

MINUTES

MEETING: BOARD OF DIRECTORS

HELD ON: 24 June 2022

TIME: 1:07pm to 2:27pm

LOCATION: Executive Boardroom, Level 5, F23, plus online via Zoom

BOARD OF DIRECTORS

Prudence Wilkins-Wheat	President, Chair	Present
Ruby Lotz	Vice President	Present via audio visual link
Benjamin Hines	Honorary Treasurer	Present
Belinda Thomas	Honorary Secretary	Present
Kailin (Vikki) Qin	Director	Present via audio visual link
Telita Goile	Director	Present
Isla Mowbray	Director	Present
Cole Scott-Curwood	Director	Present
David Zhu	Director	Present via audio visual link
Du Du	Director	Present via audio visual link
Nicholas Comino	Director	Apology
David Wright	Senate Appointed Director	Present via audio visual link
Alyssa White	Senate Appointed Director	Present
Irene Ma	Immediate Past President	Present

USU STAFF

Andrew Mills	Chief Executive Officer	In attendance
Tori Crisp	Assistant Board Secretary	In attendance
Rebecca Sahni	Director of Finance	In attendance

OBSERVERS

Sam Randle	Honi Soit	In attendance
Incoming Directors		In attendance

MINUTES

1. Opening
<p>1.1 The meeting opened at 1:07pm</p> <p>The Chair delivered the Acknowledgement of Country.</p>
<p>1.2 Apologies and Leaves of Absence</p> <p>Resolved B50/22: That the BOARD OF DIRECTORS noted Apology for Nicholas Comino, online attendance for Ruby Lotz, David Zhu, David Wright, Du Du and Vikki Qin.</p> <p>Mover: Cole Scott-Curwood Seconder: Belinda Thomas 12 For / 0 Against / 0 Abstain; Carried.</p>
<p>1.3 Disclosure of Conflicts of Interest</p> <p>There were no disclosures of conflicts of interest.</p>
2. Meeting Administration
<p>2.1 Minutes of the Previous Meeting</p> <p>Resolved B51/22: That the BOARD OF DIRECTORS approves the public minutes of the previous meeting.</p> <p>Mover: David Zhu Seconder: Telita Goile 12 For / 0 Against / 0 Abstain; Carried.</p>
<p>2.2 Business Arising from the Minutes Not Addressed Elsewhere</p> <p>Nil.</p>
<p>2.3 Endorsement of Circular Resolutions</p> <p>Nil.</p>
<p>2.4 Motions on Notice</p> <p>Nil</p>
3. Matters for discussion
<p>3.1 CEO/Secretariat Report:</p> <p>The CEO report was taken as read. The CEO then provided an update to the Board via a PowerPoint presentation.</p>

The CEO thanked the outgoing board for their service.

The Board noted amendments to USU membership terms and conditions include changes to half year memberships and narrowing down membership options that are rarely used. These terms and conditions are reviewed annually.

The Board noted a large number of clubs are not yet registered, but that this is not an unusual occurrence due to changing executive positions and waiting on documentation.

The Board also noted the broken water pipe which caused Holme building to have water shut off on 23 & 24 June and queried whether this will be an issue with other pipes and infrastructure in future. USU is not in charge of routine maintenance in this regard and can only know the issues once discovered.

Action: Management to advise Board at next meeting of updated govt. advice re booster vaccinations for COVID.

Resolved B52/22:

That the BOARD OF DIRECTORS approves the CEO report as read and tabled.

Mover: Isla Mowbray

Seconder: Cole Scott-Curwood

13 For / 0 Against / 0 Abstain; **Carried.**

Du Du joined via Zoom at 1:12pm

3.2 Finance Report

The Finance report was taken as read. Management noted that results are tracking well above budget despite public holidays and NTEU strikes in May. It was also noted that the next few months are expected to be difficult due to minimal campus activity.

Resolved 53/22:

That the BOARD OF DIRECTORS accepts the Financial report as read and tabled.

Mover: Benjamin Hines

Seconder: Belinda Thomas

13 For / 0 Against / 0 Abstain; **Carried.**

3.3 USU Activity Report: was noted above in 3.1 CEO Report.

3.4 Report of the Hon. Secretary

Report to be taken as read. The Hon. Sec. noted that PULP is having a launch party at Verge in August. Battle of the Bands leading to meaningful engagement with Con students. Clubs and Societies Committee is addressing clubs' tax positions. Student leader training happening with healthy signups for Mental Health First Aid among other courses.

The Hon. Sec. noted this was her last Board meeting and thanked everyone she had worked with, saying it has been the best experience to work with people so passionate.

Resolved B54/22:

That the BOARD OF DIRECTORS approves the report as read and tabled.

Mover: Isla Mowbray

Seconder: Cole Scott-Curwood

13 For / 0 Against / 0 Abstain; **Carried.**

3.5 Report of the Hon. Treasurer:

Report to be taken as read.

The Treasurer noted the finance report showed incredibly strong performance over the last couple of months and said it was fabulous to see an improvement since COVID.

The Treasurer provided an update on the review into USU's investments noting the Finance Committee is currently seeking EOIs from various fund managers and the process to convert to ESG investments and divesting from fossil fuels will take time. The Treasurer wishes the incoming Board and Treasurer well with completing this process.

The Treasurer noted a conflict as a continuing USU Member but reflected that the ongoing Board should always keep members in mind when serving on the Board and making decisions on their behalf.

Resolved B55/22:

That the BOARD OF DIRECTORS notes the Hon. Treasurer's report as read and tabled.

Mover: Ruby Lotz

Seconder: Belinda Thomas

13 For / 0 Against / 0 Abstain; **Carried.**

3.6 Report of the Vice President

No activities to report.

The Vice President congratulated the incoming Board, new Executive, and ongoing Board members. She noted it has been wonderful to see everyone grow over the last year and to work with the outgoing Executive who are very passionate people, bringing different perspectives to the table. The Vice President thanked the President for great, strong leadership.

Resolved B56/22:

That the BOARD OF DIRECTORS approves the VP's report as read and tabled.

Mover: Benjamin Hines

Seconder: Telita Goile

13 For / 0 Against / 0 Abstain; **Carried.**

3.7 Report of the President:

Resolved B57/22:

That the Chair moved to Ruby Lotz.

Mover: Telita Goile
Seconded: Belinda Thomas
13 For / 0 Against / 0 Abstain; **Carried.**

President's Report to be taken as read.

The President noted she had made a list of emerging items for the new Executive to monitor and also a list of things not accomplished during her term.

The President noted that her time with USU began in the student activities office. She knew coming in that she wanted to change the culture and engagement with student organisations. She feels very lucky that people had faith in her. She mentioned that she was told when she joined the Board that she would never be President and found people worked against her and that people doubted or feared her views.

The President noted she is proud of the creation of certain programs, establishing more solidarity with USU staff, launching governance reform, and setting USU on a path to divest from fossil fuels. She said she takes pride in having done this and handing this off to the new Executive.

The President gave her thanks to the CEO and Vice President. The CEO has been such a reliable source of support and thanks to the Vice President as a personal friend. She noted the next Executive have massive shoes to fill. She thanked the Heads of Departments for their passion. She thanked her supporters and everyone else.

Resolved B58/22:

That the BOARD OF DIRECTORS accepts the report of the President as read.

Mover: David Zhu
Seconded: Isla Mowbray
13 For / 0 Against / 0 Abstain; **Carried.**

Resolved B59/22:

That the Chair be moved back to Prudence Wilkins-Wheat.

Mover: Telita Goile
Seconded: Isla Mowbray
13 For / 0 Against / 0 Abstain; **Carried.**

3.8 Other Matters for Discussion

There were no other matters for discussion.

4. Other Matters for Decision

No other matters for decision.

5. Open Question Time

Student Medias Q&A with Honi Soit

Honi Soit enquired about more specific details regarding the move towards ESG investments.

The President responded and said the review due to conclude last month was pushed to this month. She said it became apparent that it is a very big deal to change up way investments work. The Board received

training from an investment group that specialises in ethical investment. The Finance Committee is now getting EOIs from fund managers and the Board will have strategic discussions regarding moving towards divestment in fossil fuels etc. but cannot give any firm update just yet.

Student Media left the meeting at around 2:00pm.

Resolved B60/22:

That the BOARD OF DIRECTORS moves in camera.

Mover: David Zhu

Seconder: Benjamin Hines

13 For / 0 Against / 0 Abstain; **Carried.**

6. Close of Meeting

6.1 Next Meeting

The next meeting of the BOARD OF DIRECTORS is held on **Friday 29 July 2022** at 1:00pm in person in the Cullen Room, or via audio visual link.

NB: The Incoming Board Induction program is 21-22 July at the Crowne Plaza in Coogee Beach.

Subsequent meeting dates are as per the 2022 Calendar for Board and Committee meetings.

The meeting closed at 2:27pm.