (unconfirmed)
- Selection Committee 1/24 (unconfirmed).

### 4.2 Other Business

*Drafting Note: Some of discussion on this Item was confidential and the full minutes are only available to members.*

The Vice-Chancellor advised of the sad passing earlier in the day of Emeritus Professor Don DeBats from the College of Business, Government and Law. Professor DeBats was instrumental in the development of Flinders' Washington Internship Program and the establishment of The Jeff Bleich Centre for Democracy and Disruptive Technologies.

The Chancellor also raised the issue of Flinders' approach to the current commentary surrounding the conflict in Gaza.

There was no other business.

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

Council noted the Schedule of Business for 2024 (*Doc C SB/24*).

#### **4.4 Next Meeting**

Council noted that the date of its next scheduled meeting was 22 August 2024 at 2.00pm.

The meeting closed at 5:08pm.

**EXTRACT FROM confidential minutes of meeting 2/24**