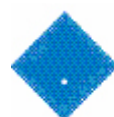


ADDING VALUE

**Council members
getting involved with VU**

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**VICTORIA
UNIVERSITY**

**A NEW
SCHOOL OF
THOUGHT.**

Produced by:

Ms Stephanie Waters, Mr Ron Williamson, Ms Susan Rees-Osborne, Mr Tony Vlahandreas and Ms Leitha Nilsen of the Governance and Policy Branch, Victoria University

Disclaimer: the information contained in this booklet is accurate at the time of printing; information may change from time to time. May 2009.

GPPS 1049.04.2009

CONTENTS

INTRODUCTION FROM THE CHANCELLOR, THE HON JUSTICE FRANK VINCENT AO QC	2
ADDING VALUE – THROUGH BETTER DECISION MAKING	3
EXPANDING YOUR INVOLVEMENT – ASPIRING TO KEY LEADERSHIP ROLES	5
EXPANDING YOUR INVOLVEMENT – JOINING A COUNCIL STANDING COMMITTEE	6
A CHAMPION OF GOOD GOVERNANCE: COUNCIL STANDING COMMITTEE MEMBER PROFILE – MR KEVIN BAKER	7
EXPANDING YOUR INVOLVEMENT – ASSISTING WITH PROBLEM SOLVING	8
A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE – DR RICHARD GOULD	9
EXPANDING YOUR INVOLVEMENT – ENGAGING WITH INDUSTRY AND COMMUNITY	10
A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE – MS MEG HANSEN	11
EXPANDING YOUR INVOLVEMENT – CONTRIBUTING TO PROFESSIONAL EXPERTISE	12
A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE – MR JOHN O'ROURKE	13
EXPANDING YOUR INVOLVEMENT – INTERACTING WITH THE VU FOUNDATION	14
A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE – MR KEN LOUGHNAN AO	15
EXPANDING YOUR INVOLVEMENT – OPPORTUNITIES FOR GREATER INVOLVEMENT INTERACTING WITH OUR COMMUNITIES	16
HOW BEING INVOLVED CAN 'ADD VALUE TO YOU'....	18
CHECKLIST FOR COUNCIL MANAGEMENT PERFORMANCE INTERVIEW	19
GOVERNANCE AND POLICY BRANCH – COUNCIL CONTACTS	20

The Chancellor,
the Hon Justice
Frank Vincent
AO QC.



INTRODUCTION FROM THE CHANCELLOR THE HON FRANK VINCENT AO QC

New members of Council often ask how they can add value in their role on the VU Council.

When applied to the work of a University Council, adding value implies awareness, continuous review and improvement of core decision making processes that promote good governance. However, it also involves the acknowledgement of additional activities, over and above core business, that can broaden the positive impact of the Council on University decision-making, strategic direction and future success.

This booklet outlines the core business and expectations of VU University Council members. It also highlights potential for involvement in many diverse areas of University activity. It acknowledges the efforts of many individuals, but also seeks to encourage new members to diversify their role and contribute in a variety of ways, the theme here being one of reciprocity. It is our experience from discussions with many past councillors that they comment positively about their time at VU.

The success of the VU Council is built upon an enormous reservoir of good will, social conscience and active participation. In the past, these qualities have been translated into concrete form by the many instances of value-adding that is in evidence in Council member activities each year.

The booklet provides information about how you can increase your effectiveness as a Council member through:

- a) better decision-making;
- b) expanding your involvement in the VU Council and University by:

- joining a Council Standing Committee;
- assisting with problem-solving;
- engaging with industry and community and identifying opportunities for greater interaction with our stakeholders;
- contributing your professional expertise;
- interacting with the VU Foundation.

I encourage you to consider how you might add value in your role as a member of our University Council and in the process, add value to yourself.



2009 VU
Council
members.

ADDING VALUE – THROUGH BETTER DECISION MAKING

You can add value to open and frank dialogue and discussion by displaying independence of thought and mind and by engaging in the following positive behaviours:

- ensuring that you are fully informed by reading and analysing papers distributed for consideration at the meeting;
- listening actively;
- displaying healthy and constructive scepticism;
- putting aside allegiances, self-serving interests and power plays;
- tenaciously seeking the facts and gaining insight;
- exploring the underlying figures and assumptions;
- expecting complete answers to questions asked;
- having the courage to take and stand by tough decisions;
- honing the ability to disagree without being disagreeable;
- avoiding the pitfall of group think;
- knowing and adhering to the Council's Code of Conduct;
- respecting Council confidentiality;
- avoiding being involved in inner or outer cabinets when it comes to decision making; and
- educating yourself in the principles and nuances of University governance.

When considering papers and presentations, add value by:

- identifying for the key decision points and critical assumptions;
- considering whether the stated recommendations are the most appropriate (compared with the options or alternatives);
- exploring the next steps (two or three next steps down the track) and exit points;
- identifying or questioning the potential financial impacts, resource allocation, risk considerations, HR elements and change considerations;
- looking at Council's ongoing role in relation to the decision at hand e.g. Committee oversight / Council advocacy, etc;
- noting roles and accountabilities and whether the stated timelines are deliverable; and
- offering constructive feedback on the quality of the paper in the context of the above considerations.



The role of the Chair supports informed decision-making, and the Chair will, as a matter of course, ensure in meetings the consistent application of:

- Council Standing Orders and Code of Conduct;
- relevant aspects of legislation and policy;
- protocols to ensure balanced input from all people; as well as ensuring that vested interests do not derail discussion; and
- mindfulness of Council members' fiduciary duties to the best interests of the University.

The Chair will also:

- ensure all Councillors contribute appropriately to Council discussion;
- set a tone for discussion that eliminates the fear of asking a 'dumb question' (particularly for external members of Council regarding University operations and culture, or student or staff representative Councillors regarding governance processes); and
- encourage Councillors to fully investigate matters (to ask a second and third question, where appropriate).



Chairs of the Chancellors Committee, the Chancellor, Hon Justice Frank Vincent AO QC, the Strategy Committee, the Deputy Chancellor, Commissioner Dianne Foggo and the Resources Committee, Mr John O'Rourke.

EXPANDING YOUR INVOLVEMENT-ASPIRING TO KEY LEADERSHIP ROLES

During their tenure on the VU Council, members may be called upon to assume key leadership roles. Some of these roles include the positions of:

- Deputy Chancellor;
- Chair – Audit and Risk Committee;
- Chair – Strategy Committee;
- Chair – Resources Committee.

In addition external members of Council can also chair Grievance Panels. Some members of Council have joined the VU Foundation Board. Experienced Council members can mentor new arrivals and assist them in becoming effective members of the governing body.

The role of VU Council leaders cannot be underestimated. They are pivotal and critical to the success of the Council's operations.

The experience, skills and competencies required for key leadership positions are sophisticated and varied and may take some time to evolve. Moreover, such roles require a considerable advance in terms of an individual Council member's time commitment and responsibility. Traditionally, our most successful Council leaders are committed to the transformational role of the University in our region, and to this end, actively engage with the University in building their connectivity and honing their skill sets.

There are mechanisms in place to nurture a Council member's development. For example, individuals can discuss their goals with a senior member of Council at the VU Council Member Performance Assessment Interviews. Additionally, there is a Council Professional Development program facilitated by the Governance and Policy Branch, that opens up many learning opportunities in relevant areas such as universities and their connection to government and governance. Informal mentoring by a senior Council member, as well as acting or deputising in positions may also assist in the process.

Effective and seamless leadership requires a constant flow of individuals willing and able to be leaders. The VU Council is committed to the challenge of succession planning and encourages your aspirations in this regard.

Mr Ken Latta,
Chair-Audit and
Risk Committee.



EXPANDING YOUR INVOLVEMENT- JOINING A COUNCIL STANDING COMMITTEE

All members of Council are encouraged to become members of at least one of the Council Standing Committees. A number of Council members participate in more than one Standing Committee.

The role of the Standing Committees is crucial to the work of Council and much of the detailed monitoring and oversight role of Council is achieved within the parameters of the Standing Committee operations.

The Council has four standing committees:

- The Chancellor's Committee;
- The Audit and Risk Committee;
- The Resources Committee; and
- The Strategy Committee.

The Chancellor's Committee regularly monitors any vacancies on Standing Committees and forwards nominations to Council to fill these vacancies. At various times during the year the Council Secretary will call for expressions of interest from Council members to join various Committees where vacancies are imminent.

If you, as a Council member, wish to learn more about the work and dynamics of a particular Standing Committee you are encouraged to attend meetings as an observer. You may also wish to talk to and seek the advice of the relevant Chairs.

If you want to be proactive about joining a Committee and there are no immediate vacancies, you should communicate your wishes to the Chancellor, the relevant Chairs, or the Council Secretary.



VU Council member,
Mr Kevin Baker.

A CHAMPION OF GOOD GOVERNANCE: COUNCIL STANDING COMMITTEE MEMBER PROFILE— MR KEVIN BAKER

**Mr Kevin Baker is a current member of the University Council
Strategy Committee**

"I have been a member of the Strategy Committee for two years. I have found the experience very rewarding and valuable. I appreciate the opportunity to have input into the future direction of the University and the ability to analyse issues and current situations in an in-depth manner, and in a face-to-face environment with the University's Senior Management."



EXPANDING YOUR INVOLVEMENT- ASSISTING US WITH PROBLEM-SOLVING

The University values the views of its students and welcomes feedback and suggestions which provide opportunities for improvement in matters relating to their student experience.

The University's Student Feedback and Complaints Policy facilitates this communication but also recognises a student's right to voice a complaint. The policy establishes a fair complaints handling system premised on the rules of natural justice. Complaints can arise in any of the complex relationships and interactions that are part of student life at VU.

While the vast majority of complaints and associated student problems are solved at a face-to-face and immediate level within the Faculties or departments where they occur, others are not. To address the latter few instances, the policy allows for the formation of Grievance Panels to consider student grievances.

The panels are considered to be ad hoc committees of the University Council and are chaired by external members of Council. The Council, via the Audit and Risk Committee, receives biannual reports on the implementation of the policy, including the progress towards achievements of the recommendations provided by Grievance Panels.

When a grievance is received, the Governance and Policy Branch contacts external members of Council to ascertain their availability to chair a Grievance Panel. Why external members only? Because people who are not employees of the University and who bring with them different skills sets and experiences provide a different perspective and greater objectivity to our decision-making about complaints involving the University. The exercise of chairing involves careful analysis of often complex and compounded issues, considered, fair and balanced problem-solving, negotiation and diplomacy.

A few external members of Council volunteer each year to carry out this important University activity. New members of Council interested in participating in this activity are encouraged to register their interest with the Council Secretary, who will facilitate interaction with existing panel chairs and possible observation of a panel in operation.



VU Council
member,
Dr Richard
Gould

A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE- DR RICHARD GOULD

Dr Richard Gould has chaired a number of student grievance panels over the last four years.

"You try to untangle the stories from both sides, first from their written material and then from their oral presentations. In some cases, you have opportunities to mediate so that both parties move towards some common ground. In others, just having the opportunity to succinctly air their position is cathartic to one or both sides. The panel also has opportunities to suggest changes to VU's policies or procedures if they've contributed to causing the issue. One emerges from the task feeling positive, that one has assisted fairness and the correct outcomes.

These panels are intensely interesting and useful, and I recommend experiencing one to any colleague who has yet to do so."



EXPANDING YOUR INVOLVEMENT- ENGAGING WITH INDUSTRY AND COMMUNITY

Victoria University already has strong relationships and partnerships with industry and the community but it is constantly seeking to build and extend these so as to help make a difference to the lives of its students and the broader community.

VU provides specialised consultancy, tailored training solutions, and works collaboratively on multidisciplinary research and the development of innovative technologies to benefit partners and the broader community. It has a commitment to education and research that directly contributes to advancements in industry and the community, and improves the job-readiness of students as they move from university into a profession or trade.

Professor Peter Creamer is Pro Vice-Chancellor Industry and Community, a portfolio that includes Alumni and the VU Foundation (including philanthropy and scholarships). VU is fortunate in receiving a wide range of support from industry, community, Alumni and friends in areas such as provision of work placement opportunities for students, mentoring, volunteering and advocacy on behalf of VU, financial support for research and other key VU projects. Might you or someone you know contribute in one or more of these areas?

Why not look for opportunities and consider exploring ways in which you might contribute to this area of important work:

- at an individual level;
- through your business or personal network connections;
- seeking out opportunities to contribute to or participate in industry, community relationship or partnership building;
- consciously using your networks to help foster community or industry development; or
- bringing your own professional expertise to Industry Roundtables, external industry advisory groups, networking events.

It might also be as basic (and important) as simply being prepared to be seen to be there at key events.



VU Council
member,
Ms Meg
Hansen.

A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE- MS MEG HANSEN

Member of VU Council, Ms Meg Hansen, who in her own right is an educator of note and Principal of Lauriston Girls' School, joined the Sport and Recreation Industry Round Table.

"My experience in the roundtable discussion group 'Sport & Recreation' has offered me insight into an area of community life I had greatly underestimated. I was so impressed with the various number of community groups working on behalf of sport and recreation in Melbourne, not only at the level of actual participation, but also working and co-existing at a high performance level."

VU Council
members,
Dr Ian Gilmour,
Mr John
O'Rourke,
Mr Ken
Latta and
Commissioner
Dianne Foggo.



EXPANDING YOUR INVOLVEMENT- CONTRIBUTING TO PROFESSIONAL EXPERTISE

The breadth of talent, skills and experience encompassed within Victoria University's Council membership is particularly impressive.

The areas of professional expertise among members range across high level accounting and business skills, legal expertise, experience in government and the public sector, industry, higher and vocational education, politics, economics, the corporate property market, and beyond. Each member brings to Council meetings his or her professional speciality to contribute to deliberation and the best possible outcome in Council resolutions. Further, Council members can offer their professional advice and insights to the Vice-Chancellor and the senior management team, in a regular and informal manner via their contributions to Council or committee discussions, or within a formal framework through the provision of workshops or discussion papers. You may be called upon, or you may choose to volunteer, to conduct a seminar or lead a discussion at one of the annual Council retreats or as part of a regular meeting.

In addition to professional qualifications, members can and do contribute to Council operations with other, less formal skills and tools they have developed in their professional lives. These may include leadership skills, strategic planning expertise, or negotiation techniques. These proficiencies may not be front and centre in your mind when considering how your skills can contribute further to the University, but they are valuable tools not only for Council decision-making processes, but for example, when utilised in the context of chairing student grievance hearings. Grass-roots interaction with the realities of cultural and community diversity is another useful tool for a member of Council and can be invaluable in breaking down perceived barriers between high level governance bodies and the student body.

You are invited to contribute your professional expertise to Victoria University in a formal or informal manner.



VU Council
member,
Mr John
O'Rourke

A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE- MR JOHN O'ROURKE

Mr John O'Rourke has been an active member of Council since his appointment in 2005. He has recently assumed the role of the Chair of the Resources Committee and has provided ongoing and valuable advice on the University's Capital Asset Management Plan and individual capital works projects.

"Over the last three years, beyond my formal role as a Councillor and Resources Committee member, I've been happy to assist the Vice-Chancellor and her management team with advice and participation in specialist committees to consider commercial and financial implications of major capital works initiatives.

For me personally, this participation has been enlightening to get a deeper understanding of the University's mission and its multiple stakeholders where decision-making is often much more complex than the black-and-white of the commercial world."



EXPANDING YOUR INVOLVEMENT- INTERACTING WITH THE VU FOUNDATION

The Foundation supports and assists the Council, as the governing body of Victoria University, to preserve, develop and maintain the standards, services and facilities of the University. The Foundation has a close relationship with Council, forged through a shared membership, and the exchange of advice. The Foundation provides a report to each meeting of Council. The fundraising priorities of the Foundation are determined after consideration of Council's own priorities, and many Council members have personally supported Foundation projects.

The control and management of the Foundation is vested in a Board of Directors. Directors provide strategic advice on the development of the Foundation and guidance on fundraising initiatives, priorities and policies. They also provide advice on the management and investment of Foundation funds. Directors play an important role in acting as ambassadors for the Foundation and for Victoria University. In doing so they help to enhance the community's understanding of, and support for, VU. The Foundation is assisting VU to develop a range of strategic alliances.

The Chancellor and Vice-Chancellor are ex-officio members of the Board of Directors and Council member, Mr Ken Loughnan, is the current Chair. The Council receives reports from the University Foundation at each of its meetings.

Council members can add value to the VU Foundation by:

- sitting on the board of directors;
- providing feedback and oversight to the Foundation via monthly reports;
- providing governance advice to the Chair of the Board; or
- assisting with funding, particular for the VU Foundation scholarship program.



VU Council
member,
Mr Ken
Loughnan
AO.

A CHAMPION OF GOOD GOVERNANCE: COUNCIL MEMBER PROFILE- KEN LOUGHNAN AO

Mr Ken Loughnan AO joined the VU Council in 2003. He subsequently joined the board of the VU Foundation, became its Chairperson and has taken a significant role in guiding the Foundation in a strategic and very active direction.

"The satisfying thing about being Chair of the Victoria University Foundation is that you get to be involved with innovation and achievement.

The new VU Achievement Scholarships which the Foundation has committed to support are unique. No other Australian university offers this kind of comprehensive regional scholarships package. It is very rewarding to be part of such an exciting project and to be helping VU set the direction for other universities.

Support for the Achievement Scholarships is the most significant project the Foundation has undertaken so far and it will be tremendously satisfying to achieve our targets — and we will achieve our targets — and move on to the next ground-breaking project.

Life is short — we need to seize every opportunity to make a difference — and through the VU Foundation we can."



EXPANDING YOUR INVOLVEMENT- OPPORTUNITIES FOR GREATER INVOLVEMENT INTERACTING WITH OUR COMMUNITIES

Being seen, being involved, and being prepared to take an active interest in the life of the broader University community and participate in the wide range of events on offer, both formal and less formal, is an essential part of a Councillor's role.

As a member of Council you will have an opportunity to interact and engage with those who deliver the University's product in the education market as well as adding to the profile of Council in the workplace. Your presence as a member of Council will be noted and appreciated and you will have the opportunity to receive feedback from many of the University's stakeholders, which is an important facet of Council participation.

There is a range of formal events and activities where you are invited to represent Council. These include:

- events in honour of visiting local and international dignitaries, including members of Federal and State Parliament;
- Council end-of-year celebratory dinner;
- Quality Improvement Review processes;
- student grievance panels;
- graduations;
- professional development conferences, seminars and forums relating to University governance;
- November meeting of Resources Committee regarding the University budget for the ensuing year;
- strategic planning forums and presentations and events (such as campus development);
- extraordinary and special purpose joint meetings of Council standing committees;
- tours of campuses and facilities; and
- meetings of the Education and Research Board.



VU Open
Day.

There is also a range of less formal events you may be invited to or have the opportunity to attend, where you can engage actively and freely with the life and people of the University:

- Vice-Chancellor's Staff Awards;
- special meetings of faculty committees such as boards of studies;
- annual Open Day;
- Learning Matters Symposia;
- careers fairs;
- sports and student community awards and events recognising outstanding student participation and contribution;
- events recognising academic, research and associated achievements, for example:
 - art shows;
 - prize-givings;
 - media awards;
 - faculty awards;
- openings of new facilities, or special purpose academic and administrative infrastructure;
- book launches, exhibition openings and performances celebrating the skills of VU students;
- graduate exhibitions and awards nights;
- music performances;
- events involving industry partners or Making VU Roundtable meetings with industry;
- farewell events for key staff members;
- launches of new centres, scholarships or programs;
- agreement signing events, such as the recent signing with Le Cordon Bleu.

There are also some social events involving participation supported by University partnership programs such as:

- Western Bulldogs football matches; and
- theatre nights at the Malthouse (via our partnership package).

The Chancellor,
the Hon Justice
Frank Vincent
AO QC and
VU Council
member,
Ms Sanja
Lazarevska.



HOW BEING INVOLVED CAN “ADD VALUE” TO YOU...

As a Council member, you are a leader at VU. By virtue of your professional and life achievements you add value to the VU Council and to VU, and bring valuable skill sets and first-hand experiences that provide us with the capacity to make better, more informed decisions about our work in the community. We trust that by virtue of your involvement, you will speak positively about the University to people who are not familiar with it.

Over its history, VU Council has shown itself to be energetic and proactive; Councillors have engaged positively in the life of the University. Relationships between the University and people who have been on Council are strong and enduring, owing to a shared commitment to the importance of the transformative role that the University plays in the lives of people in our region.

Your participation in the range of activities aside from Council meetings can provide benefit to you, as well as to the University.

- A** – AMBASSADOR: you will represent the University in many formal and informal settings, championing the brand and providing advice on how the wider world views the University,
- D** – DEVELOPING, both professional and personal, by being part of the governing body of an institution that in 2009 will have an annual budget of \$372 million to deliver on its mission,
- D** – DIVERSITY: you will interact with a diverse range of stakeholders in a wide range of activities. Did you know for example, 40 percent of our domestic students come from homes where English is the second language?
- V** – VOLUNTEER: you volunteer your time to the University and enable the University to develop and provide educational, cultural, professional, technical and vocational services to the community,
- A** – ACTIVE: you can get involved in more aspects of Council and have a greater say in making final decisions on matters that are of fundamental concern,
- L** – LEARNING: you will have the opportunity to learn new skills and acquire new knowledge,
- U** – UNDERSTANDING: you can further your understanding of the University’s many operations and get a stronger appreciation of its connectedness to the community,
- E** – ENGAGEMENT: you will have the opportunity to engage with the many different stakeholders that comprise the VU ‘family’.



VU Council
meeting in
2009.

CHECKLIST FOR COUNCIL MANAGEMENT PERFORMANCE INTERVIEW

Each member of Council is required to undertake a formal assessment of his/her performance on the University Council. This activity is facilitated via an annual interview with the Chancellor or the Deputy Chancellor or a Senior External Member of the Chancellor's Committee.

Reflection on the ways in which you have added value to the University Council and as a whole to the University may assist you in the interview.

- ☐ What has your approach been to adding value to informed decision making at Council and its standing committees?
- ☐ Are you a member of a Council Standing Committee?
- ☐ Have you assumed a key leadership role on the University Council?
- ☐ Have you chaired a Student Grievance Panel/s?
- ☐ Have you assisted in furthering the University's relationships with industry and the community?
- ☐ Have you provided specialist advice to Council and/or management, or contributed your professional expertise to further the aims and projects of the University?
- ☐ How have you interacted with the Foundation?
- ☐ Have you attended any University events and activities?
- ☐ Do you believe that being on the VU Council has added value to you?
- ☐ How could the University facilitate increased value adding amongst the members of Council?

From left to right: Ms Leitha Nilsen, Ms Susan Rees-Osborne, Pro Vice-Chancellor – Institutional Services, Dr Rob Brown, Mr Ron Williamson, Mrs Lyn Duffy, Ms Stephanie Waters.



GOVERNANCE AND POLICY BRANCH— COUNCIL CONTACTS

Further details about how Council members can add value, can be obtained from the following members of the Governance and Policy Branch:

Pro Vice-Chancellor – Institutional Services

Dr Rob Brown

Tel: 03 9919 4706

Email: Rob.Brown@vu.edu.au

Ms Leitha Nilsen

Council Secretary

Tel: 03 9919 4606

Email: Leitha.Nilsen@vu.edu.au

Ms Susan Rees-Osborne

Secretary to the Resources Committee

Tel: 03 9919 4398

Email: Susan.Rees-Osborne@vu.edu.au

Mr Ron Williamson

Secretary to the Audit and Risk, and Strategy Committee

Tel: 03 9919 4583

Email: Ron.Williamson@vu.edu.au

Mrs Lyn Duffy

Project Officer

Tel: 03 9919 4023

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Ms Stephanie Waters

Project Officer

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COUNCIL



The Chancellor, the Hon Justice Frank Vincent AO QC



The Deputy Chancellor, Commissioner Dianne Fogg



The Vice-Chancellor Professor Elizabeth Harman



Mr Kevin Baker



Mr Clovis Bonner



Mr George Buckland



Ms Sharon Cullen



Dr James Doughney



Mr Yuan Fang



Mr Ben Foksett



Dr Ian Gilmour



Dr Richard Gould



Ms Meg Hansen



Ms Andrea Hassett



Mr Ken Latta



Ms Sanja Lazarevska



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