

COUNCIL'S FULFILMENT OF ITS 2019 BUSINESS SCHEDULE

FULFILMENT OF BUSINESS SCHEDULE AND COMPLIANCE WITH CORPORATE GOVERNANCE STANDARDS AND CODES

Council fulfilled its business schedule in 2019 as demonstrated by the table of actions set out in the below table.

Council met its responsibilities under relevant legislation and codes of practice:

- *Deakin University Act 2009* (Vic)
- Deakin University Council Charter
- corporate governance and accountability standards specified by the Tertiary Education Quality and Standards Agency (TEQSA)
- Voluntary Code of Best Practice for the Governance of Australian Universities.

The 2019 Performance Review of Council attested to Council's fulfilment of its governance responsibilities. The Review commented very positively on Council's performance and found no material areas for improvement. The Review recommended a series of actions to further strengthen Council's operations.

REPORTS ON OUTCOMES FROM COUNCIL MEETINGS

Following each meeting of Council a report on outcomes from the meeting was published on the Council website.

12 December 2019

| Responsibility or function | Ref | No. | Item | Actions | Outcomes | Achieved |
|---|---------|-----|---|--|--|----------|
| 1. Strategic direction, budget and business plan | | | | | | |
| Approving the mission and strategic direction of the University and its annual budget and business plan | 8(3)(b) | 1.1 | Review and renewal of strategic direction | Council held two Strategy Conferences in 2019, one in February reviewing current strategy and one on October looking forward to the University's next strategic plan from 1 January 2021. | Council agreed a timetable for the development of, consultation on and approval of the University's next strategic plan. This is incorporated in Council's 2020 business schedule. Council had preliminary discussion of major items to be addressed in the plan. These will be discussed in depth at the Strategy Conference in February 2020. | Yes |
| | 8(3)(b) | 1.2 | Analyse emerging trends in the university sector nationally and internationally | At its Strategy Conferences Council discussed trends and emerging issues in the sector nationally and internationally. At its meeting in November 2019 Council endorsed strategy documents on microcredentials and the University's presence and plans in India. | Council considered Deakin's positioning relative to national and international trends in the university sector nationally and internationally. Council considered competitor analyses twice during the year. Council considered and where appropriate endorsed plans relating to elements of the University's strategic plan. | |
| | 8(3)(b) | 1.3 | Consider and if appropriate approve Business Plan for the coming triennium, including the next year budget and three year financial plan including capital expenditure plan | At its November meeting Council considered the University's Financial Plan 2020-2022 including the 2020 budget. | Council approved the University's 2020 budget and noted that the three year plan represented a transition from a high to low growth budget and operating model. Council determined that the Plan for 2021 and 2022 would be reviewed to ensure that a better position was achieved for those years. | |
| 2. Oversight and review of University performance | | | | | | |
| Appoint and monitor the performance of the Vice-Chancellor as chief executive officer of the University | 8(3)(a) | 2.1 | Consider annual report on the Vice-Chancellor's performance and remuneration | The Chancellor conducts the Vice-Chancellor's performance review in accordance with the process approved by Council on 30 June 2016, makes recommendations to the Remuneration Committee and reports on outcomes to Council. | The Chancellor conducted the performance reviews of the outgoing (June 2019) and incoming Vice-Chancellor (December 2019) in accordance with the process approved by Council. The Chancellor reported to Council in confidential session at its first available meeting following the completion of the performance review. | Yes |

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|---|---------|-----|--|---|---|----------|
| Oversee and review the management of the University and its performance | 8(3)(c) | 2.2 | Review and if appropriate approve the University's Annual Report including annual financial statements and risk statement | At its meeting on 21 March 2019 Council considered the University's Annual Report including annual financial statements and risk statements. | The University's Annual Report was approved on 21 March 2019 and tabled in the Victorian Parliament on 1 May 2019. The Annual Report was written using integrated reporting principles <ir> as advocated by the Integrated Reporting Council. | |
| | 8(3)(c) | 2.3 | Consider written and oral report from the Vice-Chancellor on current and strategic matters | Council considered written reports (current issues) and oral reports (written and oral reports) at each meeting. | At each meeting Council considered matters reflecting and affecting the University's performance and key matters related to the University's strategy. | |
| | 8(3)(c) | 2.4 | Monitor the performance of the University against all key performance indicators in the strategic plan | At its meeting on 21 March and 25 July Council considered reports from the Vice-Chancellor on the University's performance against strategic plan key performance indicators. | The University's performance was comprehensively monitored. Council particularly noted outcomes on: <ul style="list-style-type: none"> • continued strong performance in student satisfaction and employment outcomes (1st in Victoria) • improved research performance as reflected in results in the 2019 Excellence in Research Australia (ERA) assessment • movements in international rankings • continued robust financial position. | |
| | 8(3)(c) | 2.5 | Consider Executive presentations on strategic matters and implementation of strategic plan | Council considered a series of presentations on strategic matters by Executives and Directors of Institutes. | Questions on the University's performance and progress were addressed at each meeting by the Vice-Chancellor and members of the Executive. Council considered a presentation and business case for the establishment of the Institute for Mental and Physical Health and Clinical Translation (iMPACT) on 23 May 2019. | |
| | 8(3)(c) | 2.6 | Consider presentation from the Chief Operating Officer on human resources issues, including: <ul style="list-style-type: none"> • workplace health and safety • staff satisfaction, retention and turnover | Council will consider a presentation from the Chief Operating Office on human resources issues at its meeting on 12 December 2019. | At its meeting on 12 December 2019 Council will consider a presentation on the University's performance in terms of human resource issues, including occupational health and safety, talent acquisition, retention and development and staff satisfaction. | |

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|--|--------------------|---------------------|---|---|---|----------|
| | | | | | At its meeting on 14 November 2019 Council considered the headline results and issues arising from the two yearly staff survey and noted management's action plan priorities. | |
| | 8(3)(c) | 2.7 | Consider annual report by University institutes on their performance against their KPIs | Council will considered the annual reports on University institutes' performance at its meeting on 12 December 2019. | At its meeting on 12 December 2019 Council will consider a report of performance by all institutes against key performance indicators, including income earned, Rol, research impact, research training and commercialisation. | |
| Strategic human resources issues | 8(3)(c) | 2.8 | Consider minutes of Remuneration Committee meetings and reports on performance and reward policies, succession planning and strategic human resources issues | Council considered the minutes of Remuneration Committee meetings at its May, July and December meetings. | Council considered advice from the Remuneration Committee on the appropriateness of senior staff remuneration at Deakin, benchmarked against the sector. Council noted the progress of priority human resource policies to support achievement of the universities' objectives. | |
| Maintain a clear distinction between governance and management | TEQSA 6.1.3, ASX 1 | 2.9 (see also 8.10) | Review actions taken in previous year to maintain distinction between governance and management | Council considered the distinction between governance and management in the 2019 Council Performance Review. | The 2019 Council Performance Review concluded that there is an extremely productive and respectful working relationship between Council and the Executive. The Action Plan arising from the review included items to build on this. | |
| 3. Overseeing the management and control of finances | | | | | | |
| Oversee the management and control of the University finances 9(1)(e)Safeguard integrity in financial reporting | 9(1)(e) | 3.1 | Consider and if appropriate approve end of year financial report, including cash flow projections, capital expenditure performance and investment performance | At each meeting Council considered the financial report from the Chief Financial Officer. Following each meeting of the Investment Committee Council received a report on the performance of the University's investments. | Council considered projections for the end of year financial position throughout the year. Council considered reports from the Investment Committee on the performance of the University's investments throughout the year. Council noted the progress of the University's Future Fund towards its long term goal in its consideration of the 2020–2022 Financial Plan. | Yes |

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|----------------------------|---------|-----------------------|--|---|--|----------|
| | ASX4,7 | 3.2 (see also 2.2) | Consider and if appropriate approve: <ul style="list-style-type: none"> audited annual financial statements to ensure that they comply with the University's statutory responsibilities and with accounting standards written statement by CFO to accompany financial statements regarding risk management and internal compliance and control | At its meeting on 21 March Council considered the University's audited annual financial statements and the opinion of the Victorian Auditor-General. Council noted that the audit opinion was qualified as in previous years due to a difference in interpretation about the treatment of certain unspent grant income. | The sign-off process for the annual financial statements was in accordance with the arrangements approved by Council in 2016. The annual financial statements were approved at the meeting on 21 March 2019 and published in the University's Annual Report. Council members attended the meeting of the Audit and Risk Committee on 4 March 2019 when the external auditors discussed the annual financial statements. | |
| | 9(1)(e) | 3.3 | Monitor finances and major projects (Note: Reporting on major projects is in accordance with the Governance Framework for Projects endorsed by Council on 4 August 2016 which includes the circumstances in which a project must be brought back to the Committee and Council for approval in relation to variations to scope, budget and schedule.) | Council considered the finance and major projects reports at each meeting. | Financial performance was monitored throughout the year and any material variations to budget and to major project milestones were analysed. Council considered three change requests for major projects – the Geelong Future Economy Precinct, the Research Innovation Science and Engagement (RISE) Precinct and the Smart Microgrid project. Council will decide on the change request for the Microgrid project at its meeting on 12 December 2019. | |
| | 9(1)(e) | 3.4 | Consider outcomes of the Victorian Auditor-General's analysis of the financial performance of Victorian universities including financial sustainability indicators | Council considered a report from the Audit and Risk Committee on VAGO's report to the Victorian Parliament on Victorian universities. | Council noted Deakin's sound position in terms of financial sustainability using the ratios applied by the Victorian Auditor-General. Council monitored these ratios throughout the year in the regular financial reports. | |
| | 9(1)(e) | 3.5 | Consider and if appropriate approved amendments to the Financial Delegations policy as required | Council approved amendments to the Delegations policy at its meeting on 6 December 2018 to come into effect alongside the University's new finance system, UniFi. | The amended Delegations policy came into effect on 6 March 2019 alongside the University's new finance system, UniFi. | |
| | 9(1)(e) | 3.6 | Consider minutes of the Finance and Business Affairs Committees meetings and any issues arising | Council considered reports from the Finance and Business Affairs Committee following each of its meetings. | Council noted the matters considered by the Committee and the reasons for the endorsement of business cases or any conditions attaching to the approval of expenditure. | |

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|---|--------------------------------|--------------------|--|---|--|----------|
| Monitor activities of controlled and associated commercial entities | Commercial activity guidelines | 3.7 (see also 7.7) | Receive summary quarterly reports on controlled commercial entities and consider any issues arising – FBAC | Council considered reports from the Finance and Business Affairs Committee on its quarterly review of the performance of controlled and associated commercial entities. | Council noted minutes from minutes of the Finance and Business Affairs Committee and the Audit and Risk Committee regarding controlled and associated entities. Council considered the risk assessments for each of the University's controlled entities and noted any ratings above Low and controls for relevant risks. The level of financial and reputational risk associated with the University's controlled commercial entities was assessed and reported in the University's Annual Report. There were no University associated entities that met the requirements of the definition of an associated entity under 50AAA of the Corporations Act 2001. | |
| 4. University legislation and policies | | | | | | |
| Make statutes and regulations | 28 | 4.1 | Consider and if appropriate approve proposals for making, amending and revoking legislation | Council considered proposals from the Legislation Committee for changes to University legislation. Council conferred authority on the Legislation to approve Regulations to enact certain decisions of Council. | The following changes to University Regulations were made in 2019: <ul style="list-style-type: none"> • 2.4(8) Institute for Mental and Physical Health and Clinical Translation (new) • 4.1(2) Academic and Research Integrity (amended) • 2.2(1) The Academic Board (amendments to come into effect on 1 January 2020). | Yes |
| Establish policy and procedural principles for the operation of the University consistent with legal requirements and community expectations Establish policies relating to the governance of the University | 8(3)(d) 9(1)(b) | 4.2 | Consider and if appropriate approve proposals for making, amending and revoking policies relating to the governance of the University, including the Policy Framework, as required | Council considered a report from the Audit and Risk Committee on proposed amendments to the University Risk and Compliance policy suite. | Council approved amendments to the Risk and Compliance Management policies | |
| | | 4.3 | Receive annual report on policies made, amended and revoked during the year | A list of policies made, amended and revoked in 2019 is included in the Report on the Exercise of Council Delegations at agenda item 27 . | | |
| | | 4.4 | Consider minutes of Legislation Committee meetings and any matters arising | Council considered minutes following each meeting of the Legislation Committee. | Council considered reports from the Legislation Committee following each of the Committee's meetings. In 2019 Legislation Committee reports focussed in particular on the review and | |

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| | | | | | streamlining of University legislation to be completed in 2020. | |
| 5. Overseeing and monitoring academic activities | | | | | | |
| Oversee and monitor the academic activities of the University | 8(3)(g) TEQSA 6.1.1, 6.2.1f | 5.1 | Consider reports on academic governance, including admission and assessment standards, student progression and compliance with TEQSA academic governance requirements | Council received a report following each meeting of the Academic Board on its oversight and monitoring of standards n teaching and research across the University. | Council considered reports on each meeting of the Academic Board augmented by comments from the Chair of the Board. On the recommendation of the Academic Board Council approved amendments to Regulation 2.2(1) The Academic Board and the Academic Board policy . Council will consider a report on the management of academic risk across the University on 12 December 2019. | Yes |
| Protect free intellectual inquiry and expression in learning, teaching, and research | TEQSA 6.1.4 | 5.2 | Consider annual review of activities by the Academic Board to uphold academic standards, quality assurance and academic freedom | Council received reports from the Chair of the Academic Board on academic governance and academic freedom. | At its meeting on 12 December 2019 Council will consider a recommendation to approve the University's response to the Robert French Review of Freedom of Speech at Australian higher education providers comprising: <ul style="list-style-type: none"> • amendments to the Academic Freedom policy as approved by the Academic Board • establishment of a Freedom of Speech policy. | |
| Oversee conferral of higher education awards | TEQSA 6.1.1, 6.2.1h | 5.3 | Consider reports on conferral of higher education awards at graduation ceremonies | Higher education and honorary awards are conferred with the authority of Council. | Higher education awards are conferred in person or in absentia at graduation ceremonies with the authority of Council. In 2019 Council approved the awarding of 11 honorary degrees. | |
| Consider conferral of higher doctorates | Reg 5.2(5) | 5.4 | Consider and if appropriate approve conferral of higher doctorates as required | In 2019 no higher doctorates were recommended to Council for conferral. | | Yes |
| Consider reports on research initiatives including commercialisation of research projects | 8(3)(g) | 5.5 | Consider reports on research initiatives Consider and if appropriate approve research initiatives of strategic significance including major research commercialisation initiatives, as required | Council considered reports on research and commercialisation initiatives. | Council considered a presentation on research strategy by the Deputy Vice-Chancellor Research at its meeting on 23 May 2019. Council approved the establishment of the Institute for Mental and Physical Health and | Yes |

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|--|---------|-----|--|---|--|----------|
| | | | | | Clinical Translation at its meeting on 23 May 2019. Council will consider a report on the performance of research institutes including the commercialisation pipeline at its meeting on 12 December 2019. | |
| Consider presentations from Faculties and Institutes on academic activities | 8(3)(g) | 5.6 | Consider presentations from Faculties and Institutes on academic activities | Council considered presentations and reports on academic activities, notably research strategy (23 May 2019), institute performance (12 December 2019) and academic governance (following each meeting of the Academic Board). | | |
| 6. Overseeing and monitoring risk management, systems of control and accountability | | | | | | |
| Oversee and monitor the assessment and management of risk across the University | 8(3)(f) | 6.1 | Review the University's risk appetite statement | Council considered updates to the University's risk appetite statement on the recommendation of the Audit and Risk Committee. | Council approved updates to the University's risk appetite statement. | Yes |
| | 8(3)(f) | 6.2 | Consider the Deakin risk profile (Headline Risk Report), including the treatment of high risks | Council considered the Deakin risk profile and comments from the Audit and Risk Committee following each meeting of the Committee. | Council carefully monitored the University's risk profile. Council considered a presentation on the University cyber security program at its May meeting, a report on IT disaster recovery at its meeting on 14 November 2019 and regular updates on cyber security controls. | |
| | 8(3)(f) | 6.3 | Consider risk management program and monitor University risk register, including specific action plans to bring risk items within their target operating range | Council considered reports on the University's risk management program and actions to strengthen controls. | Council considered the progress of actions to test and strengthen controls and paid particular attention to risks outside the University's risk appetite and actions to bring them within appetite. | |
| | 8(3)(f) | 6.4 | Consider minutes from meetings of the Audit and Risk Committee minutes and any issues arising | Council considered minutes of each meeting of the Audit and Risk Committee and comments by the Chair on matters considered. | | |
| Oversee and monitor the assessment and management of risk across University controlled and associated entities | 8(3)(e) | 6.5 | Consider twice yearly risk assessment of controlled and associated entities | Council considered: <ul style="list-style-type: none"> the twice-yearly risk assessments of controlled and associated entities through the Audit and Risk Committee quarterly reports on controlled commercial entities through the Finance and Business Affairs Committee. | The level of financial and reputational risk associated with the University's controlled commercial entities was assessed and reported in the University's Annual Report. There were no University associated entities that met the requirements of the definition of an associated entity under 50AAA of the Corporations Act 2001. | |

| Responsibility or function | Ref | No. | Item | Actions | Outcomes | Achieved |
|--|-------------------------|-----------------------|--|--|---|----------|
| | | | | | Council considered the risk assessments for each of the University's controlled entities and noted any ratings above Low and controls for relevant risks. In addition the Finance and Business Affairs Committee reported to Council quarterly on controlled commercial entities. | |
| Oversee and monitor systems of control and accountability across the University | 8(3)(e) | 6.6 | Receive annual reports on matters pertaining to the adequacy of University compliance management including breach reporting and prevention of fraud and corruption | Council received a report on University compliance management following each meeting of the Audit and Risk Committee. | Council considered regular reports on University compliance management. On 14 November 2019 Council approved amendments to the Risk Management and Compliance Management policies. | |
| | 8(3)(e) | 6.7 | Oversee internal audits and consider issues arising from audits as required | Council received the internal audit plan reports on issues arising from audits through the Audit and Risk Committee. | Council considered audit coverage and noted the implementation of follow-up actions from audits. Council will receive the Strategic Audit Plan 2020 – 2020 mapped to the University's risk profile at its meeting on 12 December 2019. | |
| | 8(3)(e) | 6.8 (see also 7.6) | Receive annual report on crisis and emergency management and updates | Council received a report on crisis and emergency management via the Audit and Risk Committee. | Council considered the findings of the report (by KPMG) on crisis and emergency management and noted that the Audit and Risk Committee was comfortable with the maturity of the University's arrangements and controls. | |
| | | | Consider reports on crisis events as arising | The Vice-Chancellor reported to Council on: <ul style="list-style-type: none"> a security incident involving a knife wielding student at the Waterfront Campus, which was defused crisis testing for recovery from IT disaster. | Council noted these reports and ongoing management attention to crisis and emergency management. | |
| Consider annual report on student complaints and monitor the availability of information about internal grievance procedures | TEQSA 2.4 Code 9 | 6.8 | Review handling of student complaints Monitor availability of information on staff grievance procedures and issues arising | Council considered: <ul style="list-style-type: none"> a report from the Audit and Risk Committee on its review of a report on students complaints (23 May) comments from the Chair of the Academic Board on student appeals against University decisions (14 November). | Council considered advice from the Audit and Risk Committee from its review of student complaints during the 2018 and how systemic issues are being addressed. Council noted that chief issues arising from the University's survey of all staff and from reports on staff wellbeing, health and safety. | |

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|---|---------|--------------------------|---|---|---|----------|
| | | | | At its meeting on 12 December 2019 Council will consider a presentation from the Chief Operating Officer on human resource issues, staff satisfaction measures and staff wellbeing, health and safety. | | |
| 7. Overseeing management and control of property and business affairs | | | | | | |
| Oversee the management and control of the property and business affairs of the University | 9(1)(d) | 7.1 | Consider and if appropriate approve the acquisition of property, as required | There were no property acquisitions for Council approval in 2019 either directly or under delegation. Council approved, subject to certain conditions: | | Yes |
| | 9(1)(d) | 7.2 | Receive reports on any property acquired exercising delegated authority from Council, as required | <ul style="list-style-type: none"> that the University enter a long-term lease with the Victorian Government to develop the Queenscliff Marine Science Centre that the University negotiate (i) a land exchange to consolidate green space on the Burwood Campus and (ii) a long term use agreement with the City of Whitehorse. Council received updates on plans for a development on the site of the University's Waterfront car park, which would involve the long-term leasing of that site. | | |
| | 9(1)(d) | 7.2 (see also 3.3 above) | Consider and if appropriate approve business cases for projects over \$10m and variations to those projects in terms of scope, budget, schedule | Council considered advice from the Finance and Business Affairs Committee on proposed major projects, including financial analyses and risk treatments. | Council approved expenditure, subject to certain conditions, for major projects: <ul style="list-style-type: none"> Institute for Mental and Physical Health and Clinical Translation Waurm Ponds Student Accommodation stage 2 Queenscliff Marine Science Centre Smart Campus Security System. Council also considered three major project change requests (Geelong Future Economy Precinct, RISE Precinct and Smart Microgrid project). The progress of all major projects against scope, timeline and budget targets was tracked at each meeting and the reasons for any variations analysed. | |
| | 9(1)(d) | 7.3 | Consider and if appropriate approve commercial ventures including establishing or joining companies, as required | Council considered reports from the Vice-Chancellor, Chancellor and the Finance and Business Affairs Committee on University commercial ventures and initiatives. | Council approved the further development of the University's partnerships with Carbon Revolution and LeMond Composites, noted the progress of Universal Motion Simulator Pty and FLAIM Systems Pty Ltd and considered commercialisation opportunities regarding Deakin Genie and microcredentials. | |

| Responsibility or function | Ref | No. | Item | Actions | Outcomes | Achieved |
|--|--------------------------------|--------------------|---|---|---|----------|
| | 9(1)(d) | 7.4 | Consider annual report on campus infrastructure and utilisation plan | Council considered a presentation from the Chief Operating Officer on the Campus Infrastructure and Property Strategy. | | |
| | 9(1)(d) | 7.5 | Note actions on any issues arising from annual asset management report | The Finance and Business Affairs Committee considered the annual asset management report at its meeting on 30 October. | The Finance and Business Affairs Committee reported to Council on the annual asset management report at Council's meeting on 14 November. | |
| | 9(1)(d) and 8(3)(f) | 7.6 (see also 6.7) | Note actions on any issues arising from annual report on disaster and critical incident management affecting the management and control of property | Council considered the annual report on disaster and critical incident management via the Audit and Risk Committee. | Council noted issues arising from the annual report on disaster and critical incident managements and comments by the Audit and Risk Committee. | |
| Overseeing management and control of commercial activities | Commercial activity guidelines | 7.7 (see also 3.7) | Review and approve commercial activities covered by Ministerial guidelines as required | The Vice-Chancellor reported to the Finance and Business Affairs Committee on the University's commercial activities. | The register of commercial activities is reported in the University's Annual Report tabled in the Victorian Parliament. | |
| | | 7.8 | Review and if appropriate approve changes to the Commercial Activities and Entities policy and procedure | There were no changes to the Commercial Activities and Entities policy and procedure in 2019. | | |
| | | 7.9 | Report on progress against commercialisation strategy | Council considered a presentation from the Deputy Vice-Chancellor Research on the University's research strategy including progress of the commercialisation strategy at its meeting on 23 May 2019. Council will receive a report on the commercialisation pipeline from work by the University's Institutes at its meeting on 12 December 2019. | | |
| Oversee the management of University investments | 46 | 7.10 | Review the University's investment objectives | Council considered the review of the University's investment objectives by the Investment Committee. | Council noted the review of the University's investment objectives and further development of the Responsible Investment strategy. | |
| | 46 | 7.11 | Authorise payments from the Future Fund as required | Payments into and from the Future Fund are considered as part of setting the Financial Plan. | Council considered the Financial Plan 2020-2022 and noted projections for the Future Fund. | |
| | 46 | 7.12 | Consider reports from the Investment Committee on the performance of University investments including Responsible Investing impact | Council considered reports from the Investment Committee following each of its meetings. | Council considered reports from the Investment Committee, including on: <ul style="list-style-type: none"> investment objectives the Investment Governance Framework investment performance Responsible Investing impact. | |
| | 46 | 7.13 | Note any changes to the Investment Governance Framework and associated documents made by the Investment Committee in accordance with its term of reference b) | | | |

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|---|-------------------------------------|-----|--|--|--|----------|
| 8. Council's own affairs, appointments and effectiveness | | | | | | |
| Appoint the Chancellor | Reg 3.1(1) | 8.1 | Elect Chancellor as required by term of office | The Chancellor's current term expires on 31 December 2020 and he is eligible for re-election. Council will consider this matter at its meeting on 1 December 2019 Council. | | Yes |
| Appoint Deputy Chancellors | Reg 3.1(1) | 8.2 | Appoint Deputy Chancellors as required by terms of office | Ms Kathy Grigg and Ms Philippa Kelly served as Deputy Chancellors throughout 2019. | Council appointed the following Deputy Chancellors for 2020: <ul style="list-style-type: none"> Ms Kathy Grigg until 30 June 2021 Ms Philippa Kelly until 31 December 2020 Mr Peter Niblett until 31 December 2020. | |
| Appoint Council appointed members and recommend government appointees | 9(1)(a), 13(1)-(3) TEQSA 3.2 | 8.3 | Make Council appointments and recommendations required to fill vacancies, ensuring appropriate expertise, diversity and independence | Council considered reports and recommendations from the Chancellor's Advisory Committee on appointed positions on Council. | The following (re)appointments were made in 2019: <ul style="list-style-type: none"> Mr Stuart Hamilton from 1 January 2019 Mr Stephen Bubb from 1 January 2019 Mr Richard Carr from 1 January 2019 Ms Carol Boyer-Spooner from 1 July 2019 Ms Miranda Douglas-Crane from 1 July 2019 Mr Ryan Leemon from 1 July 2019. Council approved amendments to the Guidelines on the Appointment and Remuneration of Council members at its meeting on 14 November 2019 | |
| Manage Council's own affairs | TEQSA 6.1 | 8.4 | Consider minutes from Chancellor's Advisory Committee meetings and any issues arising | The Chancellor's Advisory Committee reported on each of its meetings to Council. | Council considered the minutes of each meeting of the Chancellor's Advisory Committee. | |
| Establish and empower committees | Sch 1, 15 | 8.5 | Consider minutes from each meeting of committees and oral reports from Chairs highlighting key issues | Each Committee provides minutes of each meeting to the next meeting of Council. | Council considered the minutes of each Committee meeting including oral comments by each Committee Chair. | |
| | Sch 1, 15 | 8.6 | Appoint Committee members, Chairs and Deputy Chairs | Council considered recommendations from the Chancellor's Advisory Committee on the appointment of Committee Chairs and members. | Council appointed Committee Chairs and members effective from 1 January 2020. | |
| Approve business schedule | 8(3), 9(1) | 8.7 | Consider and if appropriate approve annual Council business schedule | Council considered its 2020 business schedule on the recommendation of the Chancellor's Advisory Committee. | Council approved its 2020 business schedule. | |
| Review fulfilment of responsibilities | 8(3), 9(1) | 8.8 | Receive reports on fulfilment of business schedules for previous year by Council and committees | Council and each Committee considers a report on the fulfilment of its business schedule at its final meeting of the year. | Council received reports on Council's and each Committee's fulfilment of its business schedule for 2019. | |

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| Conduct effectiveness review of Council and committees every two years against best practice standards | Code 6 | 8.9 | Establish and complete Council and committee reviews alternating in a two year cycle – in 2019 a review by an external consultant will be conducted | The 2019 Council Performance Review was conducted by BoardsGlobal. Council considered the Review report at its meeting on 26 September 2019. The Review was strongly supportive of Council’s performance and made a number of recommendations to further strengthen Council’s operations. Council approved an action plan arising from the review for immediate implementation. | | |
| Review implementation of improvement actions from previous review | Code 6 | 8.10 | Consider report on implementation of actions arising from Council or committees review of previous year | The 2019 Council Performance Review included a review of the implementation of actions from previous reviews. The Review was satisfied that actions had been appropriately implemented and integrated into ongoing work. | | |
| Corporate governance update | Code 3, 5 | 8.11 | Receive and consider presentations on latest developments in corporate governance | The 2019 Council Performance Review had regard to the latest developments in corporate governance. Presentations on a range of corporate governance ‘hot topics’ will be arranged for 2020. | | |
| 9. University appointments and remuneration | | | | | | |
| Executive appointments | 27(2), Reg 3.1 (2,3,4) | 9.1 | Consider and if appropriate approve the appointment of Executive members (DVCs, Faculty Executive Deans and Chief University Officers), as required | The Vice-Chancellor recommended to Council the (re)appointment of members of the Executive as required. | Council reappointed the Deputy Vice-Chancellor Education and appointed the Executive Dean Faculty of Health in 2019. | Yes |
| Appointment of Emeritus Professors | Reg 3.1(5) | 9.2 | Consider and if appropriate confer the title of Emeritus Professor | The Vice-Chancellor recommended to Council the conferral of the title of Emeritus Professor on appropriately credentialed individuals. The Vice-Chancellor obtained the endorsement of the Academic Board prior to Council consideration. | Council conferred the title of Emeritus Professor on 12 individuals in 2019. | |
| Appointment of Alfred Deakin Professors | Academic Promotion policy | 9.3 | Consider and if appropriate confer the title of Alfred Deakin Professor | The Vice-Chancellor recommended to Council the conferral of the title Alfred Deakin of Professor on appropriately credentialed individuals. | Council conferred the title of Alfred Deakin Professor on five individuals in 2019. | |
| Approval of Honorary Degrees | Reg 5.2(6) | 9.4 | Consider and if appropriate approve the conferral of Honorary Degrees | The Vice-Chancellor recommended to Council the conferral of Honorary Degrees on the advice of the Honorary Degrees Committee. | Council awarded honorary degrees to 11 individuals in 2019. | |
| | Reg 5.2(6) | 9.5 | Consider minutes of Honorary Degrees Committee meetings and any issues arising | The Honorary Degrees Committee forwarded the minutes from each of its meetings to Council. | Council considered the minutes from each meeting of the Honorary Degrees Committee. | |

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|--|--|------|---|---|---|----------|
| | | | | | Council considered the annual review of the honorary degrees program at its meeting on 14 November 2019. | |
| 10. Naming approvals and reports not listed elsewhere | | | | | | |
| Faculties | Reg 2.3(1) | 10.1 | Consider and if appropriate approve the establishment and name of Faculties, as required | Not applicable in 2019. | | Yes |
| Institutes | Statute 2.4 | 10.2 | Establish and disestablish Institutes as required | Council considered a proposal to establish the Institute for Mental and Physical Health and Clinical Translation (iMPACT) and a presentation from the Institute's prospective Director. | Council approved the establishment of the Institute for Mental and Physical Health and Clinical Translation (iMPACT). The Institute was established on 12 July 2019. | |
| Facilities | Naming of Facilities and Entities policy | 10.3 | Consider and if appropriate approve proposals to name campuses, buildings, rooms or outdoor spaces, as required | The Vice-Chancellor presented proposals for the naming of facilities and entities. | Council will consider a proposal for the naming of a building at its meeting on 12 December 2019. | |
| Named Professorial Positions | | 10.4 | Consider and if appropriate approve proposals to name organisational areas or named professorial positions, as required | Not applicable in 2019. | | |
| University seal and contracts report | Statute 8.1 and Contracts policy s 21 | 10.5 | Receive report regarding affixation of seal and execution of contracts where reporting to Council is required by the Contracts Policy | Council received a report from the University's General Counsel at each meeting on the affixation of the University seal and on contracts required to be reported to Council in accordance with s 21 of the Contracts procedure . | Council noted reports meeting on the affixation of the University seal and on contracts required to be reported to Council in accordance with s 21 of the Contracts procedure . | |

References:

- Numbers without any further text refer to sections of the *Deakin University Act 2009* (Vic)
- TEQSA = Provider Registration Standards stipulated by the Tertiary Education Quality and Standards Agency
- Code = 'Voluntary Code of Best Practice in University Governance' published by Universities Australia
- ASX = 'Principles of Good Corporate Governance and Best Practice Recommendations' published by the Australian Stock Exchange
- Reg = University regulation
- Statute= University statute
- ToR = Terms of reference of relevant committee