



## PUBLIC

### CONFIRMED Board MINUTES of The University of Sydney Union held Cullen room at 1.00PM on Friday 25 November 2022

#### PRESENT

Alexander Poirier (Director)	Onor Nottle (Director)
Telita Goile (Vice President, Director)	Isla Mowbray (Honorary Secretary, Director)
Cole Scott-Curwood (President, Director)	Du (Yining) Du (Director) (via Zoom)
Naz Sharifi (Director)	Nicholas Dower (Director)
Nicolas Comino (Director)	

#### IN ATTENDANCE

Andrew Mills (CEO)  
Rebecca Sahni (Director Finance)  
Carole McElligott (Asst. Board Secretary/Governance Coordinator)  
Student Media: Khanh Tran and Luke Cass, they/them

#### **1. Opening**

##### **1.1. Welcome and Acknowledgement to Country**

The meeting opened 1:05pm.  
The President made an acknowledgement to Country.

##### **1.2. Apologies and Leaves of Absence**

The Board **NOTED** attendance as follows:

Present: Cole Scott-Curwood, Telita Goile, Isla Mowbray, Nicolas Dower, Naz Sharifi, Alexander Poirier, Onor Nottle, Nicholas Comino

**Via Zoom:** Du (Yining) Du (joined: 2.00pm)

**Apologies:** David Wright, Alyssa White, Madhullikaa Singh, David Zhu, Prue Wilkins-Wheat

#### **2. Meeting Administration**

##### **2.1. Minutes from Prior Meetings**

<b>RESOLUTION</b>		<b>RB#50/22</b>
It was RESOLVED that the Public Minutes of Board meeting held on 28 October be accepted as an accurate record.		
Proposed: Alexander Poirier	Seconded: Naz Sharifi	Carried

## 2.2. Business Arising from the Minutes Not Addressed Elsewhere

Nil

## 2.3. Motions on Notice

Nil

## 2.4. Endorsement of Circular Resolutions

Nil

## 3. Conflicts of Interest

Nil

## 4. CEO Report

### 4.1. CEO Report

The Board **NOTED** the CEO Report, which was taken as read, plus the Activity Report PowerPoint presentation.

The Board further noted:

- Governance and Risk Management: There were two cases of COVID Omicron and two WHS reportable cases in the low/medium category. The Investment manager handover is nearly finalised and the new Finance ERP System is on track and will be in place by 1 January 2023.
- Susan Woodward AM has been appointed the new Commissioner of the ACNC for the next five years. Susan will ensure the regulator enables charities through practices which are fit for purpose.
- USU Projects Update: The new USU website will be launched shortly. It will provide a central registration process for students to join Clubs & Societies through the clubs forum. The Job Tracking Solution to manage the workflow of departments is progressing. The upgrade of CTV equipment in public spaces continues. The Club admin space has been upgraded along with new business systems.
- Emerging Issues: COVID – next wave. Currently there are 11,000 weekly cases, as there is no mandatory reporting, this figure is likely to be double. The current medical guidance suggests treating COVID like any other disease and use common sense, such as staying at home if feeling unwell.

- Cost of living – interest rates. There has been a second rate rise to 2.85%. It is predicted that the CPI will rise from 7 to 8%. The USU will maintain prices as far as possible and introduce budget buster items.

## 5. GROWTH

### Noted

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

Student Programs: There are 122 registered clubs and 139 pending registrations. There were 380 Freshdesk queries and 491 tickets were resolved. There were a total of 61 club events. Events included Goat Yoga, Inaugural Communities Mixer and *Someday Soon* which was a huge event in 2023.

Cellar Theatre seating upgrades: Seating capacity will increase from 32 and 48. The new seating will be moveable and portable. The order for this purchase has been placed and the seating will be in place for the first performance in 2023. Additional funding will be sought from SSAF for new AV and production equipment.

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

### Noted

- Club Executives Complaints Process: A short video has been produced to communicate the 3 steps in the complaints process. This process is also applicable for Club Executives on the receiving end of a complaint. The video will be presented at the Clubs Forum in February. Andrew will send to the Board a link to the video.
- Holme Improvements: A number of repainting and repair jobs are being carried out, including the big yellow seat. The Christmas decorations and Snowman in the Café Courtyard have proved popular with both students and visitors.
- 2022: Club Awards: The Awards were a great success. The Awards will be held earlier in Semester 2, next year, to avoid scheduling conflicts.
- Marketing, Membership and Communications: PULP has published it's fourth and final edition for the year. It has a strong social media following through FaceBook with recent increased traffic through Instagram and TikTok. Highlights from the recent student behaviour survey update will be presented in a separate briefing to the Board.
- The followers of USU's digital channels continue to increase student engagement. USU membership at 31 October is close to 38,000.
- Events on Campus: The Food Truck provided 250 breakfasts and lunches and 200-300 soft serve ice-cream during exam time. The new Dietary & Allergen alerts, (identified by different coloured key icons) have been implemented across USU outlets. The outlets have had a good revenue month in October and November will be a strong month as well. HostCo has capacity bookings until Christmas.
- Return to Good: There are variations between the outlets, in this period, the Café Courtyard had higher costs due to the replacement of a refrigerator and freezer. The 2023 Apparel Range is launched and has received pre-orders.

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

#### **Noted**

- USU team Sports: The Netball team remain undefeated and the Soccer team won their final. The Board were interested in participating in 2023.
- P&C Headlines: There were three WHS incidents across the low/medium categories. There was WHS-related training for fire wardens and the WHS Committee. There were 49 advertised roles, 483 interviews conducted and 11 roles filled internally. Other staff training scheduled is Cultural Awareness training on 17 -18 January.
- Upcoming gigs included more international bands in January and February. Welcome Fest '23 will include concerts and artists will be announced in advance.

After the end of the CEO report the Board raised the following two issues:

The Board's comments for the CEO Report:

Alex noted that students with disabilities are concerned with regards to the removal of the isolation rules and the continuation of hybrid events. Andrew advised that several meeting rooms used by C&S will be upgraded to Zoom rooms following application to SSAF for funding to deliver hybrid experiences.

Telita commented on the status of current projects scheduled for December/early January. Andrew advised that the new integrated website and the new Finance ERP system were both on track and additional temporary staff had been employed to support existing staff roles.

## **6. CHANGE**

#### **Noted**

6.1. C1. SSAF Funding – Change in Government or University policy leading to loss of funding (Emerging: C1. SSAF Funding – Change in Government or University policy leading to loss of funding)

The Board NOTED impact of Federal Budget on students. Government has promised 20,000 additional university places.

6.2. C2. Membership – Loss of income, relevance, engagement and reputation (Emerging: C2. Membership – Loss of income, relevance, engagement and reputation).

6.3 C3. Senate – Changes to the composition of the Senate resulting in a loss of support for the USU (Emerging: C4. Governance – Changes to the composition of the Senate resulting in a loss of support for the USU)

6.4. C4. Governance – Changes to the governance of the USU impacting ongoing operations (Emerging: C4. Governance – Changes to the governance of the USU impacting ongoing operations)

6.5. C5. Building Stock – Potential loss of spaces under the USU's control (Emerging: C5. Building Stock – Potential loss of space under the USU's control).

## **7 RISK**

#### **Noted**

The Board also note that the HOD's were progressing with their input into the business continuity plan. The Board noted that a number of staff had opted to have their leave paid out. There is expected to be an improvement in February on the reduction of the leave provision that the USU is currently carrying.

7.1. CG1. Corporate Governance (:CG1. Corporate Governance)

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

7.3 F2. Balance Sheet (: F2. Balance Sheet)

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

7.5. M1 Marketing (: M1. Marketing)

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

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

7.8. PC3. Engaged staff (: PC3. Engaged staff)

7.9. SD1. Safe, Compliant and Profitable Venues (:SD1. Safe, Compliant and Profitable Venues)

7.10. SD2. Student Programs (:SD2. Student Programs)

## 8. Actions Arising from Previous Meetings

The Board noted that the action item to investigate detailed and consistent labelling for food at USU outlets was closed.

#	Action		Due Date	Responsible	Comments from this meeting	Status
<b><u>Action Arising from 26 Aug 2022</u></b>						
03481	Management to investigate detailed and consistent labelling for food at USU outlets.		29/10/2022	Jess Reed	Commercial Ops investigating labelling options	Closed

## 9. Finance Reports

### Noted

#### 9.1. Board Finance Report

The Board **NOTED** that the Finance Report was taken as read.

The Board noted that the operating income was higher than budget. This is due to *Someday Soon* ticket sales and revenue from the Manning Bar. The YTD Operating contribution is larger than budget driven by the YTD income. The cash flow is good and the handover to Koda, the new investment manager, is close to completion. The Board also noted that the reporting of the Manning Bar ticket sales revenue will be removed from 'Other Income' and added to the reporting of the outlet sales in 2023. All outlets will be monitored by month-by-month reporting.

The Board noted that there was no income for events, outside the bars, such as programs as no budget was set for them.

### 9.2. USU Compliance Report

The Board NOTED the Compliance Report was taken as read.

The invoice for the last instalment of SSAF funds has been sent. This payment will be made in December.

### 9.3. Finance Dashboard

**Noted**

## 10. Exec reports

### 10.1. Report of the Hon Secretary

The Board **NOTED** the Hon. Secretary's Report was taken as read.

Isla noted that it had been a wonderful year for C&S, including the publication of four editions of PULP. Isla also noted that the Clubs Conference in February 2023 will upskill the Club Executives in how to run a society and will provide opportunities to collaborate and connect. The club communities' program, headed by Kelsey, Jean-Luc and Henry has also been a success and strengthened the engagement between the USU and the clubs and societies through outreach opportunities.

The Board resolved the motion for the honorarium payment of \$2,500 to Ellie Stephenson, Director of Debates Committee, for Semester 2, 2022.

**It was AGREED.**

#### Motion on Notice

RESOLUTION		RB#51/22
The Board RESOLVED the motion for the honorarium payment of \$2,500 to Ellie Stephenson, Director of Debates Committee, for Semester 2, 2022.		
Proposed: Telita Goile	Seconded: Onor Nottle	Carried

### 10.2. Report of the Hon. Treasurer

The Board **NOTED** the Hon. Treasurer's Report was taken as read.

### 10.3. Report of Vice President

The board **NOTED** the Vice President's Report was taken as read.

**It was AGREED**

### **Actions Arising from This Meeting**

<b>#</b>	<b>Action</b>	<b>Due Date</b>	<b>Responsible</b>
03707	Cole to add to the Agenda for the next Executive Committee.	25/11/2022	Closed

#### **10.4. Report of the President**

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

Cole noted the Clubs Conference will be a short and intense program on club procedures and systems and provide leaning and development for new club executives and in addition an opportunity for club executives to network with their peers and USU staff. Cole also noted that he and several of the board directors will be attending MHFA training next week, as part of the Student Leadership Program.

Cole also noted the food security support to student members from the Food Truck and FoodHub. Foodhub had supported 2,000 students with free items. Foodhub will be expanded next year. Updates will be provided to student media to communicate these initiatives to the broader membership.

Cole noted that the USU is a recipient of a Vice-Chancellor's Award for Excellence for Outstanding Contribution to the University Community for the Expanded Welcome Week in 2022.

<b>RESOLUTION</b>	<b>RB#52/22</b>
It was resolved that the following two policy updates are approved en bloc, as previously endorsed by the Governance committee via circular resolution dated 18 November 2022: Ruth Altman provided a background paper on these updates.  <ol style="list-style-type: none"><li>1. Code of Conduct Policy update</li><li>2. WHS Policy update</li></ol>	
Proposed: Naz Sharifi	Seconded: Onor Nottle Carried

#### **11. Other Business**

##### **11.1. Reports of Portfolio Holders**

Alex has had discussions with student representatives to understand how USU can better support them and the types of initiatives which would enable this group. For the Queer portfolio events associated with World Pride were planned.

#### **12. Open Question Time**

Khanh, from student media, (they/them), asked for the context on the changes in Growth (Item 5) to establish how progress is being made against strategy in managing risk of the funding from the University. He raised the issue of the composition of the Senate. Cole noted that he would meet with

the two new student Fellows on the Senate. The USU will continue to maintain the commitment from the University to act in the best interests of the USU.

Khanh also raised the issue of complaints with regards to C&S. Isla responded that the video communicating the Clubs Executives Complaints Process will provide club executives with accessible information in this area. Isla also noted that the Clubs Conference will provide further explanation on the policies of C&S.

Khanh also raised the Sponsorship Partnership Review. The Board responded that an updated Advertising, Sponsorship and Sampling policy had been approved in October 2022 and the selection of new partnerships in 2023 will be aligned to the updated policy requirements.

The Board now moved 'in camera'. The reasons to move 'in camera' are to discuss confidential tenancy, WHS, and financial matters.

### 'In Camera' Resolutions

<b>RESOLUTION</b>		<b>RB#53/22</b>
It was RESOLVED that the Board of Directors move in Camera.		
Proposed: Telita Goile	Seconded: Nick Dower	Carried

<b>RESOLUTION</b>		<b>RB#54/22</b>
It was RESOLVED that the Board of Directors approved the confidential minutes of the previous meeting.		
Proposed: Naz Sharif	Seconded: Alex Poirier	Carried

<b>RESOLUTION</b>		<b>RB#55/22</b>
It was RESOLVED that the Board of Directors approved the unbudgeted Capital Expenditure of \$45k + GST to upgrade Manning House.		
Proposed: Isla Mowbray	Seconded: Nick Dower	Carried

<b>RESOLUTION</b>		<b>RB#56/22</b>
It was RESOLVED that the Board of Directors approved the 2023 Budget.		
Proposed: Telita Goile	Seconded: Nick Dower	Carried



<b>RESOLUTION</b>		<b>RB#57/22</b>
It was RESOLVED that the Board of Directors noted and endorsed the recommendation of the 'Formalising Student Wellness Support' report, prepared by the President and subsequently endorsed by the C&S Committee.		
Proposed: Onor Nottle	Seconded: Telita Goile	Carried

**17. Next meeting of the Board of Directors**

Next meeting of the Board of Directors, Friday 24 February, 2023 (Tentative): a new schedule of proposed board meeting dates is in draft for 2023, Venue: Cullen Room, Holme Building

**18. Close of Meeting**

The meeting closed at 3.35pm.