



Australian  
National  
University

# **Sir Roland Wilson Foundation**

## **Operational Guidelines**

August 2014

Sir Roland Wilson Foundation

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CRICOS Provider No. 00120C

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## Charter of the Sir Roland Wilson Foundation

The Sir Roland Wilson Foundation (the Foundation) was initially established under the terms of the Wilson gift to the University as approved by ANU Council in 1998.

The agreement defined the charter of the Foundation to be:

- *To honour the contribution of Sir Roland Wilson to the development of public policy and administration in Australia and to provide in visible form a permanent acknowledgement of his achievements, contributions to and place in Australian history; and*
- *To advance the study and development of public policy and administration within Australia and in relations between Australia, its regions and the rest of the world*

The inaugural meeting of the Sir Roland Wilson Foundation was held on 3 March 1999.

In accepting the gift the University agreed to match the gift of the Wilson family and to name a prominent new building after Sir Roland Wilson, which would be named in perpetuity.

- The Sir Roland Wilson Building, at McCoy Circuit, Acton on the university campus was officially opened by the then Prime Minister, the Hon John Howard on 26 August 1999.

In 2010 the Commonwealth announced its intention to re-invigorate the Commonwealth- ANU relationship through a variety of measures. This agreement included a one-off \$7million contribution by the Commonwealth to match the donations of the Wilson family and the ANU, to expand the operation of the Sir Roland Wilson Foundation.

The expansion would provide for a number of PhD scholarships to be awarded each year to high performing Australian government employees, to undertake research at the ANU, in areas of priority public interest and national significance.

The scholarship program is intended to continue in perpetuity and three to four PhD scholarships are to be awarded each year, following a competitive selection process.

## Sir Roland Wilson Foundation structure

The Foundation was established as a Foundation of the ANU Endowment for Excellence by resolution of the ANU Council (2090/1998) on 11 December 1998.

The Foundation is a non-incorporated entity .It reports annually to the ANU Endowment for Excellence Board of Governors, and the ANU Council.

As a Foundation of the Endowment for Excellence, the Foundation's governance is established by:

- *The Australian National University Endowment for Excellence Statute 2012* ("the Statute").

Sections 14-17 of the Statute sets out the establishment of the ANU's Foundations, the appointment and functions of Directors and audit and reporting requirements.

- *The Australian National University Endowment for Excellence Rules 2012* ("the Rules")

Part 4 of the Rules prescribes the qualifications of becoming a Director of a Foundation, reasons for a Director's office becoming vacant, disclosure of actual or perceived conflicts of interests, meeting procedures, annual reports and financial year.

The operations of the Foundation are guided by the *ANU Code of Practice for Philanthropy* which establishes the responsibilities of the University and rights of the donor to ensure that the ANU earns and maintains the respect and trust of the general public.

The Foundation is governed by a board of Directors. The principle function of the Board is to guide the Foundation in achieving its objectives.

### Board

By s15 of the Statute, Directors of the Foundation are appointed by the Vice-Chancellor.

The Chancellor and the Vice-Chancellor (or their nominees) are *ex officio* Directors of all Foundations, including the Sir Roland Wilson Foundation. In practice, the Chair is the Vice-Chancellor's nominee.

The Deed of Agreement entered into with the Commonwealth and subsequent recommendations of the existing Foundation Board recommended that the Board comprise three nominees of the ANU; three of the Commonwealth and three external directors agreed by both the Commonwealth representatives and the ANU as best meeting the broad objectives of the Foundation. The Commonwealth representatives would include as ex-officio members the Secretary of the Treasury and the Australian Public Service Commissioner. The third Commonwealth representative would be a Portfolio Secretary, nominated by the APS Commissioner.

### **Nomination of Directors**

Recommendations for potential external Directors are considered by a meeting of the Foundation Board. If recommended for appointment, prospective Directors will be nominated and appointed by the Vice Chancellor for an initial term of three (3) years. The Vice Chancellor confirms the appointment in writing to all Directors.

### **Nomination of the Chair**

The Chair of the Foundation is appointed by the Vice Chancellor, on advice of the Foundation Board. The Chair is appointed for a fixed term of up to three years. This term may be extended on advice of the Board. The Vice Chancellor confirms the appointment in writing to the Chair.

In March 2014 the ANU Vice Chancellor approved the membership configuration of the Foundation and appointed Dr Ken Henry, AC as Chair of the newly constituted Foundation Board (see attachment for Board member listing and terms of Office).

### **Roles of the Board**

#### *Role of the Chair*

The role of the Chair is to:

- conduct effective meetings, setting the meeting agenda and seeing that the appropriate matters are considered by the Board in a timely and transparent manner;
- ensure compliance with University requirements;

- assess Board composition and renewal on an ongoing basis to ensure that the Board as a whole has an appropriate balance of skills, experience and expertise;
- coordinate Board representation at events and functions;
- lead the Foundation in its mission, vision and its current activities;
- lead an annual strategic review of the Foundation Board;
- keep the Foundation Board, the ANU Endowment for Excellence Board of Governors informed about the activities of the Foundation.

### *Role of Directors*

Section 16 of the ANU Statute for the Endowment for Excellence, sets out the functions of Directors as to:

- advise the Vice-Chancellor and the Council in relation to the operation of the Foundation and its administration;
- advise the Vice-Chancellor in relation to achieving the aims of the Foundation;
- promote the objects and functions of the Foundation; and
- advise on the practices and procedures of the Foundation to ensure that they are designed to provide transparency in the use of donor assets.

### **Terms and condition of office**

Directors of the Foundation are appointed for an initial term of three (3) years and may be renewed for a second term of up to three (3) years. The renewal of appointments is subject to the Vice Chancellor's approval, on advice from the other Directors that they support and recommend the reappointment.

Section 14(4) of the Statute states that Directors are not entitled to receive any remuneration for acting in that capacity but may be reimbursed for any reasonable expenses incurred in the course of carrying out the duties of his or her office. All expenses must be approved in advance by the University.

## **Foundation Administration**

The Foundation is supported and administered through the Sir Roland Wilson Foundation Office and its Executive Director. The office

- acts as the first point of contact for the Chair and Directors for all administrative coordination function requirements;
- Administers the ANU Sir Roland Wilson Foundation Scholarship scheme
- Develops a strategic Plan for the Foundation and annually reports on that plan;
- provides administrative coordination support services and strategic advice to the Chair by drafting correspondence, preparing reports and co-ordinating the administrative tasks of the Foundation including meeting agendas and minutes;
- Co-ordinating and attending meetings for the Foundation, and ensuring appropriate and timely follow up of action items post meeting.
- Manages the operational priorities of the Foundation

### **Delegations**

Delegations for expenditure of funds held in the Foundation's endowment are assigned to the Executive Director of the Sir Roland Wilson Foundation in accordance with a budget which is agreed annually by the Board of the Foundation.

### **Endowment accounting and financial reporting**

The Foundation has a dedicated Endowment account into which donations to the ANU for the specific purpose of the Sir Roland Wilson Foundation will be receipted under the ANU's procedures. A statement of financial performance and position will be prepared by Alumni Relations & Philanthropy for meetings of the Foundation and included in meeting agenda papers circulated in advance

### **Proceedings of the Foundation Board**

The Foundation's activities are undertaken through regular Board meetings and informal discussions between Directors, the Chair and various parts of the University.

### **Decisions of the Board**

Section 16 of the Rules specify that a quorum of the Board consists of half of the total number of its Directors, including at least one *ex officio* Director or his or her nominee.



A decision carried by a majority of the votes cast by the Directors present at a meeting is a decision of the Board.

The decisions of the Board will usually address recommendations or endorsements regarding funding, communications, and Board operations.

Each Director present at a meeting of the Board has one vote on a matter arising for decision. If the votes are equal, the Director presiding at the meeting may exercise a casting vote.

Directors will vote on all Board decisions and be provided with an opportunity to express variance of opinion.

An individual Director may record a dissent vote that will be noted in the minutes.

## **Minutes**

The Board is responsible for ensuring accurate minutes of its proceedings are kept. Minutes will be available to all Directors of the Board.

## **Frequency of meetings**

Section 16 of the Rules specify that Foundation Board meetings must be held at least once every six months. The Board also meets whenever necessary to deal with specific matters requiring attention between scheduled meetings.

## **Annual Meeting**

Foundation Directors have agreed that the first meeting of the calendar year of the Foundation Board will be the Annual General Meeting.

Agenda items include:

- The annual report of the Foundation, required under Section 17 of the Rules, which may contain:
  - A list of present and immediately past Directors;
  - A list of any changes in the composition of the Directors;
  - A statement of projected activities in the coming budget period, including a proposed budget;
  - A commentary on the success or otherwise of the Foundation's activities; and

- Membership and Chairmanship of the Foundation;
- The strategic plan of the Foundation; and
- Operational plans and objectives for the year ahead.

### **Board Sub-Committees**

The Foundation may form a sub-committee if needed for specific purpose or in support of specific events, and these sub-committees may form their own meeting schedules and practicalities. A sub-committee established by the Foundation must have defined Terms of Reference and a timeline for delivery of outcomes to be approved by the Board.

### **Conflict of Interest**

Section 15 of the Rules specifies how conflicts of interest are to be disclosed: A Director who has a direct or indirect interest in a matter being considered or about to be considered by the Directors must, as soon as possible after the relevant facts have become known to the Director, disclose the nature of the interest at a meeting of the Directors.

Any disclosure of actual or perceived conflicts of interest must be formally recorded in the minutes of the meeting.

The Director concerned must not, unless the Directors otherwise determine: be present during any deliberation of the Directors with respect to that matter; or take part in any decision of the Directors with respect to that matter.

## **Attachments**

ANU Endowment for Excellence, Statute 2012

ANU Endowment for Excellence, Rules, 2012

ANU Code of Practice for Philanthropy, 2000

Sir Roland Wilson Foundation, Board Membership and Terms of Office

# Attachment 1

## ANU Endowment for Excellence, Statute 2012

### THE AUSTRALIAN NATIONAL UNIVERSITY

Australian National University Act 1991

### THE AUSTRALIAN NATIONAL UNIVERSITY ENDOWMENT FOR EXCELLENCE STATUTE 2012

The Council of The Australian National University makes this Statute under section 50 of the Australian National University Act 1991.

Dated: 23 March 2012.

Professor the Hon Gareth Evans AO QC

**Chancellor**

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#### **Citation**

1.

This Statute may be cited as The Australian National University Endowment for Excellence Statute 2012.

#### **Commencement**

2.

This Statute commences on the day after it is registered.

#### **Interpretation**

3.

In this Statute, unless the contrary intention appears:

**assets** includes money, investments, property and other non-pecuniary material donated to the University;

**Board** means the Board of Governors for the Endowment established under section 7;

**Director** means a Director of a Foundation mentioned in section 15;

**Endowment** means The Australian National University Endowment for Excellence established under section 5;

**Foundation** means a Foundation established under section 14;

**Fund** means the Endowment Fund established under section 10; and

**Governor** means a member of the Board for the Endowment established under section 7.

#### **Objects of this Statute**

4.

The intention of this Statute is to establish the mechanism, including the oversight mechanism, to develop and account for the philanthropic activities of the University.

#### **Establishment of Endowment**

5.

The Australian National University Endowment for Excellence is established. 1

#### **Functions of Endowment**

6. The functions of the Endowment are as follows:

(a) to raise assets on behalf of the University, whether those assets are to be held in trust for particular purposes or otherwise;

(b) to build a capital preserved fund;

(c) to support research and teaching across the University;

(d) to support scholarship in any form consistent with the functions of the University;

(e) to advise the University in relation to:

(i) assets received by the University and held by the University in trust for particular purposes or uses;

(ii) assets received by the University within the objects of this Statute;

(iii) the creation and administration of Foundations;

(f) any other functions that are prescribed in the Rules.

#### **Board of Governors**

7. The Council may appoint a Board of Governors:

(a) consisting of the Governors prescribed in the Rules; and

(b) appointed in accordance with the Rules.

#### **Functions of Board**

**8.(1)** The functions of the Board are to advise the Council and the Vice-Chancellor in relation to any of the functions of the Endowment and its administration.

(2) Without limiting the generality of subsection (1), the Board may exercise the following functions:

- (a) to encourage donations, gifts and bequests to the University through the Endowment;
- (b) to engage in other fundraising activities;
- (c) to promote the objects and functions of the Endowment;
- (d) to oversee each Foundation established under section 14;
- (e) to recommend to the Council that the Endowment support or administer activities of mutual interest with institutions other than the University.

(3) The Board may advise on the practices and procedures of the Endowment, including ensuring that they are designed to provide transparency in the use of donor assets.

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(4) The Board must review any audit of the Endowment.

(5) The Board must provide an annual report to the Council in relation to the financial and other business of the Endowment, including the annual reports of each Foundation.

#### **Council may issue guidelines or directions**

**9.(1)** The Council may issue written guidelines or directions to the Board of Governors in relation to the carrying out of any of its functions or the exercising of any of its powers.

(2) The Board must carry out its functions in accordance with any directions or guidelines given to it by the Council.

#### **Endowment Fund**

**10.(1)** There is to be a Fund established for the purposes of this Statute.

(2) All assets raised or otherwise received for the Endowment, including assets for the purposes of a capital preserved fund, are to be placed in the Fund and accounted for accordingly.

(3) To avoid doubt, all gifts to the University must be accounted for in the Fund.

(4) The Fund is to make use of the University bank account for all banking purposes.

(5) A part of the Fund may be a capital preserved fund to facilitate the investment and distribution of assets (including money earned) that are intended to support activities over an extended period.

(6) The Board may make rules about the proper preservation and distribution of capital preserved gifts.

#### **Variation of terms of trust**

**11.(1)** If:

(a) by the terms of a trust, any property is held:

(i) in trust for a charitable purpose; or

(ii) in trust for a purpose of the University other than its general purposes; and

(b) in the opinion of the Board, it is impossible or inexpedient to carry out or observe the terms of the trust, whether as to its purpose or any other of its terms;

the Board may ask the Council to apply to the Court to vary the terms of the trust.

(2) In making a request under subsection (1), regard must be had to:

(a) the extent to which it may be necessary to depart from the terms of the trust to avoid the impossibility or inexpediency; and

(b) the apparent intention of the donor in creating the trust.

(3) If the Council receives a request under subsection (1), the Council may apply to the Court for an order to vary the terms of the trust accordingly. 3

#### **Trust assets to be used for purpose of trust**

**12.** Subject to any order made by the Court under subsection 11(3), nothing in this Statute empowers the University to use, for any other purpose, assets given to the University for a particular purpose.

#### **Audit**

**13.** The Endowment Fund is subject to audit.

#### **Foundations**

**14.(1)**A Foundation may be established by the Council approving a charter that sets out:

(a) the name of the Foundation; and

(b) the objects and functions of the Foundation.

(2) A Foundation comes into existence when the Council resolves to approve its charter.

(3) The Council may, on the advice of the Board, approve the dissolution of a Foundation.

(4) If a Foundation dissolved in accordance with subsection (3) has at the time of its dissolution, any surplus assets, those assets are to be dispersed at the direction of the Vice-Chancellor to an area or body most closely related to the objects of the Foundation.

#### **Directors for a Foundation**

**15.(1)** Each Foundation is to have Directors appointed by the Vice-Chancellor.

(2) The Chancellor and the Vice-Chancellor (or their nominees) are to be ex officio Directors in addition to the nominated Directors.

(3) To avoid doubt, a Governor may also be a Director.

#### **Functions of Directors**

**16.(1)** The function of the Directors for a Foundation is to advise the Vice-Chancellor and the Council in relation to the operation of the Foundation and its administration.

(2) Without limiting the generality of subsection (1), the Directors may exercise the following functions:

(a) to advise the Vice-Chancellor in relation to achieving the aims of the Foundation;

(b) to encourage donations, gifts and bequests to the University through the Endowment;

(c) to promote the objects and functions of the Foundation;

(d) to advise on the practices and procedures of the Foundation to ensure that they are designed to provide transparency in the use of donor assets.

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#### **Audit and report**

**17.** Each Foundation is subject to audit and must report annually on its activities to the Board and through the Board to the Council.

#### **Rules**

**18.** The Council may make Rules that are necessary or convenient to be made for giving effect to this Statute.

#### **Repeal and savings**

**19.(1)** The Australian National University Endowment for Excellence Statute (the **former Statute**), as amended and in force immediately before the commencement of this Statute, is repealed.

(2) To avoid doubt, in spite of the repeal of the former Statute:

(a) the establishment of the Endowment; and

(b) the appointment of Governors for the Board; and

(c) anything else done under the former Statute;

continues in force under this Statute as if this Statute amended the former Statute accordingly.

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This Statute commenced on 29 March 2012.

# Attachment 2

## ANU Endowment for Excellence, Rules, 2012

### THE AUSTRALIAN NATIONAL UNIVERSITY

The Australian National University Endowment for Excellence Statute 2012

### THE AUSTRALIAN NATIONAL UNIVERSITY ENDOWMENT FOR EXCELLENCE RULES 2012

The Council of The Australian National University makes these Rules under section 18 of The Australian National University Endowment for Excellence Statute 2012.

Dated: 23 March 2012.

Professor the Hon Gareth Evans AO QC

Chancellor.

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### PART 1—PRELIMINARY

#### Citation and commencement

1.(1) These Rules may be cited as The Australian National University Endowment for Excellence Rules 2012.

(2) These Rules commence on the day after they are registered or on the day on which the Statute commences, whichever is the later.

#### Interpretation

2. In these Rules, unless the contrary intention appears:

**Statute** means The Australian National University Endowment for Excellence Statute.

### PART 2—THE BOARD OF GOVERNORS

#### Constitution of Board

3.(1) For section 7 of the Statute, the Board consists of the following Governors:

(a) a President appointed by the Council;

(b) a Vice-President appointed by the Council;

(c) the Chancellor, the Pro-Chancellor and the Vice-Chancellor as ex officio Governors;

(d) not less than 3 other Governors appointed by the Council;

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(e) 1 person appointed by the Council, being a person who holds a position of responsibility in The Australian National University Students' Association Inc. or the Postgraduate and Research Students Association Inc.

(2) The term of office for appointment of a Governor is 4 years and is subject to renewal by the Council.

(3) A Governor is not entitled to receive any remuneration for acting in that capacity but may be reimbursed for any reasonable expenses incurred in the course of carrying out the duties of his or her office.

#### Qualifications for Governorship of Board

4. A person is not qualified to become or remain a Governor if:

(a) the person is under 18 years of age; or

(b) the person is an undischarged bankrupt or a person in respect of whom there is in operation a composition, deed of arrangement or deed of assignment with the person's creditors under the law relating to bankruptcy; or

(c) the person is serving a sentence of imprisonment for an offence against the law of the Commonwealth or of a State or Territory; or

(d) in accordance with the law of a State or Territory, all or any of the person's property is, because of his or her mental incapacity, under the control of another person.

#### Vacancy of office

5.(1) If a Governor (other than an ex officio Governor):

(a) ceases to be qualified, under Rule 4, from remaining a Governor; or

(b) dies; or

(c) resigns from Governorship of the Board; or

(d) is absent without leave of the Board from 3 consecutive meetings of the Board; or

(e) in the case of a Governor referred to in paragraph 3(1)(e), ceases to be qualified to be appointed as mentioned in that paragraph;

the Governor's office becomes vacant.

(2) If a Governor, without reasonable excuse, fails to comply with his or her obligations in relation to the Endowment or the Board, the Council may remove the Governor from the Board.

#### **Presiding at meetings**

**6.(1)** The President is to preside at all meetings of the Board at which he or she is present. 2

(2) If the President is not present at a meeting of the Board and the Vice-President is present, the Vice-President is to preside at the meeting.

#### **Secretary**

**7.(1)** The Vice-Chancellor may appoint a Secretary to the Board.

(2) The Secretary must maintain a record of the Board's proceedings.

#### **Meetings**

**8.(1)** The Board must meet at least twice in each year.

(2) An emergency meeting may be called at any time by the President or any 5 Governors.

(3) A validly constituted meeting must have a quorum of half the number of Governors in addition to the President or Vice-President.

(4) Each Governor may vote at a meeting of the Board, and in the event of an equality of votes in relation to any particular resolution, the person presiding at the meeting has a casting vote.

(5) The Board must, at least annually, consider:

- (a) the Annual Report to the Council; and
  - (b) appropriate recognition of major donors; and
  - (c) progress towards meeting the aims of the Endowment.
- (6) The Board may determine its own procedures.

#### **Resolutions without meetings**

**9.(1)** The President, or in the absence of the President the Vice-President, may in writing, request Governors to pass a resolution without a meeting.

(2) A copy of the request and the text of the proposed resolution must be sent to each Governor.

(3) The resolution is passed if a majority of the Governors eligible to vote on that resolution signs a document (containing the text of the resolution) agreeing with the text of the resolution and returns it to the President.

(4) For the purposes of this rule, a Governor is not eligible to vote on a resolution if the resolution relates to a matter in which the Governor has a direct or indirect interest.

#### **Disclosure of interests of Governors**

**10.(1)** A Governor who has a direct or indirect interest in a matter being considered or about to be considered by the Board must, as soon as possible after the relevant facts have come to the Governor's knowledge, disclose the nature of the interest at a meeting of the Board.

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(2) A disclosure under subrule (1) must be recorded in the minutes of the meeting of the Board and the Governor must not, unless the Board otherwise determines:

- (a) be present during any deliberation of the Board with respect to that matter; or
- (b) take part in any decision of the Board with respect to that matter.

#### **Delegation to committee of Board**

**11.** The Board may delegate any of its functions and powers under the Statute and Rules to the members of a committee consisting of:

- (a) Governors; or
- (b) Governors and other persons.

#### **Annual Report**

**12.(1)** There is to be an Annual Report of the Endowment which must be approved by the Board.

(2) The Annual Report may contain the following matters:

- (a) a list of the present and immediately past Governors;
- (b) a description of the value of the assets currently held in the Endowment;
- (c) a description of the investment profile of the Endowment;
- (d) a general description of the various uses to which Endowment assets have been put in the preceding year;
- (e) a commentary on the success or otherwise of the application of assets;
- (f) a projection of what is intended to be achieved during the current budgetary period;



- (g) comments of the President;
- (h) any report of the University's auditor relating to the Endowment;
- (i) any other appropriate information.

### **PART 3—THE ENDOWMENT**

#### **Membership**

**13.(1)** There are to be 5 categories of membership of the Endowment which are signified by the amount of contribution to the Endowment or other donations, including gifts in kind, as follows:

- (a) Chancellor's Special—for contributors of more than \$2,000,000 (aggregated);
- (b) Eminent—for contributors of less than \$2,000,000 but not less than \$250,000 (aggregated);
- (c) Honoured—for contributors of less than \$250,000 but not less than \$75,000 (aggregated); and
- (d) Distinguished—for contributors of less than \$75,000 but not less than \$25,000 (aggregated).

(2) The University must keep a register of membership of the Endowment.

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(3) A deceased person's estate may be recognised as a donor on the same terms as an individual.

### **PART 4—FOUNDATIONS**

#### **Foundations—Directors**

**14.(1)** A person is not qualified to become or remain a Director (other than an ex officio Director) if:

- (a) the person is under 18 years of age; or
- (b) the person is an undischarged bankrupt or a person in respect of whom there is in operation a composition, deed of arrangement or deed of assignment with the person's creditors under the law relating to bankruptcy; or
- (c) the person is serving a sentence of imprisonment for an offence against the law of the Commonwealth or of a State or Territory; or
- (d) in accordance with the law of a State or Territory, all or any of the person's property is, because of his or her mental incapacity, under the control of another person.

(2) If a Director:

- (a) ceases to be qualified to remain a Director; or
- (b) dies; or
- (c) resigns; or
- (d) is absent without leave of the other Directors from 3 consecutive Directors' meetings; or
- (e) is removed by the Vice-Chancellor at the request of the Directors; the Director's office becomes vacant.

(3) If a Director, without reasonable excuse, fails to comply with his or her obligations in relation to the Foundation or the Directors, the Council may remove the Director from his or her office.

(4) A Director is not entitled to receive any remuneration for acting in that capacity but may be reimbursed for any reasonable expenses incurred in the course of carrying out the duties of his or her office.

#### **Foundations—Directors' interests etc.**

**15.(1)** A Director who has a direct or indirect interest in a matter being considered or about to be considered by the Directors must, as soon as possible after the relevant facts have become known to the Director, disclose the nature of the interest at a meeting of the Directors.

(2) A disclosure under subrule (1) must be recorded in the minutes of the meeting of the Directors and the Director concerned must not, unless the Directors otherwise determine:

- (a)

be present during any deliberation of the Directors with respect to that matter; or

(b)

take part in any decision of the Directors with respect to that matter.

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#### **Foundations—Procedures**

**16.(1)** The Directors may determine their own meeting procedures.

(2) The Directors must meet at least once every 6 months and at other times as determined by the Directors.

(3) The quorum for a meeting of a Foundation is half the number of Directors, including at least one ex officio member or his or her nominee.

#### **Foundations—Annual Reports**

**17.(1)** The Directors must provide a report of activities for each year to the Board in time for it to be included in the Annual Report by the Board to the Council.

(2) The Annual Report of a Foundation may contain:

(a)

a list of present and immediately past Directors; and

(b)

a list of any changes in the composition of the Directors; and

(c)

a statement of projected activities in the coming budget period, including a proposed budget; and

(d)

a commentary on the success or otherwise of the Foundation's activities; and

(e)

any other appropriate information.

#### **Foundations—Financial Year**

**18.** The financial year of a Foundation is to be the same as for the University.

#### **Repeal and savings**

**19.(1)** The Australian national University Endowment for Excellence Rules 2005 (the **former Rules**), as amended and in force immediately before the commencement of these Rules, are repealed.

(2) To avoid doubt, in spite of the repeal of the former Rules:

(a) the appointment of Governors for the Board; and

(b) the establishment of Foundations; and

(c) anything else done under the former Rules;

continues in force under these Rules as if these Rules amended the former Rules accordingly.

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These Rules commenced on 29 March 2012.

# Attachment 3

## ANU Code of Practice for Philanthropy, 2000

*(adapted from the Australian Vice-Chancellors' Committee, 2000)*

Australian Universities have a long and distinguished history of philanthropic support from generous benefactors. It is a tradition of giving and sharing that is vital to the role of Universities in advancing knowledge for the common good. Universities recognise that the support of well-motivated citizens and corporations will always be important. Equally, there are many in society eager to make a lasting contribution to the role that Universities play. To ensure that Universities earn and maintain the respect and trust of the general public, and that Donors and prospective Donors can have full confidence in the University, the Australian National University has committed itself to this Code of Practice.

### Responsibilities of the University

The University will welcome and respect the interest of individuals and organisations seeking to contribute to the University.

The University will ensure that University staff engaged in Donor liaison and the soliciting of gifts do not grant or accept favours for personal gain and avoid actual or apparent conflicts of interest.

The University will ensure that all personnel involved in managing gifts exercise prudent judgement in their stewardship responsibilities.

The University will ensure that only authorised representatives of the University undertake solicitation of gifts.

The University will not seek or accept gifts where this would be inconsistent with the University's mission.

The University will at all times respect information about Donors and prospective Donors and their gifts and will ensure that such information is handled confidentially, to the extent provided by law and consistent with the Donor's wishes.

The University will ensure that potential Donors are encouraged to seek independent professional advice about the taxation status and any other business or legal implications of their gifts or potential gifts. University staff may work with such advisers to assist with gift arrangements.

The University will ensure that non-cash gifts and gifts in kind are evaluated having regard to the University's capacity to use the gift effectively, the benefits they may bring and any ongoing costs associated with their use and maintenance.

The University will ensure that all gifts are treated in accordance with the Donor's wishes, to the extent consistent with the letter and spirit of the law.

The University will ensure that all gifts are dealt with in accordance with all laws and regulations applicable.

The University will confirm the acceptance of all gifts in writing.

The University reserves the right to decline a gift for any reason.

The University will ensure that all Donors have access to its most recent published financial statements.

The University will ensure that Donors receive prompt, truthful and complete answers to their inquiries.

The University will ensure that all Donors receive appropriate acknowledgment and recognition being mindful of the donor's wishes.

### **Rights of the Donor**

A Donor can expect to be informed of the University's mission, of the way the University intends to use the gift, and of its capacity to use gifts effectively for their intended purposes.

A Donor can expect that the University and its staff will actively and positively provide relevant information on the University, and the use of, and progress with, the gift.

A Donor can expect that the behaviour of individuals representing the University will be professional in nature.

A Donor can expect to be informed whether those seeking gifts from them are volunteers, University staff, or engaged agents.

A Donor can expect that their details will be treated confidentially and will not be shared with any organisation outside the University without their explicit permission.

A Donor can expect to be informed of the identity of the University's key personnel involved in managing the gift.

# Attachment 4

## Board Membership and Terms of Office

Table 1: Board membership details

Name	Position	Term
Dr Ken Henry, AC	Chair, Vice Chancellors Nominee	End 2015
Mr Steve Sedgwick	APS Commissioner, Ex Officio, Commonwealth Representative	Ongoing
Dr Martin Parkinson	Secretary of the Treasury, Ex Officio, Commonwealth Representative	Ongoing
Mr Finn Pratt	Secretary, Department of Social Services, Commonwealth Nominee	End 2015
Professor Jenny Corbett	ANU Representative	2017
Professor Michael Wesley	ANU Representative	2017
Professor Jayne Godfrey	ANU Representative	End 2014
Professor John Hewson	External member	2017
Mr Ted Crook	External Member	ongoing
Vacant	External member	