

MINUTES

MEETING: BOARD OF DIRECTORS

HELD ON: 24 July 2020

TIME: 2:46pm to 5:16pm

LOCATION: Sutherland Room

BOARD OF DIRECTORS

Ruolin Ma, President, Chair

Nick Forbutt, Vice President (via audio-visual link)

Caitlin Brown, Honorary Treasurer

Yinfeng Shen, Honorary Secretary

Benjamin Hines, Director

Ruby Lotz, Director

Kailin Qin, Director

Nicholas Rigby, Director

Belinda Thomas, Director

Di Wang, Director

Prudence Wilkins-Wheat, Director

Jane Drummond, Senate Appointed Director (via audio-visual link)

Marie Leech, Senate Appointed Director (via audio-visual link)

Connor Wherrett, Immediate Past President

USU STAFF

Jess Reed, Acting Chief Executive Officer

Dane Luo, Board Secretary

OBSERVERS

Nicolette Preketes-Tardiani (via audio-visual link)

MINUTES

Pursuant to article 11.2(c) of the *Constitution*, the President received a request for a Special Meeting signed by Nick Forbutt, Benjamin Hines, Kailin Qin and Belinda Thomas.

1. Opening
<p>The meeting opened at 2:46pm.</p> <p>The Chair delivered the Acknowledgement of Country.</p>
1.1 Apologies and Leaves of Absence <p>A request was received that Nick Forbutt, Jane Drummond and Marie Leech attend via audio-visual link.</p> <p>Resolved B129/20 That Nick Forbutt, Jane Drummond and Marie Leech be permitted to attend via audio-visual link. Mover: Yinfeng Shen Seconder: Belinda Thomas 13 For / 0 Against / 0 Abstain</p>
1.2 Disclosure of Conflicts of Interest <p>No disclosures of conflicts of interest.</p>
2. Meeting Administration
2.1 Minutes of the Previous Meeting <p>The draft Minutes of the BOARD OF DIRECTORS held on 21 July 2020 was circulated.</p> <p>The BOARD OF DIRECTORS deferred consideration of the minutes to the next meeting.</p>
2.2 Business Arising from the Minutes Not Addressed Elsewhere <p>No business arising from the Minutes not addressed elsewhere.</p>
2.3 Open Question Time <p>Nicolette Preketes-Tardiani noted that she could not hear the meeting clearly.</p>
2.4 Motions on Notice <p>No motions on Notice.</p>
3. Matters for Decision
3.1 Confidential Business

Resolved

B130/20

That the BOARD OF DIRECTORS move *in camera*.

Mover: Caitlin Brown

Seconder: Nicholas Rigby

13 For / 0 Against / 0 Abstain

The BOARD OF DIRECTORS moved *in camera* at 2:51pm.

Resolved

B131/20

That the BOARD OF DIRECTORS:

1. Recognises the importance of ensuring the ongoing work of USU in the short-term during the period of uncertainty created by COVID-19 and the ongoing viability in the long term;
2. Therefore, directs that:
 - a. The Acting Chief Executive Officer and management shall make arrangements and directions to vary the number of work hours of all employees to 40% of capacity or at the amount of JobKeeper, whichever is higher, by 3 August 2020;
 - b. The Acting Chief Executive Officer may, subject to approval of the BOARD OF DIRECTORS, vary or increase the number of work hours of any employee for critical work on an ad-hoc basis;
 - c. The Acting Chief Executive Officer and management may, subject to approval of the BOARD OF DIRECTORS, open a retail outlet; and
 - d. The Acting Chief Executive Officer shall provide weekly reports to the BOARD OF DIRECTORS on the cash flow, performance of retail outlets, financial issues and concerns, and a summary of activities for the week ahead;
3. Commits to creating a COVID-19 Response Group by the next meeting of the BOARD OF DIRECTORS, who shall:
 - a. Develop a roadmap;
 - b. Review this motion regularly; and
 - c. Provide recommendations and updates to the BOARD OF DIRECTORS at least twice per month; and
4. Endorses management to take steps to increase revenue and cash flow, and ensuring that we remain focused on delivering the best student experience in Australia.

Resolved

B132/20

That the BOARD OF DIRECTORS move *ex camera*.

Mover: Benjamin Hines

Seconder: Kailin Qin

13 For / 0 Against / 0 Abstain

The BOARD OF DIRECTORS moved *ex camera* at 5:15pm.

3.2 Meetings of the BOARD OF DIRECTORS

A motion regarding the dates of meetings of the BOARD OF DIRECTORS was deferred from the previous meeting.

<p>The BOARD OF DIRECTORS agreed to further defer the motion for consideration at the next meeting.</p>
<p>3.3 Other Matters for Decision</p> <p>No other matters for decision.</p>
<p>4. Matters for Discussion</p>
<p>4.1 Other Matters for Discussion</p> <p>No other matters for discussion.</p>
<p>5. Matters for Noting</p>
<p>5.1 Other Matters for Noting</p> <p>There are no other matters for noting.</p>
<p>6. Close of Meeting</p>
<p>6.1 Matters for Disclosure</p> <p>There are no matters for disclosure.</p>
<p>6.2 Next Meeting</p> <p>The next meeting of the BOARD OF DIRECTORS is scheduled for Friday 31 July 2020 from 1:00pm to 3:00pm online via Zoom.</p>
<p>The meeting closed at 5:16pm.</p>