

# PUBLIC

## BOARD OF DIRECTORS MEETING MINUTES

**HELD ON:** 29 November 2024  
**TIME:** 2.44pm to 3.30pm AEDT  
**LOCATION:** Reading Room or Online via Zoom

### BOARD OF DIRECTORS

Bryson Constable (BC)	President, Chair – joined in person
Benjamin (Ben) Hines (BH)	Vice President – apology
James Dwyer (JD)	Honorary Treasurer – apology
Julia Lim (JL)	Honorary Secretary – joined in person
Grace Porter (GP)	Director – joined in person
Grace Wallman (GW)	Director – joined in person
Sargun Saluja (SS)	Director – apology
Ethan Floyd (EF)	Director – joined in person
Georgia Zhang (GZ)	Director – apology
Phan Vu (PV)	Director – joined in person
Shirley Zhang (SZ)	Director – joined in person
David Wright (DW)	Senate-Appointed Director – joined online via zoom
Tiffany Donnelly (TD)	Senate-Appointed Director – joined in person

### USU STAFF

Michael Bromley (MB)	CEO – joined in person
Jane Coles (JC)	Director of Marketing, Membership and Communications – joined in person
Jess Reed (JR)	COO – joined in person
Michelle Tonge (MT)	CFO and Director of Corporate Services – joined in person
Sam Trodden (ST)	Director of Student Experience – joined in person
Geraldine Roffe (GR)	Asst. Board Secretary/Governance Coordinator – joined in person

**11.0 OUT OF CAMERA: MEETING ADMINISTRATION**

Honi Soit did not join this meeting.

**11.0 EX CAMERA: MEETING ADMINISTRATION**
**11.1 Public Draft Minutes of the Ordinary Board Meeting held 25 October 2024**

<b>RESOLUTION</b>		<b>RB#52/24</b>
It was RESOLVED that the Board accept the Public Minutes of the Ordinary Board Meeting held 25 October 2024.		
Proposed: EF	Seconded: SZ	Carried

There were no edits of the Draft Public Minutes and BC thanked secretariat for high level minutes.

**11.2 Review Public Action Items from Ex Camera Session Public – 25 October 2024**

There were no public action items for this meeting.

**11.3 Review Public Board Resolutions from Ex Camera Session Public – 25 October 2024**

Board to note Public Resolution approved are also listed.

**11.0 EX CAMERA: MEETING ADMINISTRATION**
**11.1 Public Draft Minutes of the Ordinary Board Meeting held 25 October 2024**
**12.0 EX CAMERA Motions and Papers**
**12.1 Risk Register and Dashboard**

Move to finance.

Balance sheet has held pretty steadily. Income for the USU portfolio investment has been unrealised by twenty one thousand dollars (\$21,000) in the last quarter but we are still up for unrealised gains by seven percent (7%). MB thanked Koda for their management of this investment.

Before next meeting in December, there will be a portfolio meeting with Koda which JD will be included in.

BC asked relation to gross margin actual versus budget for some of the outlets. Some are stable and on trend. However, the actual gross margin for HostCo and Manning look incredibly low. MB there are cyclical flows on these. MT can speak to these better. HostCo for every new individual event is a brand new negotiation. This is ancillary COGS. BC enquired on average base for Manning is sitting significantly lower than other outlets. MB advised some of the line items are different. We can get a deeper report for the next board meeting if the board would like it. MB will have a chat to Moe (who runs Manning) and revert. BC to also speak to MT on this too.

**Action Item: MB to talk to Moe regarding line items for Manning, as lower than other outlets.**

**Action Item: BC to discuss with MT on this same item.**

MB advised there is nothing really to review. If there are any questions on risk register we can field them. There were no questions.

BC asked if there were any questions. There were none.

<b>RESOLUTION</b>		<b>RB#53/24</b>
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It was RESOLVED that the Board note and accept the Finance Report for October 2024 Results.

Proposed: BC

Seconded: SZ

Carried

## 12.2 Director Training Paper

BC advised JD is an apology for the second half of the meeting today. This has been drafted by JD with consultation with the directors and want to walk the board through the steps. We want to increase the skills of the directors for specific training the board may want to undertake. For transparency sake, some directors have requested more than one item of training. Where there has been a request for more than one, JD will go back to that director for further steps.

BC asked if there were any questions. There were none.

BC approve the proposal as present by JD for training for directors.

RESOLUTION		RB#54/24
It was RESOLVED that the Board note and accept the Finance Report for October 2024 Results.		
Proposed: BC	Seconded: SZ	Carried

## 13.0 EXECUTIVE REPORTS

### 13.1 Honorary Secretary Report

JL took her report as read. Updates to the C&S Committee handbook. JL appreciated all the work by the C&S Committee. Regarding PULP, there is so much content going on. Noting to clarify PULP policies for any grey areas and better processes. Student Life grants. JL sat on that Committee and provided that detail to the C&S programs. Student Safety Conference Working Party. Directors Tracker spreadsheet.

BC move to note and accept report.

RESOLUTION		RB#55/24
It was RESOLVED that the Board note and accept the Honorary Secretary Report.		
Proposed: BC	Seconded: GW	Carried

### 13.2 Honorary Treasurer Report

In the absence of JD, BC spoke to this report and advised that we will be looking at the buffer for the 2025 budget. JD has also noted the training and the ESG strategy. BC asked if there were any questions. There were none.

<b>RESOLUTION</b>		<b>RB#56/24</b>
It was RESOLVED that the Board note and accept the Honorary Treasurer Report.		
Proposed: BC	Seconded: SZ	Carried

### 13.3 Vice President Report

BC advised BH is an apology for the second half of this meeting and on behalf of BH BC spoke to this report. Meetings with Michelle Stanhope and the Vice Chancellor to go over the CES and 2025 WF, including what USU will be doing to deliver for the start of the year. BH has completed the updates on the regulations, which will be coming to the December board meeting.

Significant work done by the Governance Committee, as part of the discussions, there will be a review of timing and cadence of these meetings.

<b>RESOLUTION</b>		<b>RB#57/24</b>
It was RESOLVED that the Board note and accept the Vice President Report.		
Proposed: BC	Seconded: SZ	Carried

### 13.4 President Report

President to hand over Chair of meeting to JL.

<b>RESOLUTION</b>		<b>RB#58/24</b>
It was RESOLVED that the President hand over the chair of the meeting to the Honorary Secretary, so President can present his report.		
Proposed: BC	Seconded: SZ	Carried

JL Chair and asked BC to present President report

BC took his report as read mentioning that under USU Working Groups one of the recommendations from Madhu in her hand over, was filling spaces on for externals on Finance, P&C and Governance Committees. BC will be approaching Directors to establish an inaugural Nominations Committee, to be composed of a SAD, as well as some other directors to complete a full skill matrix. Hopefully these appointments will be done before return in February 2025.

Chancellor Thodey (still in his onboarding process) is pushing back on BC's meeting request and has advised the first meeting will now be held in January 2025 but still.

BC also had a recent conversation with Luke McKay with student union in Mackay. Number of insights for service provision of students to collaborate. BC to ask Luke to coordinate for next year.

**Action Item: Regarding student collaboration with other student unions, BC to connect with Luke Mackay on this early 2025.**

BC also advised for second year directors, all welcome events and any campus activities in 2025, there will be opportunities for these directors to speak at various events.

**Action Item: Regarding second year directors, all welcome events and any campus activities in 2025, there will be opportunities for these directors to speak at various events.**

EF commented in UI mtgs. Has BC had a chance to canvas directly with UI re renaming the Wentworth building. BC has mentioned to Joanne Wright. Without the Wentworth building not being renovating, it is probably at the bottom of the UI priorities, however, will keep raising with them, Joanne is not opposed to it. In the meantime, we should develop a naming policy for level 6 meeting room.

MB – what if we were to create a sub-name for the Wentworth building, what USU controls within Wentworth. For example, Joe’s mall at the Wentworth building. Without impacting on the actual building rights.

EF – doesn’t think and doesn’t accept the notion that demolition has to be the linchpin for this. It also fits into the RAP, its counter productive and constantly framing the naming of the building due to the renovation which keeps getting pushed back. Informal renaming of the building.

EF asked BC what the delegation of the naming of the building is. BC advised the building is owned by the university and the authority to name it sits with the university. USU has not owned the building since 2006-2007. We just need to get this done.

EF asked if this could be a red line to the university.

BC – we also need to canvas whether our members want to rename the building, as well as what the USU policy will be.

MB – we need to come up with a naming policy.

EF – wants to get started on naming the level 6 meeting room, its been canvassed by previous boards. Does BC want a student referendum.

BC advised we should ask our members and consulting very widely, not just from a RAP lense. We can look to leverage.

GW commented in terms of the larger student perspective. In terms of naming policy it’s important to sub groups of the community particularly the first nations people regarding who Wentworth was. We need to be as inclusive as we can be.

Agrees with MB on strategy to take to university, it could be something we could take to the university (with the finalisation of the RAP) we should put this forward to the university in the discussion. Students care about this stuff.

BC advised there was something specifically in the RAP on this one. It would be good for EF for him to schedule with MB,BC and any other director regarding the naming policy (GW) would be involved and kick this meeting off.

JD advised the Senate is the only ones who can name university assets. But can put together a submission to the Senate.

**Action Item: Regarding naming of the Wentworth building, as well as meeting rooms throughout USU buildings, we should canvass USU members widely on establishment of a naming policy. EF to organise a kickoff meeting with BC, EF, GP and MB, plus any other interested director.**

<b>RESOLUTION</b>		<b>RB#59/24</b>
It was RESOLVED that the Board note and accept the President Report.		
Proposed: JL	Seconded: SZ	Carried

<b>RESOLUTION</b>		<b>RB#60/24</b>
It was RESOLVED that the Honorary Secretary hand the chair of the meeting back to the President.		
Proposed: JL	Seconded: SZ	Carried

#### 14. Verbal Portfolio Reports

BC invited the Portfolio holder updates and to keep update relevant to the USU. GZ given she is in a different time zone and does not have much to report on. Thanked GP on her input to Safety Conference.

GP talked to the Student Safety Conference and has sent an email to the extraordinary SCAG meeting to increase accountability and transparency and wants to strategically focus on executing on this. Wants everyone on board to reach out to networks, particularly at University of Sydney, a great event to go to. GP has had really good engagement on Fb. Please proliferate.

SZ spoke to her portfolio and advised she had attended a NSW Government meeting. BC thanked SZ for her advocacy in this space.

EF spoke to the disability portfolio, mentioning the Draft DIAP will be shared with board in December. Had very productive meeting with Emma from twenty percent (20%) who has been leading consultation in DIAP.

EthnoCultural standpoint attended last Friday's Governance Committee meeting. Proposed the first Nation Portfolio at this meeting. Was problematic from the outset, as does not want to combine this with the EthnoCultural portfolio. EF is fielding enquiries from students, there has been an incident.

EF then spoke to the Queer portfolio and advised there is exciting news. EF has been asked to sit on the Premier LGBT committee. Working with the university on the development of the diversity and gender policy.

EF followed by mentioning the Glitter Gala dinner and his disappointment with being the only board director who attended on a table of twelve. Reminder to all directors to attend and engage on all USU events. EF had a debrief with the staff afterwards. GP also wanted to acknowledge the absence of the USU directors at this event. GP expressed her apologies to staff who organised the Glitter Gala and stated she was out of the loop. Would be nice as a board to go to these things together. Not a knock on Bryson.

MB suggested we should add upcoming events to the board agenda every month.

EF continued on to ask now JR has left the business, there are some gaps in some of the answers EF is now seeking. MB advised to send all queries, outstanding items to him directly. BC congratulated EF on his selection on the Premier committee.

BC provided an update on behalf of SS. The ESG interviews are progressing and we are now at the stage of receiving invites from ThinkImpact.

BC asked any other portfolio holders. There were none.

**15. Other Business**

**Hodgkinson Report Item.**

BC asked directors to note, the discussion on this will be next Friday 6 December 2024 at 3pm.

**16. OPEN QUESTION TIME**

Open question time. As Honi Soit was not in attendance at this meeting, there were no questions.

**17.0 NEXT MEETING AND CLOSE**

The next USU Board meeting will be held Friday 13 December 2024 between 1-3.30pm AEDT.

There being no further business, the meeting closed at 3.31pm.

**18. FEEDBACK FORM**

The Chair advised there is a feedback form in Our Cat Herder (OCH) on how Board Meetings and the current President are performing. BC encouraged as many Directors as possible to provide their feedback via the completion of this form. This item will be a standing item moving forward.