

# MANAGING AND GOVERNING

Our Council and Management teams support collaborative planning, strategic decision-making and effective and transparent governance.



## COUNCIL

(L to R): Ms Jann Gardner, Deputy Chancellor Mr Kevin Young, Professor Jennifer Martin, Mr Lucas Dowling, Mr Robert (Bob) Kennedy AM, Ms Jennifer Leslie, The Chancellor Mr Paul Jeans, Vice-Chancellor and President Professor Alex Zelinsky AO, Ms Michelle McPherson, Mr Sean Gordon, Associate Professor Brendan Boyle, Professor Victoria Haskins, Dr Stephanie Fahey.

Not shown: Ms Julie Phillips, Mr Shane James, Mr Michael DiRienzo

We wish to acknowledge and recognise the valuable contributions made by Mr John Bowers, Mr Doug Dean AM and Professor Victoria Haskins who retired as Council members in 2022.

## ROLE OF THE COUNCIL AND ITS COMMITTEES

The Council supports the long-term success of the University. It sets strategy and oversees its implementation ensuring that all matters are discussed within the context of our agreed risk framework and ethical standards.

It rigorously challenges strategy, performance, responsibility and accountability to make decisions of the highest quality, providing leadership and direction to support corporate governance and the overall financial performance of the organisation. Council retains control of key decisions through a schedule of reserved matters, with other matters delegated to its Committees, the Vice-Chancellor, Academic Senate and to additional management teams.

The Council has the following seven standing Committees:

- Chancellor's Committee
- Controlled and Associated Entities Committee
- Finance Committee
- Nominations and Governance Committee
- People and Culture Committee
- Risk Committee
- Development Committee.

In addition, the Academic Senate is the principal advisory committee to the Council on academic matters and has a major role in academic quality assurance processes. The Academic Senate is supported in its functions by its subcommittees:

- Program and Course Approval Committee
- Research Committee
- Teaching and Learning Committee
- Faculty Boards.

The University acknowledges and observes the Universities Australia and University Chancellors Council Voluntary Code of Best Practice for the Governance of Australian Universities and confirms that it complies with this Code.

## COUNCIL BASIS OF AUTHORITY

The University of Newcastle is governed by its Council, which is chaired by the Chancellor.

Council has responsibility for the direction and oversight of the University according to the *University of Newcastle Act 1989* (the Act) and the *University of Newcastle By-law 2017* (the By-law).

## UNIVERSITY COUNCIL AND ITS MEMBERS

The Council comprises 16 members who contribute their expertise and time, with membership at 31 December 2022 as follows:

### EX-OFFICIO EXTERNAL MEMBER

**The Chancellor**

**Mr P.E. (Paul) Jeans**

BE(UNSW), FRNS, FIEAust, FAICD

**Chairs:** University Council, Chancellor's Committee, Nominations and Governance Committee

### EX-OFFICIO MEMBER

**Professor Victoria Haskins**

**President of Academic Senate**

BA(Hons), PhD(Sydney), FAHA

**Chairs:** Academic Senate

### MINISTERIALLY APPOINTED EXTERNAL MEMBER

**Mr Robert (Bob) Kennedy AM**

BEC(ANU), FCPA

**Chairs:** Controlled and Associated Entities Committee

### MINISTERIALLY APPOINTED EXTERNAL MEMBER

**Deputy Chancellor**

**Mr Kevin Young**

BE(Hons1), MBA(Newcastle), FIEAust, FAICD

**Chairs:** Development Committee

### COUNCIL APPOINTED EXTERNAL MEMBER

**Mrs Michelle McPherson**

BBus(Accounting)(UTS), CA, GAICD

**Chairs:** Finance Committee

### COUNCIL APPOINTED EXTERNAL MEMBER

**Dr Stephanie Fahey**

PhD(ANU), BA(Hons)(USyd), FAICD

### COUNCIL APPOINTED EXTERNAL MEMBER

**Ms Jennifer Leslie**

BCom(Newcastle), FCA, TFASFA, FGIA, MAICD

### COUNCIL APPOINTED EXTERNAL MEMBER

**Adjunct Professor Michael DiRienzo**

BCom(Newcastle)

### EX-OFFICIO MEMBER

**Vice-Chancellor and President**

**Professor Alex Zelinsky AO**

BMathSc(Hons), PhD, Hon DSc (UOW), GradDip(AICD), FAA, FTSE, FIEEE, Hon FIEAust, FAICD

### COUNCIL APPOINTED EXTERNAL MEMBER

**Ms Jann Gardner**

BA/LLB(Sydney), MBA(Newcastle), GAICD

**Chairs:** Risk Committee

### COUNCIL APPOINTED EXTERNAL MEMBER

**Ms Julie Phillips**

BPharm, Dip Hosp Pharm, MSc(Sydney), MBA(Macq), MPS, AICD

**Chairs:** People and Culture Committee

### COUNCIL APPOINTED EXTERNAL MEMBER

**Mr Sean Gordon**

BEd (Adult Education)(UTS), Grad Cert (Education)(Melb), AdvDipCommServ (Management)(TAFE SA)

### ELECTED STAFF MEMBER<sup>3</sup>

**Associate Professor Brendan Boyle**

BBus(DKIT, Ireland), MBS(UCD, Ireland), PhD(Sydney)

### ELECTED STAFF MEMBER<sup>3</sup>

**Professor Jennifer Martin**

PhD(Monash), MBChB(Otago, NZ), MA(Oxford, UK), GAICD, FRACP, AAHMS

### ELECTED NON-ACADEMIC STAFF MEMBER<sup>3</sup>

**Mr Shane James**

BBus(Mngt)(Newcastle)

### ELECTED STUDENT MEMBER<sup>4</sup>

**Mr Lucas Dowling**

BA(Newcastle), AAICD

<sup>i</sup> For further information on the University's members of Council, visit: [newcastle.edu.au/current-staff/our-organisation/governance/council/council-members](https://newcastle.edu.au/current-staff/our-organisation/governance/council/council-members)

1 External members appointed by the Minister, are appointed for up to four years.

2 External members appointed by Council, are appointed for up to four years. Three staff members are elected for up to two years.

4 Student members are elected for a term of one year.

## BOARD MEETINGS AND ATTENDANCE TABLE

Council members may attend all committee meetings with rights of audience and debate, with the exception of the Chancellor's Committee. The table below provides details of the number of meetings convened during the year, details the meetings Council members were eligible to attend and records their attendance.

MEMBERS	COUNCIL (SCHEDULED) MEETINGS	NOMINATIONS AND GOVERNANCE COMMITTEE	DEVELOPMENT COMMITTEE	CONTROLLED AND ASSOCIATED ENTITIES COMMITTEE	FINANCE COMMITTEE	RISK COMMITTEE	PEOPLE AND CULTURE COMMITTEE	CHANCELLOR'S COMMITTEE
Mr Paul Jeans	7/7	5/5	5/5	5/5	5	5/5	5/5	6/6
Professor Alex Zelinsky AO	7/7	5/5	5/5	5/5	5/5	5/5	5/5	6/6
Professor Victoria Haskins	7/7	5/5	5/5	N/A	N/A	N/A	N/A	5/6
Mr Kevin Young	7/7	2/2	5/5	N/A	N/A	5/5	N/A	3/3
Mr Robert (Bob) Kennedy AM	7/7	N/A	4/5	5/5	5/5	N/A	N/A	N/A
Mrs Michelle McPherson	6/7	2/3	N/A	N/A	1/2	3/4	N/A	5/6
Mr John Bowers	4/5	N/A	N/A	2/3	2/3	2/3	N/A	N/A
Mr Doug Dean AM	2/5	N/A	N/A	N/A	2/3	N/A	3/3	N/A
Ms Jann Gardner	7/7	4/5	N/A	N/A	N/A	2/2	4/5	5/6
Ms Julie Phillips	7/7	1/1	4/4	2/4	N/A	N/A	2/2	N/A
Dr Stephanie Fahey	7/7	N/A	5/5	5/5	N/A	N/A	N/A	N/A
Mr Sean Gordon	5/7	N/A	N/A	4/5	5/5	N/A	N/A	N/A
Ms Jennifer Leslie	2/2	N/A	N/A	1/1	N/A	1/1	N/A	N/A
Mr Michael DiRienzo	1/2	N/A	1/1	N/A	0/1	N/A	N/A	N/A
Associate Professor Brendan Boyle	6/7	N/A	5/5	N/A	5/5	N/A	N/A	N/A
Professor Jennifer Martin	6/7	N/A	N/A	1/5	N/A	2/4	N/A	N/A
Mr Shane James	3/7	N/A	N/A	N/A	N/A	4/5	5/5	N/A
Mr Lucas Dowling	7/7	3	N/A	N/A	N/A	1	4/5	N/A

Key: Single digits indicate where members have availed themselves of their rights of audience and debate

## COUNCIL TERMS OF OFFICE

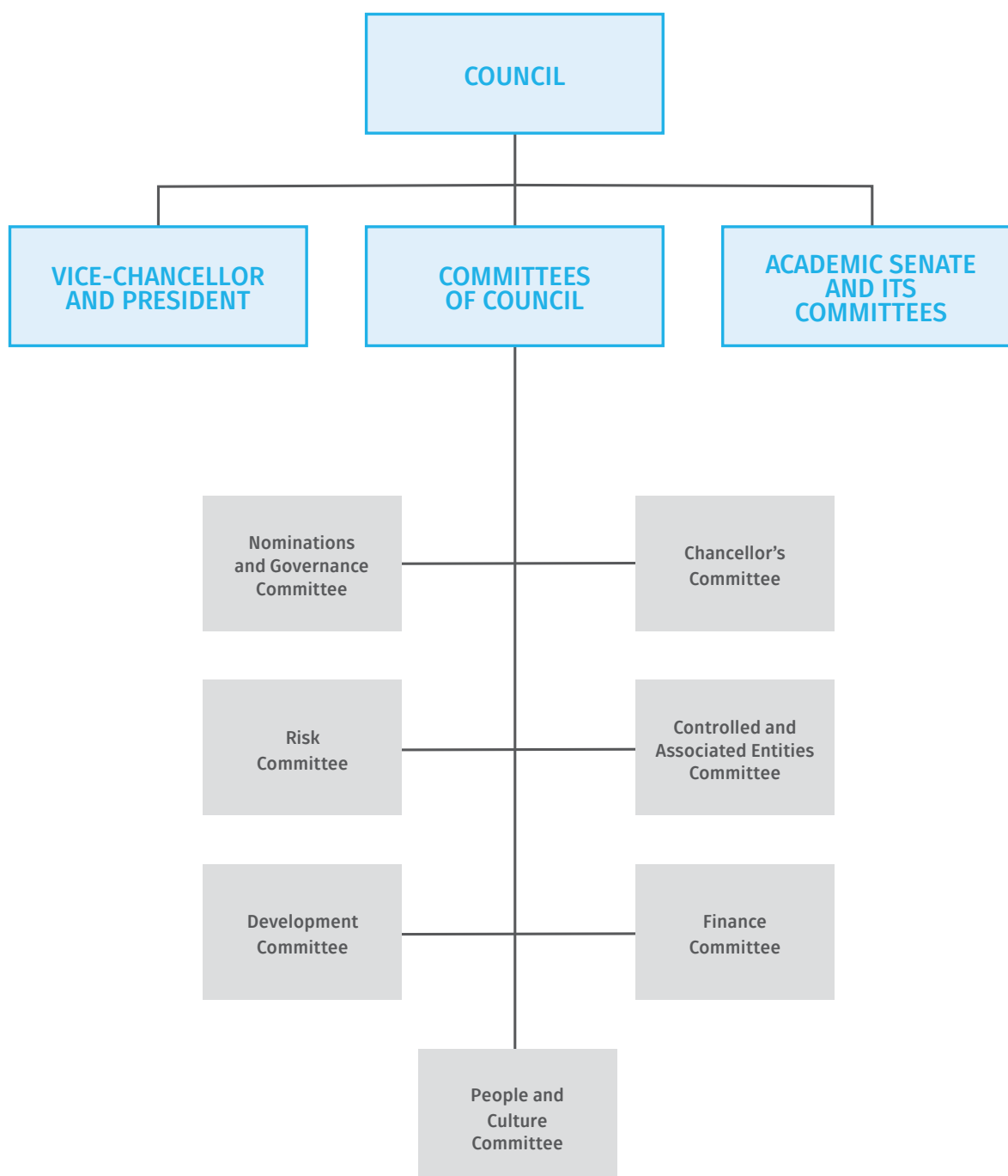
COUNCIL MEMBER	DATE OF INITIAL APPOINTMENT	EXPIRY OF CURRENT TERM
<b>OFFICIAL MEMBERS</b>		
Mr P.E. (Paul) Jeans (Chancellor)	01/07/2013	30/06/2025
Professor Alex Zelinsky AO (Vice-Chancellor and President)	19/11/2018	31/12/2026
Professor Victoria Haskins (President of Academic Senate)	01/01/2020	31/12/2022
<b>EXTERNAL MEMBERS APPOINTED BY THE MINISTER</b>		
Mr Robert (Bob) Kennedy AM	01/02/2014	31/01/2023
Mr Kevin Young	01/09/2021	31/08/2024
<b>EXTERNAL MEMBERS APPOINTED BY COUNCIL</b>		
Mr John Bowers	14/08/2015	13/08/2022 (Term ended)
Mr Doug Dean AM	14/08/2015	13/08/2022 (Term ended)
Ms Michelle McPherson	09/07/2014	31/12/2024
Dr Stephanie Fahey	01/01/2021	31/12/2023
Ms Jann Gardner	01/01/2015	31/12/2023
Mr Sean Gordon	13/12/2021	12/12/2023
Ms Julie Phillips	13/08/2016	30/07/2026
Ms Jennifer Leslie	14/08/2022	13/08/2024
Mr Michael DiRienzo	14/08/2022	13/08/2024
<b>ACADEMIC STAFF MEMBERS – ELECTED</b>		
Associate Professor Brendan Boyle	01/09/2018	31/08/2024
Professor Jennifer Martin	01/09/2020 18/10/2021	06/06/2021 31/08/2024
<b>NON-ACADEMIC STAFF MEMBER – ELECTED</b>		
Mr Shane James	13/12/2021	31/08/2024
<b>STUDENT MEMBER – ELECTED</b>		
Mr Lucas Dowling	01/01/2021	31/12/2023

## OUR GOVERNANCE FRAMEWORK

A copy of the University's governance policies can be found on our website at:

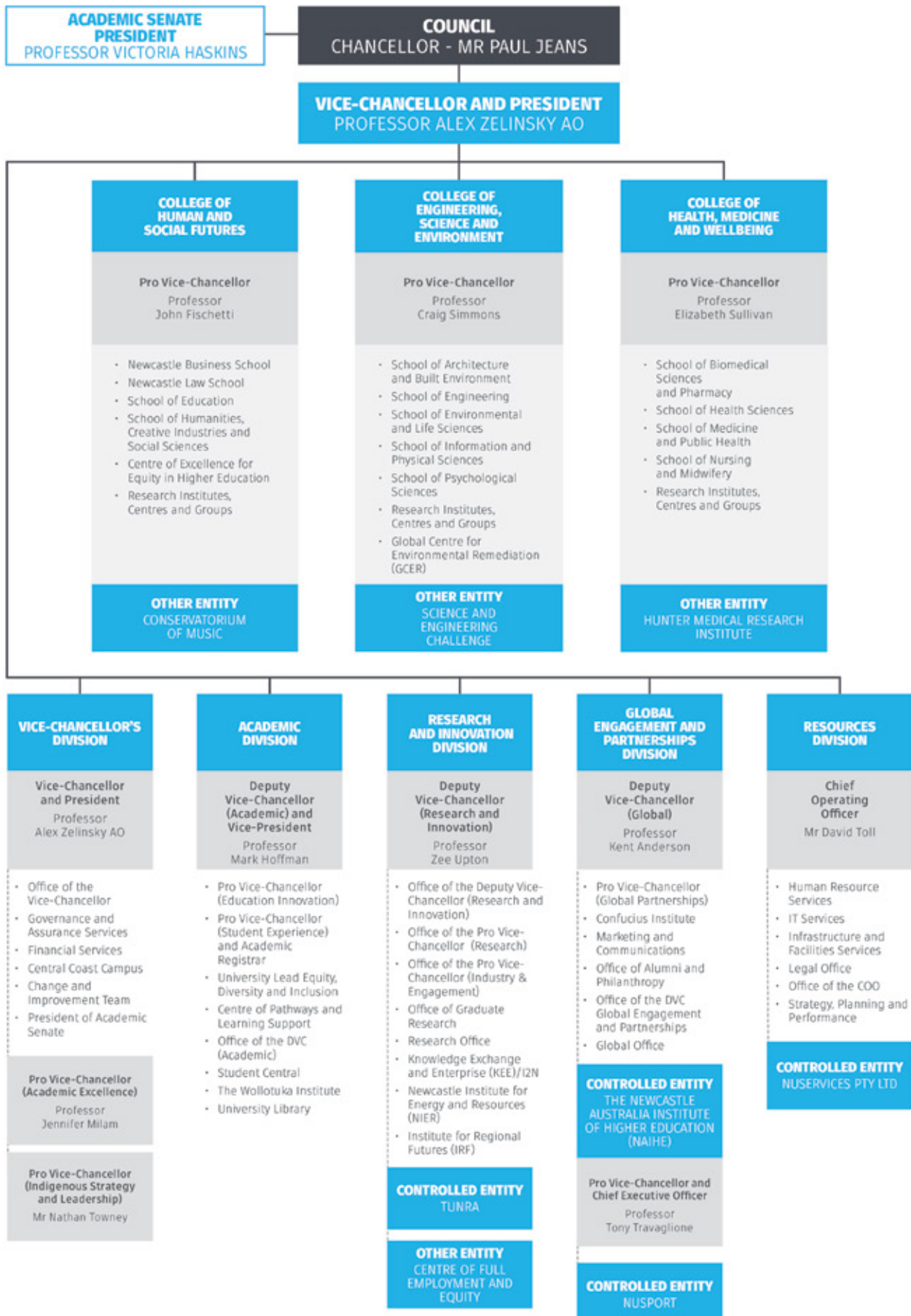
[newcastle.edu.au/about-uon/governance-and-leadership/policy-library](https://newcastle.edu.au/about-uon/governance-and-leadership/policy-library)

Policies are regularly reviewed and updated to ensure they reflect best practice and support stakeholders' expectations wherever practical.





## OUR ORGANISATIONAL STRUCTURE



----- Dashed line denotes senior point of contact between the University and its entities

Correct as at 13 March 2023 3:38 pm

## EXECUTIVE COMMITTEE

The Vice-Chancellor and President is the Principal Executive Officer of the University of Newcastle with responsibility for strategic direction, the operation and management of the University and for chairing the University's Executive Committee.



### EXECUTIVE COMMITTEE

*Back row (L to R): Mr Nathan Towney, Ms Dianne Allen, Professor John Fischetti, Professor Michael Bowyer, Professor Alex Zelinsky AO, Professor Kent Anderson, Professor Elizabeth Sullivan, Mr Brian Jones, Professor Craig Simmons*

*Front row (L to R): Professor Victoria Haskins, Mr Martin Sainsbury, Ms Paula Johnston, Professor Mark Hoffman, Professor Zee Upton, Mr David Toll*

*Absent: Professor Jennifer Milam*

## ROLE OF THE EXECUTIVE COMMITTEE

The Executive Committee is a forum for the Executive to share information and provide advice to the Vice-Chancellor on major strategic matters. It defines and focuses the University's strategic direction in line with the strategic plan. It operationalises the strategic plan through business planning processes and prioritises operational decisions according to this framework.

## EXECUTIVE COMMITTEE MEMBERS

**Professor Alex Zelinsky AO**

**Vice-Chancellor and President (Chair)**

BMathsSc(Hons), PhD, Hon DSc(UOW), GradDip(AICD), FAA, FTSE, FIEEE, Hon FIEAust, FAICD

**Professor Mark Hoffman**

**Deputy Vice-Chancellor (Academic) and Vice-President**

BE(Hons), PhD(Sydney), MBT(UNSW), FTSE, FIEAust, FRSN

**Professor Kent Anderson**

**Deputy Vice-Chancellor (Global)**

BA(Middlebury), MA(Washington), Juris Doctorate(Washington), MJur(Oxford)

**Professor Elizabeth Sullivan**

**Pro Vice-Chancellor, College of Health, Medicine and Wellbeing**

MD(UNSW), MPH, MMed, MBBS(Sydney), FAFPHM

**Mr David Toll**

**Chief Operating Officer**

BA(Syd), MProfessional Accounting(USQ), MBA(Deakin), GAICD

**Ms Paula Johnston**

**Chief Financial Officer**

BA, BComm(ANU), CA

**Mr Martin Sainsbury**

**Chief People and Culture Officer**

BEc(Newcastle), LLB(Hons)(Macquarie), MLLR(Sydney)

**Ms Dianne Allen**

**University Secretary**

BCom(Newcastle), FCA, GAICD

**Professor Juanita Todd**

**Acting Pro-Vice Chancellor, College of Engineering, Science and Environment**

BSc, BPsych(Hons), MPsych(Clin), PhD(UWA), GAICD

**Professor Craig T. Simmons**

**Pro Vice-Chancellor, College of Engineering, Science and Environment**

BE(Hons), BSc, PhD, FAA, FTSE

**Professor John Fischetti**

**Pro Vice-Chancellor, College of Human and Social Futures**

BA(UVA), EdD(UMass)

**Professor Zee Upton**

**Deputy Vice-Chancellor (Research and Innovation)**

BSc(Hons)(Adelaide), PhD(Adelaide)

**Mr Nathan Towney**

**Pro Vice-Chancellor, Indigenous Strategy and Leadership**

BTeach/BHPE(Newcastle)

**Professor Jennifer Milam**

**Pro Vice-Chancellor, Academic Excellence**

BA(Barnard College, Columbia University), MA, PhD(Princeton), FAAH

**Professor Michael Bowyer**

**Interim Executive Dean Central Coast**

BSc(Hons)(UNSW), PhD(UNSW), Dip Ed(UNSW)

**Professor Victoria Haskins**

**President of Academic Senate**

BA(Hons), PhD(Sydney), FAHA

**Mr Brian Jones**

**Executive Director, Change and Improvement Team**

BSc(Arch), MBA(Newcastle), BIA(UNSW)