

# MINUTES

## MEETING: BOARD OF DIRECTORS

**HELD ON:** 28 May 2021

**TIME:** 1:06pm to 3:24pm

**LOCATION:** Cullen Room, Holme Building

### BOARD OF DIRECTORS

Irene Ma	President, Chair	Present
Nick Forbutt	Vice President	Present
Caitlin Brown	Honorary Treasurer	Present
Yinfeng Shen	Honorary Secretary	Present
Benjamin Hines	Director	Present
Ruby Lotz	Director	Present
Kailin (Vikki) Qin	Director	Present via audio visual link
Nicholas Rigby	Director	Present
Belinda Thomas	Director	Present
Di (Eve) Wang	Director	Present via audio visual link
Prudence Wilkins-Wheat	Director	Present
David Wright	Senate Appointed Director	Present
Marie Leech	Senate Appointed Director	Present
Connor Wherrett	Immediate Past President	Present (apology for late arrival)
Isla Mowbray	Incoming Director	Present
David Zhu	Incoming Director	Present
Du Du	Incoming Director	Present
Telita Goile	Incoming Director	Present
Nicholas Comino	Incoming Director	Absent
Cole Scott-Curwood	Incoming Director	Absent

### USU STAFF

Andrew Mills	Chief Executive Officer	In attendance
Rebecca Sahni	Director of Finance	In attendance

Oliver Harding

Assistant Board Secretary

In attendance

## OBSERVERS

Marlow Hurst & Shania O'Brien (Honi Soit)

In attendance

Emily Graetz (Pulp Media)

In attendance

## MINUTES

### 1. Opening

**1.1** The meeting opened at 1:06 PM

The Chair delivered the Acknowledgement of Country.

#### 1.2 Apologies and Leaves of Absence

Connor requested a 30-minute late arrival, Vikki and Eve requested to attend the meeting via Zoom.

##### **Resolved B049/21**

That the BOARD OF DIRECTORS accepts Connor's late arrival and Eve and Vikki's attendance via Zoom.

**Mover: Yinfeng Shen**

**Seconder: Ben Hines**

13 For / 0 Against / 0 Abstain

#### 1.3 Disclosure of Conflicts of Interest

There were no disclosures of conflicts of interest.

### 2. Meeting Administration

#### 2.1 Minutes of the Previous Meeting

The ordinary Minutes of the BOARD OF DIRECTORS held on 26 April 2021 was tabled and taken as read.

##### **Resolved B050/21**

The Board approves the minutes of the previous meetings en bloc.

**Mover: Belinda Thomas**

**Seconder: Marie Leech**

13 For / 0 Against / 0 Abstain

## 2.2 Business Arising from the Minutes Not Addressed Elsewhere

No business arising from the Minutes not addressed elsewhere.

## 2.3 Open Question Time

Directors elect, Honi Soit and Pulp were welcomed.

**Honi Soit** questioned what would be happening with Hermes this year. **Irene Ma** noted it is the coming Board and Executives to decide whether Hermes will continue in 2021.

**PULP** questioned how international students will be supported this year and what tangible actions were being taken by the USU to engage with them. **Irene Ma** acknowledged that the return of intentional student was largely dependent on the boarder requirements by state governments. Andrew Mills clarified that the majority of USU events during COVID were livestreamed and these measures will continue during the 2021 calendar year. **Irene Ma** advised that the numbers of international student attendance to streamed events were not known at the time. **Irene Ma** stated that the USU Language Exchange Program was a great way to engage with international students.

**PULP** asked for an update about the SRC's Radical Sex and Consent Week and queried if the USU was supporting the SRC application for SSAF funding for the proposed event. **Irene Ma** stated that USU supports the SSAF application from the SRC for the funding of this event.

**Honi Soit** questioned the issue concerning the Catholic Society and their use of an offensive sign in Eastern Avenue during Life Week. **Irene Ma** advised that a meeting between the USU and Catholic Society had taken place and that the Honorary Secretary has submitted a report and outcome to be advised to the Board.

## 2.4 Motions on Notice

No motions on notice

## 3. Matters for Discussion

### 3.1 CEO/Secretariat Report

***Vikki arrived at 1:16pm***

Report to be taken as read, however the CEO noted that the report reflects the high-level activity of April and in May. April was a very busy month for USU, delivered EnviroWeek which was very successful. EnviroWeek is a free event to active student engagement. The USU Awards Cocktail evening was also successful. The Student Programs team has been very busy with preparations for Board elections. There has also been a renewed focus on club events being feature in the USU e-newsletter. Preparation work is underway for Welcome Fest Semester 2 on 10-11 August. Financially, the USU continues to slightly exceed budget with outlets exceeding budgets, plus unbudgeted revenue from graduation ceremonies. On the downside, below budget are; Rewards memberships, Host Co Venues and Sponsorships and Sales

revenue. The Northern Beaches lockdown had a knock-on impact for venue bookings. The campus is still at 50 to 60 percent of capacity. The Net effect is we are slightly ahead of budget.

**Prudence Wilkins-Wheat** commented that the USU could have a larger engagement with graduates.

**Connor arrived at 1:21pm**

**David Wright** requested the secretariat report be renamed CEO report. David would like to attend the incoming board governance training by the Australian Institute of Company Directors (AICD). It was noted that this training would include new and existing directors.

**Nick Forbutt** questioned the timeline for when recovering (for Host Co etc) would be finalised and what long term planning looks like. **Andrew Mills** advised that spreading welcome day over two days the attendance would increase, and that more clubs and societies would be able to attend. Additionally, moving to a 2-day format provides a greater opportunity to attract sponsors. We are in the process of identifying issues, and recovery strategies to achieve our budgeted objectives and will report back to the Board in July.

**Resolved B051/21:** That the BOARD OF DIRECTORS notes the Report.

That the BOARD OF DIRECTORS accepts the report as read

**Mover: Nick Forbutt**

**Secunder: Prudence Wilkins-Wheat**

13 For / 0 Against / 0 Abstain

### 3.2 Finance and IT Report

**Rebecca Sahni** noted reporting period for April and May. April was a good month for Outlets however the issue of sponsorships and rewards income have impacted revenue. The Board had expressed its desire to invest in staff training and development and infrastructure, including funds to refurbish the Common Room.

**Ben Hines** questioned if the CAPEX amount for the repairs to the Common Room would cover the total repair costs. **Andrew Mills** advised that the capex outlined in the April reforecast was to only fix floors and repaint the Common Room. The USU submitted a more comprehensive SSAF application to fully revitalise the room including soundproofing, AV, lighting, etc. However, we will not know the outcome of the SSAF application until at least November 2021, and we are keen to see the room reactivated for the benefit of clubs and societies.

**Marie Leech** noted staff costs has blown out. **Rebecca Sahni** stated that additional staff in outlets and staff at graduation are to account for this increase cost, however it was more than offset by increased revenues which have accounted for our overall positive net YTD position

**Nick Rigby** asked **Rebecca Sahni** what USU's investment outlook looks is. Rebecca advised we need to assess our risk appetite and assess policy from there.

**Ben Hines** requests that moving forward, forecasting assumptions and changes to assumptions be captured in monthly reports.

**Resolved B052/21** That the BOARD OF DIRECTORS notes the Report.

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

**Mover: Caitlin Brown**

**Seconder: Yinfeng Shen**

13 For / 0 Against / 0 Abstain

### **3.3 USU Activity Report**

**The report was to be taken as read, however, Andrew Mills** highlighted an MOU was sent to colleges regarding renewal of Rewards Membership for College students, and this will have a positive impact on our recovery plan. Number of students in colleges were above budgeted assumptions. 105 new members during EnviroWeek and more new members have signed up during the election process in May. Social Media is trending upwards. C&S tracking at 178 societies with 64 pending and 17 new clubs approved by the Clubs & Societies Committee.

USU is recruiting for 1 position of PULP editor following a resignation. Employment Hero underway for 1 July implementation.

Operations: net positive contribution from Outlets and Graduation. The Gamer's lounge at Hermann's was a success, and USU is investigating the idea for continuing events for gamers in Semester 2.

**Belinda Thomas** queried the financial package software used by clubs and societies. **Irene Ma** noted that the USU Board allowed the societies to choose their own accounting software package.

**Connor Wherrett** mentioned that USU's use on social media should be elevated to engage with students (and intentional students) in a larger capacity. Uni of NSW's ARC was mentioned for their use on social media and USU should be working harder.

**Ben Hines** noted that of the large number of partnership ads detracts from a social media engagement. Each social media platform should have its own identity to engage students with USU. Ben suggested there be more organic content such as 'Board takeovers' and adding to the USU experience. Ben also noted that C&S applications are consistently closed, and this is a barrier to entry. Ben suggested that an adjustment needs to be made.

Follow up with C&S about applications being closed. Cap on how many sponsorships should be promoted each week.

**David Wright** noted USU should increase due diligence on what represents the best value and investment for USU social media presence. Should be done in partnership with students.

**Resolved B053/21**

That the BOARD OF DIRECTORS accepts the report as read.

**Mover: Ruby Lotz**

**Secunder Yinfeng Shen**

13 For / 0 Against / 0 Abstain

### **3.4 Report of the Honorary Secretary**

Benny congratulated the incoming Directors.

3 new club applications this month.

Benny apologised for a typo in Secretary Report.)

Noted that Andrew and C&S facilitated a Performing Arts Working Party in the USU SSAF application to revitalise a space for this working group. Positive feedback from the event. Andrew further notes the need to revitalise rooms across campus.

#### **Resolved B054/21**

That the BOARD OF DIRECTORS accepts the report as read.

**Mover: Prudence Wilkins-Wheat**

**Secunder Nick Forbutt**

13 For / 0 Against / 0 Abstain

### **3.5 Report of the Honorary Treasurer**

**Caitlin Brown** congratulated incoming board. Graduations were the biggest contributor to overall monthly financial performance. Forecast capex includes upgrades to Wentworth and Holme. Sponsorship below budget and election did not increase USU rewards in the way the board wanted.

SSAF applications to be submitted by 28 May 2021. Cady thanked the Finance Committee for its work to approve the 2020 Financial Reports. Reviewing student positions for June Board meeting.

#### **Resolved B055/21**

That the BOARD OF DIRECTORS accepts the report as read.

**Mover: Nick Rigby**

**Secunder: Belinda Thomas**

13 For / 0 Against / 0 Abstain

### **3.6 Report of the Vice President**

Taken as read.

**Resolved B056/21**

That the BOARD OF DIRECTORS accepts the report as read.

**Mover: Ben Hines**

**Secunder: Ruby Lotz**

13 For / 0 Against / 0 Abstain

**3.7 Report of the President**

Motion: That the Chair moved to Nick Forbutt.

**Mover: Ben Hines**

**Seconded: Yinfeng Shen**

Irene Ma noted that the report be taken as read but highlighted the following: congratulations to the newly elected Directors, and thanked Simone Whetton (as Returning Officer) and Dr Penelope Crossley (as Election Arbiter) for their contribution to the successful running of the election process. Irene also noted David Zhu has tendered resignation as Development Officer to Debates Committee and noted that we will begin a search for his replacement. An invitation will be sent to incoming Board members to join the USU AGM on Monday.

**Irene Ma** noted that the National Union of Students (NUS) is seeking support for its petition concerning lowering the Age of Independence from 22 to 18. USU wants to endorse this petition to authorize USU social media to help promote the petition to raise 15000 signatures. Noted.

**Prudence Wilkins-Wheat** questioned if assistance is available for USU to secure training for mental health first aid. Irene advised this training is in the process of being scoped by UE Student Life as part of a much bigger training package for the executives of clubs and societies for a SSAF application later in the year.

**Ruby Lotz** noted C&S newsletter states that executives can sign up for training.

**Connor Wherrett** queried if we have any plans to meet with the incoming Vice Chancellor. **Irene Ma** noted that we have sought a meeting in early August.

**Nick Rigby** questioned if the incoming Board should change election system to pre-covid mechanisms. Irene Ma notes the incoming Board are to make this decision.

**Resolved B057/21:**

That the BOARD of DIRECTORS accepts the report as read.

**Mover:** Ruby Lotz

**Seconded:** Prudence Wilkins-Wheat

**Motion:** That the Chair be moved back to Irene Ma.

**Mover:** Belinda Thomas

**Seconded:** Nick Rigby

**3.8 Other Matters for Discussion****3.8.1 Report of the Director of Debates.**

Tabled and noted.

No motion needed.

#### 4. Matters for Decision

##### 4.1 Other Matters for Discussion

No other matters for discussion.

##### 4.2 Confidential Business

###### Resolved B058/21:

That the BOARD OF DIRECTORS moves in camera.

**Mover:** Nick Rigby

**Seconder:** Yinfeng Shen

13 For / 0 Against / 0 Abstain

###### Resolved BC020/21

Pursuant to resolution B058/21, the BOARD OF DIRECTORS moved out of camera at 3:23pm.

**Mover:** Belinda Thomas

**Seconder:** Prudence Wilkins-Wheat

11 For / 0 Against / 0 Abstain

#### 5. Matters for Noting

##### 5.1 Other Matters for Noting

No other matter for noting.

#### 6. Close of Meeting

##### 6.1 Next Meeting

The next meeting of the BOARD OF DIRECTORS is held on Friday 25 June 2021 at 1:00pm in a location to be determined and will be held in person and via audio visual link.

The meeting closed at 3:24PM