



PUBLIC

CONFIRMED Board MINUTES of The University of Sydney Union held Cullen Room or Online via Zoom at 1:00PM on Friday 29 July 2022

1. Opening

1.1. Welcome and Acknowledgement to Country

The meeting opened at 1:08pm.

The Chair delivered the Acknowledgement of Country.

1.2. Apologies and Leaves of Absence

Resolved B61/22: That the BOARD OF DIRECTORS noted online attendance for Nicholas Comino, David Wright, Du Du and Alyssa White and Madhullikaa Singh as absent.

Mover: Cole Scott-Curwood Seconder: David Zhu

12 For / 0 Against / 0 Abstain; Carried.

1.3. Disclosures of Conflicts of Interest

Nil.

2. Minutes from Prior Meetings

Resolved B62/22: That the BOARD OF DIRECTORS approves the public minutes of the previous meeting with a minor amendment to the President's report.

Mover: Cole Scott-Curwood Seconder: Telita Goile

12 For / 0 Against / 0 Abstain; Carried.

3. Meeting Administration:

3.1. Business Arising from the Minutes Not Addressed Elsewhere

The Board **NOTED** Nil

3.2. Motions on Notice

The Board **NOTED** Nil

3.3. Endorsement of Circular Resolutions

The Board **NOTED** Nil

4. CEO Report

The Board **NOTED** The CEO report was taken as read. The CEO then provided an update to the Board via a PowerPoint presentation.

The CEO welcomed the new Board Directors, noted the new format of the Board papers and encouraged Directors to pick up on areas of interest to them.

The WHS Committee continues to monitor COVID cases, mask and vaccination policies and recommendations from ATAGI. USU policies are in the process of being updated and will progress through the Governance Committee for approval. USU Website update almost completed, will be presented to the Board when finished. Improvements include signing up for clubs and societies directly through the website, and updating profiles to receive communications that are relevant to each person. SSAF application also being submitted for LCD screens for rooms to link up to the room booking system. Food hub being set up at Wentworth in conjunction with SRC.

Emerging issues: COVID restrictions may impact activity on campus. Vaccine booster take up only around 70% for 3rd dose. Low unemployment, possible US recession, inflation set to hit 7%, interest rates going up in line with RBA's cash rate. Paid domestic and family violence leave legislation before the federal parliament. If passed, will apply to all workers including casuals. Possible NTEU strike on 17&18 August.

USU Wins: USU won best Welcome Fest in Australia. Verge Exhibition recognised in MeMO. Free play on pool tables at Wentworth. Possible competitive game (pool or basketball) to take place between USU and SRC. USU outlets performing as expected and better than recent years. SSAF applications in to make club spaces Zoom rooms, improve signs and wayfinding.

It was **AGREED** Resolved B63/22: That the BOARD OF DIRECTORS approves the CEO report as read and tabled. Mover: Cole Scott-Curwood Secunder: David Zhu 12 For / 0 Against / 0 Abstain; Carried.

It was RESOLVED

RB#1/22

That the Board approves the CEO report as read and tabled.

Proposed: Cole Scott-Curwood

Seconded: David Zhu

Carried

5. Growth - building a sustainable organisation

The Board **NOTED** Membership performance measure - at a glance the target is aspirational. Targets were set in 2021 during strategy work. Assumption was no more COVID interruptions. Membership as of yesterday was just over 37,000 and 5,000 rewards members. Last year's high was 38,000 and next week we should exceed this. Around 60% target is more realistic. Looking at ways to smooth out memberships as some Unis have an opt out system rather than an opt in. Action: AM to revise the target.

Right culture right values - Performance culture report and staff surveys metrics were created last year. We've done values sessions and staff survey will be done this semester.

Mental health strategy progress - secured funding for a Mental Health and Wellness Advisor. This role will look at the current target which is set for end of August.

It was RESOLVED

RB#2/22

That the Board notes the report for: Growth - building a sustainable organisation.

Proposed: Cole Scott-Curwood

Seconded: Telita Goile

Carried

Actions Arising from This Meeting

#	Action	Due Date	Responsible
03355	AM to revise the membership target.		Andrew Mills

5.1. S.2021.1 Student-Centric Mindset (Strategic: S.2021.1 Student-Centric Mindset)

5.2. S.2021.2. Engaged Stakeholders and Sustainable Development (Strategic: S.2021.2. Engaged Stakeholders and Sustainable Development)

5.3. S.2021.3. Right Culture, Right Values (Strategic: S.2021.3. Right Culture, Right Values)

6. CHANGE

The Board **NOTED** Nil

7. Risk in Management Functions

7.1. Corporate Governance (: CG1. Corporate Governance)

7.2. Finance Report

The Board **NOTED** RS speaks to the report, noting the format of profit/loss statement has changed slightly.

It was noted that the emerging financial issues outlined in the CEO report had all been taken into account with the Q2 reforecast, including lower foot traffic, reduced sales, CPI wage increase (accounted for 7.5%), labour shortages etc. Savings from unfilled positions have also been taken into account. Manning was not budgeted in first half of year, which then shows up in 'other' income. Manning has been accounted for in reforecast.

The Board noted Employee Leave Provision is marked red as the target of less than 1.5m by the end of 2022 is not likely to be achieved due to accruals over COVID. Management is actively working on this with employees and auditors have waived the 14day maximum annual leave balance requirement.

It was RESOLVED

RB#3/22

The Board accept the Finance report and note all in item 7.

Proposed: Cole Scott-Curwood

Seconded: David Zhu

Carried

7.2.1. Current Year Result (: F1. Current Year Result)

7.2.2. Balance Sheet (: F2. Balance Sheet)

7.3. IT Report

7.3.1. IT Systems Outage/Failure (: ICT1. IT Systems Outage/Failure)

7.3.2. System and data protection (: ICT2. System and data protection)

7.4. Marketing, Membership & Sales (: M1. Marketing)

7.5. People & Culture

7.5.1. Safe Workplace (WHS) (: PC1. Safe Workplace (WHS))

7.5.2. Compliant with employment legislation, policies & procedures (: PC2. Compliant with employment legislation, policies & procedures)

7.5.3. Engaged Staff (: PC3. Engaged staff)

7.6. Operations - Venues (: SD1. Safe, Compliant and Profitable Venues)

7.7. Student Programs (: SD2. Student Programs)

8. Exec Reports

8.1. Report of the Honorary Secretary

The Board **NOTED** The Hon. Secretary speaks to the report, noting the music festival graphics and lineup are out and encouraging everyone to buy tickets. Battle of the Bands is happening in mid-September and will be a great opportunity for student musicians to perform. PULP office space looks great and excited for the launch party. Capture the Flag happening at Welcome Fest on 2 August, 12-3pm.

It was RESOLVED

RB#4/22

That the Board note the report of the Honorary Secretary.

Proposed: Cole Scott-Curwood

Seconded: David Zhu

Carried

8.2. Report of the Honorary Treasurer

The Board **NOTED** The Hon. Treasurer's report was taken as read. The Hon. Treasurer speaks to the report, noting RS and AM have gone into comprehensive detail in the CEO and Finance Reports with regard to clouds on the horizon. Rising operational costs, weaker than hoped for sales, the 3rd omicron wave, labour shortages, possible recession in US.

The Hon. Treasurer noted USU is in a very good position and under very capable management but the Board needs to be thinking about possible rainy days ahead.

The Hon. Treasurer noted that the Board and Finance Committee have realised a broad direction in aligning better with ESG practices and have set a direction for investments. This has been a remarkably quick turnaround and both the Board and media should have patience with this process. The Board is committed to doing the best with members' money in this process.

It was RESOLVED

RB#5/22

The Board note the report of the Honorary Treasurer.

Proposed: Cole Scott-Curwood

Seconded: Naz Sharifi

Carried

8.3. Report of the Vice President

The Board **NOTED** The Vice President's report was taken as read. The Vice President noted she is excited to take on the role and that it is an exciting time to be part of USU. The Vice President noted she is focussed on renewing campus culture and student life and creating a heightened awareness of accessibility for all students, wanting to focus on engaging students who haven't previously been able to engage in campus culture.

It was RESOLVED

RB#6/22

That the Board notes the report of the Vice President.

Proposed: Cole Scott-Curwood

Seconded: David Zhu

Carried

8.4. Report of the President

The Board **NOTED** The President's report was taken as read. The President speaks to the report,

noting Foodhub is soon to be operational on Tuesdays and Thursdays from 10am-2pm and thanks SRC for their support in getting this up and running. The Disability space is in the works. An overnight solution for moving to ESG investments is not appropriate and the Finance Committee has approved a new framework for investments. Financial matters will be resolved in camera and the Board will be asking management to take actions in line with commitments. A clearer timeline with details will be revealed at the next Board meeting.

It was RESOLVED **RB#7/22**

That the Chair move to the Vice President.

Proposed: Cole Scott-Curwood
Seconded: Isla Mowbray
Carried

It was RESOLVED **RB#8/22**

That the Board notes the report of the President.

Proposed: Telita Goile
Seconded: Nicholas Dower
Carried

It was RESOLVED **RB#9/22**

That the Chair move to the President.

Proposed: Telita Goile
Seconded: Nicholas Dower
Carried

9. Other Business

9.1. Matters for Decision

9.1.1. Sem 2 Meeting Calendar

The Board **NOTED** The Board noted the Awards Committee only meets two times per year in line with USU Regulations.

It was RESOLVED **RB#10/22**

That the Board approves the draft Semester 2 Meeting Calendar.

Proposed: Cole Scott-Curwood
Seconded: David Zhu
Carried

9.1.2. Electoral Returning Officer Honorarium

The Board **NOTED** It was noted that the Returning Officer did not wish to receive an honorarium but that the Board approves the payment as a matter of procedure.

It was RESOLVED **RB#11/22**

That the 2022 Electoral Returning Officer, Simone Whetton, be paid their honorarium.

Proposed: Cole Scott-Curwood
Seconded: Telita Goile
Carried

9.1.3. Report of the Director of Debates

The Board **NOTED** The Board noted the amazing report from the Director of Debates. It was noted that Hermann's Bar has not been an adequate venue for Debates functions in the past due to opening hours. This should change in Semester 2 with further activation of Hermann's

planned.

It was RESOLVED

RB#12/22

That the Elinor Stephenson be paid the Semester 1 honorarium.

Proposed: Cole Scott-Curwood
Seconded: Onor Nottle
Carried

Actions Arising from This Meeting

#	Action	Due Date	Responsible
03361	CEO to include report at the August Board Meeting on the activation plan for Hermann's.	19/08/2022	Andrew Mills

9.2. Reports of Portfolio Holders

The Board **NOTED** Naz Sharifi has been consulting with stakeholders for the Wom*n's and Ethnocultural portfolios, creating more transparent and open lines of communication and a unified approach to the student experience.

Alexander Poirier had picked up projects from Telita Goile and is creating a document with key stakeholders and contacts for each portfolio which can be updated ongoing. Disability Pride month is July and it is something to consider in advance next year. AP will circulate notes from the EdCon disability workshop and encourages Directors and management to shift thinking to centre accessibility rather than including as an afterthought.

It was RESOLVED

RB#13/22

That the Board note the reports of the portfolio holders.

Proposed: Cole Scott-Curwood
Seconded: Telita Goile
Carried

10. Open Question Time

The Board **NOTED** Q: Is Foodhub starting in week 3?

A: It will be officially launched then, but will be operational from next week. More information on the official launch will be sent to media.

Q: What is the status of the cereal lab?

A: this will be added to the next agenda for the Executive Committee for an update.

Q: How has USU been affected by the lettuce shortage and shortage of other produce?

A: USU has still been selling salads! There was increase in some prices but they have not passed on. USU relies on wholesale stock, not retail.

Q: Is Pride and Consent Week replacing Radical Sex and Consent Week?

A: The SRC came to USU with a proposal for Pride and Consent Week. This will be a collaborative endeavour and there will be some comms to come around this, discussions are very exciting and the Board is looking forward to seeing how it progresses.

Q: It is said that Wentworth is moving closer to demolition - any comment?

A: The Board hasn't discussed a statement about anything to do with Wentworth so will take this question on notice.

Q: In 2020 the Board said they would upload exec reports to the USU website but they can't be found?

A: Board information is publicised in the form of approved public minutes. This also includes CEO presentations.

Actions Arising from This Meeting

#	Action	Due Date	Responsible
03370	Status of Cereal Lab to be added to agenda for next Executive Committee meeting.	12/08/2022	Andrew Mills

11. Confidential Business

It was RESOLVED **RB#14/22**

That the Board move in camera for the confidential agenda items.

Proposed: Cole Scott-Curwood
 Seconded: Telita Goile
 Carried

BC#27/22

It was RESOLVED

That the Board move out of the in camera session at 3:22pm.

Proposed: Cole Scott-Curwood
 Seconded: Telita Goile
 Carried

16. Next Meeting of the Board of Directors

To be held in the Cullen Room on 26 August 2022 from 1-3pm.

Close of Meeting

There being no further business the meeting closed at 3:24pm
 Signed as a true and accurate record of proceedings

.....
 Chairman

.....
 Date