

ORDINANCE NO. 12

MENZIES RESEARCH INSTITUTE

The Council of the University of Tasmania makes this Ordinance under the University of Tasmania Act 1992.

1 Commencement and revocation

- 1.1 This ordinance takes effect on 1 December 2004.
- 1.2 Ordinance 39 (Of the Menzies Centre Board) is revoked and the members of the Board established under that Ordinance go out of office on 1 December 2004.

2 Establishment of Menzies Research Institute

- 2.1 The Menzies Research Institute is established as a part of the University and is bound by all university policies and procedures, except to the extent that they are inconsistent with this ordinance or as agreed in advance by the Vice-Chancellor.
- 2.2 The Menzies Research Institute has a chief executive (the Chief Executive) appointed by the University and a board (the Board) appointed by the Council.
- 2.3 The Chief Executive reports to the Board. The Board is accountable to the Council through the Vice-Chancellor.

3 Objectives of the Menzies Research Institute

- 3.1 The objectives of the Menzies Research Institute are –
 - To conduct research activities and programs relating to diseases in humans
 - To provide research services in appropriate areas of human disease to industry and government on a consultancy basis
 - To train researchers to such a level that they will have the capacity to participate meaningfully in national and international medical research programs
 - To undertake research training activities and programs that are consistent with these objectives
 - To operate in a manner that is consistent with the mission of the university.

4 Board membership

- 4.1 The Board comprises these members –
- 3 members (including the Chair) appointed by the Council
 - 1 member nominated by the State Government and appointed by the Council
 - 1 member nominated by the Menzies Foundation and appointed by the Council
 - 1 eminent research scientist (in health science) appointed by the Council from a panel recommended by the Board.
 - The Chief Executive, if appointed as a member by the Council following consultation with the Board.
- 4.2 Board members should have skills in one or more of these areas –
- Health science and research
 - Governance
 - Business
 - Finance
 - Intellectual property
 - Ethics.
- 4.3 A Board member holds office subject to this Ordinance for a term not exceeding 4 years and is eligible for reappointment, with a maximum total term of 8 years unless Council determines otherwise in a particular case.
- 4.4 A member of the Board vacates office if –
- (a) The member fails to attend 3 consecutive Board meetings without the leave of the Board
 - (b) The member, in the opinion of Council, becomes incapable of carrying out the functions of a member
 - (c) The member is or becomes disqualified from acting as a director of a company or managing corporations under Part 2D.6 of the Corporations Act.

5 Annual statement of intent – content

- 5.1 The Board is to prepare an annual statement of intent that includes, for the year to which it relates –
- The objectives of the Menzies Research Institute
 - The main undertakings of the Menzies Research Institute
 - The research program of the Menzies Research Institute
 - The relationship of the Menzies Research Institute with the rest of the University, the medical profession and the wider community
 - The performance targets and other measures by which the performance of the Menzies Research Institute may be judged in relation to its stated objectives

- The nature and type of information to be provided to the Council by the Menzies Research Institute during that year, including the information to be included in each quarterly and half-yearly report
- Any other matters that are agreed on by the Vice-Chancellor and the Board from time to time.

5.2 The Board is responsible for implementing the annual statement of intent, and reporting to the Council through the Vice-Chancellor against it, once the Vice-Chancellor has approved it.

6 Annual statement of intent – timetable and procedure

- 6.1 The Board must submit a draft annual statement of intent to the Vice-Chancellor not later than 31 January each year.
- 6.2 The Board must consider any comments on the draft that are made to it by the Vice-Chancellor before 28 February.
- 6.3 The Board must consult in good faith with the Vice-Chancellor about those comments, make any changes to the draft that are agreed between the Vice-Chancellor and the Board, and deliver the completed statement to the Vice-Chancellor by 31 March.
- 6.4 The statement may be modified at any time by the Board with the prior approval of the Vice-Chancellor.
- 6.5 If the Board, by written notice to the Vice-Chancellor, proposes a modification of the statement, the Board may make the modification if the Vice-Chancellor has not, within 14 days after receiving the notice, directed the Board not to make the modification.
- 6.6 The Vice-Chancellor may from time to time by written notice to the Board direct the Board to include in or omit from the statement of intent any specified matters.
- 6.7 Before giving a direction, the Vice-Chancellor must consult with the Board as to the matters to be referred to in the notice.
- 6.8 The Menzies Research Institute must comply with any such direction.
- 6.9 The statement of intent for the Menzies Research Institute is the completed statement as modified according to this ordinance.

7 Supplementary information

7.1 Requested information

If requested in writing by the Vice-Chancellor the Board must provide to the Vice-Chancellor –

- (a) The financial information of the Menzies Research Institute specified in the request
- (b) A report on the matters specified in the request with any related information.

7.2 Significant events

If the Board forms the opinion that matters have arisen that may –

- (a) Prevent, or significantly affect, achievement of the objectives of the Menzies Research Institute; or
- (b) Significantly affect the strategies and policy the Menzies Research Institute is following to achieve those objectives; or
- (c) Significantly affect the financial performance of the Menzies Research Institute –

the Board must as soon as practicable notify the Vice-Chancellor of its opinion and the reasons for it.

8 Indemnities and insurance

8.1 Indemnity

Each member of the Board is indemnified as set out in section 22 of the University of Tasmania Act 1992 for acts or things done or omitted in good faith in their capacity as Board member.

8.2 Insurance

The University will insure each member of the Board against liability for acts and omissions in good faith and for a proper purpose in their capacity as Board member.

Made by Council on 24 September 2004.

Sealed with the seal of the University of Tasmania on 5 November 2004.

Professor Daryl Le Grew
Vice-Chancellor

Ms Belinda Webster
Director, Governance & Legal