Corporate governance
Corporate governance

Implementation of new National Governance Protocols for the higher education sector built on our long-standing commitment to accountability and transparency in managing our economic, social and environmental responsibilities.

Our leaders

Our University is governed by a Senate representing University and community interests and led by the Chancellor and Deputy Chancellor.

This was the final year of our 30th Senate (page 18) comprising 35 members. The 31st Senate, which takes office for four years from January 2006, will comprise 22 members in accordance with National Governance Protocols outlined in the Higher Education Support Act 2003.

The Act grants Senate wide powers to
- appoint University staff,
- manage and control University affairs and property, and
- manage and control finances so as to promote University interests.

Senate may delegate power to a Senator, University staff member, or committee including one or more Senators. Senate can nominate members and the chair of any committee, and determine a quorum. Senate may not delegate its power to make University Statutes or Rules, adopt the University’s Annual Budget, or approve spending of bequests, donations or special grants.

The Vice-Chancellor is our Chief Executive Officer and responsible to the Senate for the overall direction of strategic planning, finance and external affairs.

The Vice-Chancellor is supported by an Executive (pages 16-17) comprising a
- Senior Deputy Vice-Chancellor,
- Deputy Vice-Chancellor (International and Development),
- Deputy Vice-Chancellor (Research),
- Pro-Vice-Chancellor (Ipswich),
- Secretary and Registrar, and
- President, Academic Board.

Our Senate

www.uq.edu.au/senate

Applying new protocols


This year we submitted to the Commonwealth Department of Education, Science and Training (DEST) a Statement of Certification demonstrating compliance with the Protocols, and qualified for the additional five percent funding in 2006.

Changes to university governance structures include a maximum of 22 members (and limited ex-officio positions) for governing bodies such as our Senate, whose membership until now has numbered 35.

In April 2004 we applied to the Queensland Government for necessary changes to the University of Queensland Act 1998. However, as the amended Act was not promulgated until May 19, 2005, Government extended the term of our serving 30th Senate (page 18) until December 2005.

Amendments to the Act changed the size, composition and terms of Senate and consequently our University Statutes. We amended Statute One – Election of Elected Members of Senate – to reflect changes to the method of counting votes and Senate membership. Statute Two – Membership of Convocation was revoked following removal of the body of Convocation from the Act.

This year, in accordance with the amended Act and Statute One, we conducted elections for the following positions on the 31st Senate, to serve from January 2006:
(a) one member of the Academic Board;
(b) one member of full- or part-time academic staff;
(c) one member of full- or part-time general staff;
(d) one undergraduate;
(e) one postgraduate;
(f) three graduates, other than persons eligible for membership under (a), (b), (c), (d) or (e).

Key governance and management bodies
(December 2005)

<table>
<thead>
<tr>
<th>BODY</th>
<th>COMPOSITION</th>
</tr>
</thead>
<tbody>
<tr>
<td>Senate (governing body)</td>
<td>35 members*</td>
</tr>
<tr>
<td>official members</td>
<td>7</td>
</tr>
<tr>
<td>appointed members</td>
<td>11</td>
</tr>
<tr>
<td>elected members</td>
<td>15</td>
</tr>
<tr>
<td>additional members</td>
<td>2</td>
</tr>
<tr>
<td>Vice-Chancellor and executive</td>
<td>8 members</td>
</tr>
<tr>
<td>Academic Board</td>
<td>125 members*</td>
</tr>
<tr>
<td>Faculties</td>
<td>7 units</td>
</tr>
<tr>
<td>Central services and divisions</td>
<td>10 units</td>
</tr>
<tr>
<td>Schools</td>
<td>32 units</td>
</tr>
<tr>
<td>Research institutes</td>
<td>4 units</td>
</tr>
</tbody>
</table>

* a restructured 22-member Senate takes office in 2006 – see this page
+ may include individuals in dual roles and some vacancies
**Defining responsibilities**

As part of its compliance with the Protocols, Senate formally adopted a statement of duties and responsibilities. Senate, as our governing body:

- appoints the Vice-Chancellor, and monitors performance;
- approves our mission and strategic direction, annual budget and business plan;
- oversees and reviews overall management and performance;
- establishes policy and procedural principles, consistent with legal requirements and community expectations;
- approves and monitors systems of control and accountability, including general overview of any controlled entities as defined by the test of control in s.50AA of the Corporations Act;
- oversees and monitors the assessment and management of risk University-wide, including commercial undertakings;
- oversees and monitors academic activities in the light of advice from the Vice-Chancellor and Academic Board; and
- approves significant commercial activities undertaken by the University.

Senators also formally adopted the following statement of their duties and responsibilities, to

- act in our University’s best interests,
- act honestly and in good faith,
- disclose relevant third-party interests and avoid conflicts of interest,
- exercise duty of care, skill, diligence and confidence,
- develop familiarity with Standing Orders and understand operating protocols for conducting business,
- understand our University’s work,
- observe confidentiality,
- develop linkages and use networks to assist in achieving University goals, and
- be able and willing to participate in the work of Senate, its boards and committees through regular attendance at meetings.

**Developing skill-sets**

This year we formalised a professional development program for Senators.

It includes an introduction to our University, Senate’s roles and responsibilities, and operating procedures. It provides informal and formal opportunities
for Senators to meet each other and the University’s senior officers (page 16-17); explains teaching, learning and research programs; and outlines the operations of faculties, schools, institutes, major centres and central services.

The program also facilitates access to training programs, conferences and seminars on university governance and roles and responsibilities of trustees.

**Measuring performance**

In 2005, our Senate self-evaluated its performance. Senators completed confidential questionnaires to monitor performance indicators. Results will be considered in detail in 2006 at a 31st Senate Retreat; however a preliminary analysis of results indicates improved practices.

**University committees**

<table>
<thead>
<tr>
<th>Committee</th>
<th>Chair</th>
</tr>
</thead>
<tbody>
<tr>
<td>Art Collections</td>
<td>Chancellor</td>
</tr>
<tr>
<td>*Audit</td>
<td>Professor Robert Wensley</td>
</tr>
<tr>
<td>*Buildings and Grounds</td>
<td>Dr Mary Mahoney</td>
</tr>
<tr>
<td>Chaplaincy</td>
<td>Mr Denis Brosnan</td>
</tr>
<tr>
<td>*Finance</td>
<td>Mr Norbury Rogers</td>
</tr>
<tr>
<td>*Legislative</td>
<td>Mr Roger Byrom</td>
</tr>
<tr>
<td>Membership and Nominations Advisory Committee</td>
<td>Chancellor</td>
</tr>
<tr>
<td>Occupational Health and Safety</td>
<td>Dr Frederick Schubert</td>
</tr>
<tr>
<td>Professorial Promotions</td>
<td>Vice-Chancellor</td>
</tr>
<tr>
<td>*Risk Management</td>
<td>Vice-Chancellor</td>
</tr>
<tr>
<td>Standing Committee of Equity, Diversity and the Status of Women</td>
<td>Dr Mary Mahoney</td>
</tr>
<tr>
<td>Student Appeals</td>
<td>Deputy Vice-Chancellor (Academic)</td>
</tr>
</tbody>
</table>

* key Senate committees


**Ethical standards**

Our Code of Conduct [www.uq.edu.au/hupp/codeofconduct](http://www.uq.edu.au/hupp/codeofconduct), launched in 1997, remains unchanged. It is required reading on our new staff induction checklist, discussed at all staff induction seminars and an integral part of our mandatory management training for academic and general staff supervisors.

Our Animal Ethics Committee and its sub-committees determine animal welfare policy and procedures, and consider applications requesting the use of animals for scientific (research and teaching) purposes. All relevant activities must have Animal Ethics Clearance from the Animal Ethics Committee and comply with all State and Federal Acts and guidelines governing such activities. Our Animal Welfare Unit administers these requirements. Our University is registered under the Animal Care and Protection Act 2001 as a scientific user of animals (User Number 0020).

Our Human Experimental Ethical Review Committee (a registered Human Research Ethics Committee) and its subcommittees determine our policy on research and teaching involving human subjects or human-related materials. These policies are based on the National Statement on Ethical Conduct in Research Involving Humans (1999) and are administered by our Ethics Office.

Our Institutional Biosafety Committee reviews research involving genetically-modified organisms as prescribed by the Gene Technology Act 2000. It is also responsible for regulating (1) use of high-risk biological material that is not genetically modified; (2) importation of quarantine material (regulated by the Australian Quarantine Inspection Service); (3) export of high-risk material (regulated by the Department of Defence); and (4) transport of biological material by air, post and road. The secretary of the Committee is a member of our Occupational Health and Safety Unit (page 75).

In addition, our Institute for Molecular Bioscience and Faculty of Social and Behavioural Sciences employ a Director of Public Policy and Ethics, to research and comment on ethical and policy issues raised by bioscience research and biotechnology. This is a research rather than a regulatory position, and reflects our commitment to fostering collaborations between the social and other sciences.

**Whistleblowers**

We received two complaints under the Whistleblowers Act this year, and Assurance and Risk Management Services staff investigated. No charges of misconduct arose, but the investigations prompted recommendations for improved processes and procedures.
Assurance and Risk Management Services

Following an external review in October 2004, our Internal Audit Office was renamed Assurance and Risk Management Services (ARMS) this year and restructured to include University-wide coordination of Enterprise Risk Management.

ARMS staff completed 49 reports on audits of faculties, schools, centres, IT systems and University-wide areas; and five investigation reports. Complex reviews included the following:

- Faculty of Health Sciences – IT infrastructure;
- boating and diving facilities;
- Institute for Molecular Bioscience;
- Property and Facilities – tendering process;
- Property and Facilities – contract management;
- Library – IT environment;
- Information Technology Services – preferred supplier agreement process;
- School of Medicine;
- Fringe Benefits Tax compliance;
- GEF/World Bank Coral Reef Project;
- SI-net fee calculation system;
- student fee payment system;
- student loans system; and
- HECS fees system.

We continued our self-assessment questionnaire approach in the following areas, to increase audit coverage and encourage good business practice University-wide:

- use of research grant funds;
- equity and diversity requirements;
- general policy and procedure compliance; and
- Information Standard 18 compliance.

Enterprise risk management

www.uq.edu.au/about/ERM

In response to the decision to place responsibility for University-wide risk management coordination with ARMS, we appointed a Manager, Enterprise Risk Management (ERM) Services in September. We also established a Risk Management Committee of Senate (page 14) in addition to our existing Audit Committee.

Initiatives by the Manager, ERM Services included the following:

- review of existing evolutionary ERM development to assess University-wide levels of understanding of risk management;
- review of previous risk assessments and risk management plans to assess linkages between identified strategic and operational risk;
- induction through meetings with key managers and formation of relationships with other risk managers (in the areas of Occupational Health and Safety and Insurance);
- ERM planning with the Director, ARMS and Secretary and Registrar;
- identification of a suitable external member for the Risk Management Committee;
- development of an ERM framework; and
- investigation of the use of risk management software to help improve risk management.

The Manager, ERM Services also assisted various groups to undertake risk assessments and develop risk management plans.

The ERM framework will involve coordination of risk management by the Manager, ERM Services and reporting on its implementation and effectiveness through the Director, ARMS to the Risk Management Committee. The Committee will then be able to assure Senate on the status of ERM and effectiveness in managing significant business risk.

Freedom of information

Fifty applicants (20 present or former staff, 27 students or former students whose queries focused on their time as students, and three members of the public) accessed University documents under the Queensland Freedom of Information Act 1992. This compared with 51 applications the previous year, and echoed a trend for staff and students to seek personal information and external applicants to seek non-personal information.

We also gave access to many documents (usually personal to the applicant) as part of routine administrative processes not subject to formal FOI procedures.
Senior officers

The Chancellor and Deputy Chancellor lead our University Senate (page 18). The Vice-Chancellor is our Chief Executive Officer. He is supported by a seven-member Executive as detailed on these pages.

Chancellor
Leads the University Senate and presides at Senate meetings

Deputy Chancellor
Acts as Chancellor in the absence of the Chancellor or when the office of Chancellor is vacant
Re-elected to his second term as Deputy Chancellor from 2002. Senate member 1978-86 and 1988-. Queen’s Counsel, barrister, practising arbitrator and mediator. Adjunct Professor T.C. Beirne School of Law. Director of UQ Holdings Pty Ltd. Annual Appeal President 1998-99. Former chair Queensland Building Tribunal. Memberships: Institute of Arbitrators and Mediators Australia; the University’s Audit, Discipline Appeals, Honorary Degrees, Honorary and Adjunct Professorial Appointments Committees; the Business, Economics and Law Faculty Board; Women’s College Council; King’s College Council.

Deputy Vice-Chancellor (Research)
Responsible for the University’s research and research training profile, and the development of research collaborations

Deputy Vice-Chancellor (Academic)
until March 2005
Oversees policies on teaching and learning, information technology, quality assurance, equity and academic staffing. Responsibilities include Dean of Students Office, Office of Marketing and Communications, Customs House, the Equity Office and the Teaching and Educational Development Institute
Appointed Deputy Vice-Chancellor (Academic) in 2002. Resigned in March 2005 to become Vice-Chancellor, RMIT University. Previously University of Queensland Pro-Vice-Chancellor (Academic) 2000; Griffith University Pro-Vice-Chancellor (Business, Equity) 1996-2000. Directorships: Queensland Music Festival; Brisbane Grammar School Board of Trustees; Australian Centre for Complementary Medicine Education and Research. Member of President’s Advisory Committee of Queensland Industrial Relations Commission.

Deputy Vice-Chancellor (Academic)
since July 2005
Oversees policies on teaching and learning, information technology, quality assurance and equity. Responsibilities include Dean of Students Office, Office of Marketing and Communications, Customs House, the Equity Office and the Teaching and Educational Development Institute

Deputy Vice-Chancellor

Corporate governance
Vice-Chancellor
CEO, responsible to Senate for overall direction of strategic planning, finance and external affairs
Vice-Chancellor and ex officio member of Senate since 1996. Previously Vice-Chancellor and President, Deakin University 1992-95; Senior Deputy Vice-Chancellor, Monash University 1988-91; and Dean of Arts, Monash 1987, establishing National Key Centre for Australian Studies. Chair of Universitas 27; the Carrick Institute for Learning and Teaching in Higher Education; Institute for Molecular Bioscience; and Deputy Chair of the Brisbane Institute. Numerous memberships including: Board of Trustees, Queensland Performing Arts Trust; Board of Trustees, Brisbane Girls Grammar School; National Library of Australia Council. General editor of Bibliography of Australian Literature project.

Professor John Hay, AC
BA(Hons) W.Aust. and Camb., MA Camb., PhD W.Aust., Hon LittD Deakin, Hon DLitt. W.Aust, FACE, FAIM, FQA

Senior Deputy Vice-Chancellor
Responsible for strategic planning and overall management of faculties, IMB, Queensland Brain Institute and Library
Appointed Senior Deputy Vice-Chancellor in 2002. Previously Deputy Vice-Chancellor 2001; Deputy Vice-Chancellor (Research) 1997-00; Executive Dean of the Faculty of Engineering, Physical Sciences and Architecture (est. 1997); and Pro-Vice-Chancellor (Physical Sciences and Engineering) 1993-96. Chair of Scientific Advisory Group to the Moreton Bay and Waterways Partnership; and Hazardous Waste Technical Working Group (Basel Convention). Directorships: Symbiosis Ltd; NICTA Ltd; several University companies including UniQuest Pty Ltd, IMBcom Pty Ltd, UQ Holdings Ltd.

Professor Paul Greenfield, AO
BE(Hons), PhD NSF, BEng Qld., CEng, CP Eng, CSc, FTE, FICHEM, FIE Aust, FAICD

Deputy Vice-Chancellor (International and Development)
Responsible for international development, policy and strategy, fundraising and development, capital asset management and space planning
Appointed Deputy Vice-Chancellor (International and Development) in 2000. Previously University of Queensland Pro-Vice-Chancellor (Academic) 1997-99; Dean of Business, Queensland University of Technology 1995-97; Head, Graduate School of Management, The University of Queensland 1992-94. Directorships: CRC for Sustainable Tourism Pty Ltd and its subsidiary Sustainable Tourism Holdings Pty Ltd; Queensland Education and Training Export Board; IDP Education Australia Limited (until March 2005); and Carisgold Pty Ltd. Foundation chair, Ipswich Region Education and Training Cluster Inc (until February 2005). Member, Board of Governors of Sohar University, Sultanate of Oman.

secretary and Registrar
Leads and coordinates the work of central administrative divisions and information technology services; Secretary to the University Senate
Appointed Secretary and Registrar in 1986. Previously Deputy Registrar, University of Manchester; University Planning Officer, University of Aston, Birmingham. Directorships: QTAC Board; Uniseed Pty Ltd Board; UniQuest Pty Ltd; Comquest Group Board; SARV Pty Ltd Board; CitR Pty Ltd; Joint Company Secretary UQ Holdings. Member of the Oracle International Customer Advisory Board; Member of the Governing Body of Queensland Studies Authority; Chair QSA Tertiary Entrance Committee. Secretary to The University of Queensland Senate. Honorary Secretary to the Queensland Rhodes Scholarship Selection Committee.

Mr Douglas Porter
BA(Hons) Durh., FAIM

Professor Trevor Grigg
BE(Hons), BIEcon Qld., CP Eng, FIE Aust, FAIM, FAICD

President of the Academic Board
Chairs and coordinates the Board’s work on policies relating to academic programs, teaching and learning, assessment, research, academic staff promotions, prizes and scholarships. Oversees reviews of academic schools, centres and other organisational units offering teaching and research programs
2005 was the fourth year in the term of the 30th Senate of The University of Queensland, beginning January 1, 2002. The term of the 30th Senate was extended until December 31, 2005, pending amendments to the University of Queensland Act (page 12) in response to the Governance Protocols outlined in the Higher Education Support Act 2003. Senate met formally on six occasions in 2005.

Chancellor
The Honourable Sir Llewellyn Edwards, AC, MB BS Qld., Hon.LLD Qld., Hon.DUniv QUT, Hon.DUniv Griff., FRACMA, FAIM

Deputy Chancellor
Professor Robert N. Wensley, QC, BE(Hons) Qld., MEngSc Qld., LLB(Hons) Qld., Hon. LLD Qld.

Vice-Chancellor
Professor John A. Hay, AC, BA(Hons) W.Aust. and Camb., MA Camb., PhD W.Aust., Hon. LitD Deakin, FACE, FAIM, FQA

In attendance at Senate but not members of Senate
Senior Deputy Vice-Chancellor
Professor Paul F. Greenfield, AO, BE(Hons) NSW, PhD NSW, B Econ Qld., FTSE, FIChemE, FIE Aust, MAIChe

Deputy Vice-Chancellor (International and Development)
Professor Trevor J. Grigg, BE(Hons) Qld., B Econ Qld., PhD Qld., CPEng, MIE Aust, FAIM, FAICD

Deputy Vice-Chancellor (Academic)
Professor Margaret Gardner, BEcon(Hons) Syd., PhD Syd., FAIM (until March 2005)
Professor Michael Keniger, AADip Lond., LFRAIA, RIBA, FTSE, FQA (from July 2005)

Deputy Vice-Chancellor (Research)
Professor David Siddle, BA(Hons) Qld., PhD Qld., FASSA, FAPS

Secretary and Registrar
Mr Douglas Porter, BA(Hons) Durh., FAIM

Official members
Vice-Chancellor
Professor John A. Hay, AC, BA(Hons) W.Aust., MA Camb., PhD W.Aust., Hon. LitD Deakin, FACE

Director-General of Education
Mr Ken Smith, BSW(Hons) NSW, MSW NSW

President of the Academic Board
Professor Jenny Strong, BOccThy Qld., MOccThy Qld., PhD Qld.

President of The University of Queensland Academic Staff Association
Dr Andrew Bonnell, BA(Hons) Syd., PhD Syd.

President of The University of Queensland Union
Ms Leah Sanderson

Anglican Archbishop of Brisbane
The Most Reverend Dr Philip Aspinall, BSc Tas., GDipRE BCAE, BD(Hons) Melb. C.Div., PhD Monash, GDipMan Deakin, MBA Deakin

Roman Catholic Archbishop of Brisbane
The Most Reverend John A. Bathersby, DD, STD Greg., DUniv Griff.

Appointed members
Eleven members appointed by the Governor-in-Council
– Ms Eleanor Davidson, BBus Queens, FAIM
– Dr G.H. (Ted) Edwards, Hon.DEcon Qld., FAICD
– The Honourable Sir Llewellyn Edwards, AC, MB BS Qld., Hon.LLD Qld., Hon.DUniv QUT, Hon.DUniv Griff., FRACMA, FAIM
– Dr Bruce Flegg, MP, MBBS Syd., GradDipFinMkts Sec Inst.
– Mr David Gray, BSc Newcastle (UK)
– Dr Peter Ho, BSc(Hons) Warwic, PhD Qld., MICE, MIStructE, MIE Aust, MIKE
– Ms Rachel G. Nolan, MP, BA(Hons) Qld.
– Ms Renaye Peters, BAppSc, Qld UT, BArch(Hons) Qld UT, GDipPMgmt Qld UT
– Dr A.E. de Norbury Rogers, AO, BCom Qld., Hon.DEcon Qld., AAUQ Qld., FCA, FAICD
– Ms Lilla Watson, BA Qld.
– The Honourable Justice Margaret J. White, LLB Adel., Hon.LLD Qld.

Elected members
One member of the Academic Board
Professor John de Jersey AM, BSc(Hons) Qld., PhD Qld.

Three members of the full-time graduate staff
– Professor Gordon C. Grigg, BSc(Hons) Qld., PhD Oregon, DSc Syd., FRZS NSW, FAIB
– Ms Ian Massey, BA(Hons) Qld., MAdmin Griff.
– Ms Diane J. Zeitlin, BA(Hons) Qld.

One member of the full-time non-graduate staff
Ms Kay Whitfield

Two students
– Mr Matthew S. Collins
– Ms Juliana E. Virine

Eight members of Convocation
– Mr Donald S. Barrett, BA(Hons) Qld., MA Qld.
– Mr Denis J. Brosnan, BA(Hons) Qld., MLA St Qld.
– Dr John A. Desmachalier, AM, ED, BCom NSW, B Econ Qld., Hon.DEcon Qld., MBA NE, FAIM, FAICD
– Dr John M. Fenwick, BE(Hons) Qld., DPhil Oxfr., MIAust
– Dr Mary D. Mahoney, MB BS Qld., GDip-ClinEd NSW, Hon.MD Qld., FRACGP, FAIM, FAMA
– Professor Kay E.B. Saunders, AM, BA(Hons) Qld., PhD Qld.
– Dr Frederick Schubert, BSc Qld., MBBS Qld., BA Qld, FRANZCR, FRCR, DDU, FAMA, FASMF, FAIM
– Professor Robert N. Wensley, QC, BE(Hons) Qld., MEcon Qld., MEngSc Qld., LLB(Hons) Qld., Hon. LLD Qld.

Additional members
– Mr Peter G. Annand BA, LLB Qld., BCL Oxfr.
– Mr Nicholas W. Stump, MAPps Sc Adel.

Changes to Senate membership during 2005
– February: Dr David Watson, MP retired as a member of Parliament. His successor was Dr Bruce Flegg, MP.