



## PUBLIC

### CONFIRMED Board MINUTES of The University of Sydney Union held Cullen room at 1.00PM on Friday 28 October 2022

#### PRESENT

|   |   |
|---|---|
| Alexander Poirier (Director)                | Madhillikaa Singh (Director)                  |
| Alyssa White (Senate-Appointed Director)    | Naz Sharifi (Director)                        |
| Cole Scott-Curwood (President, Director)    | Nicholas Dower (Director)                     |
| David Wright (Senate-Appointed Director)    | Onor Nottle (Director)                        |
| David Zhu (Hon. Treasury, Director)         | Prue Wilkins-Wheat (Immediate Past President) |
| Du (Yining) Du (Director) (via Zoom)        | Telita Goile (Vice President, Director)       |
| Isla Mowbray (Honorary Secretary, Director) |   |

#### IN ATTENDANCE

Andrew Mills (CEO)  
Rebecca Sahni (Director Finance)  
Ruth Altman (Director P&C)  
Carole McElligott (Asst. Board Secretary/Governance Coordinator)  
Guest: John Daly, WHS Consultant (from 2.50pm)

#### **1. Opening**

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

The meeting opened 1:13pm.  
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 (departed: 4.00pm), David Zhu (departed: 3.45pm), Isla Mowbray, David Wright, Nicolas Dower, Naz Sharifi (departed 4.00pm), Alexander Poirier, Madhullikaa Singh, Onor Nottle, Prue Wilkins-Wheat (departed: 3.40pm), Alyssa White (departed: 3.31pm)

**Via Zoom:** Du (Yining) Du (departed: 3.30pm)

**Apologies:** Nicolas Comino

**Absent:** Nil

## 2. Meeting Administration

### 2.1 Minutes from Prior Meetings

Name of 'directors' in GovernRight has been amended to reflect updated roles. Minutes need to reflect Onor's attendance at the previous board meeting on 23 September 2022.

#### RESOLUTION

|  |                        |                 |
|--|------------------------|-----------------|
| <b>RESOLUTION</b>  |                        | <b>RB#45/22</b> |
| It was RESOLVED that the Public Minutes of Board meeting held on 23 September be accepted as an accurate record. |                        |                 |
| Proposed: Alexander Poirier  | Seconded: Telita Goile | Carried         |

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

Cole advised that the polices in 10.2 would be addressed in Section 9.4 – President's Report.

### 2.3 Motions on Notice

Nil

### 2.4 Endorsement of Circular Resolutions

Nil

### 2.5 Conflicts of Interest

Naz Sharifi – Sydney University Law Society – President of SULS, effective 1 December 2022

Alexander Poirier – President of CSA

Alyssa White – President, Association of Australian University Secretaries

## 3. CEO Report

### 3.1 CEO Report

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

The Board further noted:

1. Governance and Risk Management – There was one case of COVID Omicron from 1 Sept to date and 2 WHS reportable cases, (minor to medium category). Additionally, a possum dislodged a kitchen ceiling panel, but no injury was incurred. KODA was close to finalising its handover from Morgans as new Investment Manager. The Finance ERP System implementation is on schedule with an ETA of 1 January 2023.
2. Business Systems: Projects Updates: Sept/Oct - CCTV replacement project is on track. The Job Tracking Solution for USU Marcoms is underway to better track and manage the departments workflow is underway.

3. Recent government changes impacting USU – COVID – end of \$700/week support payment to workers and no mandatory isolation period. SafeWork NSW – new Model Code of Practice for managing psychosocial hazards at work. Eff 1 Oct 2022.
4. Federal Budget 2023; Highlights included change in maternity leave provisions from 18wks to 26wks by 2026 and increased childcare subsidy gives parents more flexibility.
5. ASIC have identified the following three priorities:
  - Directors failing to identify and manage risk attaching to a company’s business activities
  - Cyber governance and resilience failures
  - Misconduct resulting in corporate collapse.
6. Cyber Security. Cyber breaches may lead to tougher penalties of up to \$2.2 for serious or repeated breaches.
7. Cost of living: interest rates. Quarterly CPI set to increase further, and mortgage stress and rental squeeze will further create reduced cash flow. David Wright asked if USU’s budget for 2023 would be affected. Andrew Mills responded that all USU staff had received 4.6 CPI increase as recommended by Fair Work and we’ve budgeted an increase for July 23. Onor raised the issue of pricing at the USU outlets. Andrew noted that where possible current pricing will be maintained and include budget buster items.

#### **4 GROWTH**

Noted

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

The Board noted that the USU Membership Rewards Program had a low uptake. Andrew advised that a review by HODs was in progress and a report will be presented to the board in due course

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

Noted

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

Noted

The Board further noted:

- Successful SSAF base uplifts which totaled \$705k. This amount included Someday Soon: \$270k p.a., and PULP \$140k p.a.
- Onor asked for feedback on the applications for SSAF base uplifts. Andrew responded that the applications received positive feedback and that the CPI increase had benefited all student bodies who had submitted applications.
- The Outlets financial result for September was below projection, however, October was tracking better due to *Someday Soon* and the graduations. The student attendance was not at 100% due to some 10,000 offshore students and Australian students not returning to campus, (number not provided by the UNI). The University is expecting full student attendance from the middle of 2023.
- Freshdesk Dashboard metrics: 210 tickets were raised. 43% were in progress and 44% were closed.

- A short video was presented of *Someday Soon*. *Someday Soon* achieved around 2,800 ticket sales, half of whom were students and half were external attendees. This will become an annual event and included in the Annual SSAF Base. A promotion video, individual posts from the artists and the website launched on 15 July 2022 on Instagram promoted the event, as well as event media which attracted an older external audience. The SSAF covered the artists fees and USU picked up the balance. A full debrief report will be provided soon.
- The board noted that PULP was so far promoted through all media channels. The Student Insights Survey had received 1200 responses so far. The full result would be advised at the next board meeting. Battle of the Bands was not widely promoted externally. The Monthly Membership Summary was ahead of budget. Membership spikes were due to the large musical events.
- In the P&C Headlines that 44 casuals and 7 permanent roles were live. More roles were likely with the arrival of Welcome Fest.
- In the WHS Incident Data for the period 16 September - 21 October two incidents were reported. The P&C celebrated Mental Health week with initiatives, including massages for staff and a guest Paralympian spoke at an all-staff morning tea. Recruitment is back to a more manageable level.
- Staff had provided suggestions for revitalising the Footbridge Café. Students will be surveyed for their suggestions. If the bakery suggestion is adopted, then the left-over bread could go to FoodHub for needy students.
- Andrew, Cole and several USU managers visited Satellite Campuses including Westmead, Dubbo and Orange to learn what students want and how USU may help them. Both Dubbo and Orange supported rural health studies. Student concerns included housing off campus, food security and off-campus safety, (Dubbo after dark).
- Coming up events included Fright Night and 2-3 weekly gigs hosted at the Manning Bar.

Board comments from CEO Report.

Telita commented on rental concerns for international students. Andrew advised FoodHub provided essentials as well as food and continued to receive donations. It was agreed that safety on the satellite campuses was an issue. Cole suggested setting up a referral process for outreach services.

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

| #     | Action  | Due Date   | Responsible  |
|-------|---|------------|--------------|
| 03705 | It was agreed that the status of current operational reviews, initiated by the Board be advised at the next board meeting | 25/11/2022 | Andrew Mills |

## **5 CHANGE**

Noted

5.1. 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.

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

5.3 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)

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

5.5. 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).

## 6 RISK

The Board **NOTED** that business continuity plans were underway by HODs.

6.1. CG1. Corporate Governance (:CG1. Corporate Governance)

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

6.3 F2. Balance Sheet (: F2. Balance Sheet)

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

6.5. M1 Marketing (: M1. Marketing)

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

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

6.8. PC3. Engaged staff (: PC3. Engaged staff)

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

6.10. SD2. Student Programs (:SD2. Student Programs)

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

| #     | Action  | Due Date   | Responsible |
|-------|---|------------|-------------|
| 03706 | Cole noted need to improve food allergen/dietary labelling at USU outlets | 25/11/2022 | Jess Reed   |

## 7 Actions Arising from Previous Meetings

| #   | Action                                      | Due Date   | Responsible  | Comments from this meeting  | Status |
|---|---|------------|--------------|-----------------------------|--------|
| <b><u>Action Arising from 26 Aug 2022</u></b> |   |            |              |                             |        |
| 03480   | Confidential action register to be created. | 23/09/2022 | Andrew Mills | in process with GovernRight | Open   |

|       |  |  |            |           |  |      |
|-------|--|--|------------|-----------|--|------|
| 03481 | Management to investigate detailed and consistent labelling for food at USU outlets. |  | 29/10/2022 | Jess Reed | Commercial Ops investigating labelling options | Open |
|-------|--|--|------------|-----------|--|------|

## 8 Finance Reports

Noted.

### 8.1 Board Finance Report

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

The Board noted that the operating contribution of \$272,000 for September above budget. SSAF residual and contestable funding being brought into account as projects progress. Cash flow is very strong at \$8.5 million. \$2.5 million has been moved to the operating account from the term deposit account. A new investment manager is in the process of handover documentation and the investment strategy will be reviewed.

### 8.2 USU Compliance Report

### 8.3 Finance Dashboard

## 9 Exec reports

### 9.1 Report of the Hon Secretary

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

Isla highlighted the success of Someday Soon. A debrief of both Someday Soon and Battle of the Bands will be held on 31 October. Isla noted the inaugural Clubs conference in 2023. Its purpose is to upskill club executives and will include finance and mental health topics. Isla noted that USU provided a statement of solidarity for the support of women's rights in Iran.

### 9.2 Report of the Hon. Treasurer

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

David highlighted that the first draft of the budget was careful and flexible to manage future situations. It was noted that further discussion of budget was 'in camera'. The list of the appointees for the Debates Committee was ratified.

It was **AGREED**.

#### 9.2.1 Motion on Notice

|  |                      |                 |
|--|----------------------|-----------------|
| <b>RESOLUTION</b>  |                      | <b>RB#46/22</b> |
| It was RESOLVED that   |                      |                 |
| <ul style="list-style-type: none"> <li>a) the list of appointees is appointed to the Debates Committee in 2023.</li> <li>b) Ratify changes to The Debating Regulations from the Debates Committee</li> </ul> |                      |                 |
| Proposed: Onor Nottle  | Seconded: Nick Dower | Carried         |

### 9.3 Report of Vice President

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

#### It was AGREED

Prudence noted the previous Board's resolution the requirement for a disability review and action plan to ensure an inclusive study and event environment for students with disabilities.

Alex noted his meetings with various disability groups, SRC and SUPRA.

#### Actions Arising from This Meeting

| #     | Action  | Due Date   | Responsible        |
|-------|---|------------|--------------------|
| 03707 | Cole to add to the Agenda for the next Executive Committee. | 25/11/2022 | Cole Scott-Curwood |

### 9.4 Report of the President

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

Cole highlighted the following:

- Launch of new programs and initiatives.
- All USU bathrooms included sanitary products which will be permanently funded.
- Cole will report on the Satellite campus tours once all tours have been completed.

9.4.1 USU Bullying-Harassment-Discrimination Policy (Student Groups)

9.4.2 USU Affiliated Student Groups Code of Conduct

9.4.3 USU Complaints and Discipline Procedure (Student Groups)

9.4.4 USU Sexual Misconduct and Sexual Harassment Policy

9.4.5 Advertising, Sponsorship and Sampling Policy

The Board discussed the amendments to the Advertising, Sponsorship and Sampling Policy. This follows a review the Board resolved to undertake in April and subsequent work. The amendments codify that advertising, promotion or sponsorship for activities or events will not be accepted from several types of organisations and companies. It was discussed that organisations with a record of exploitation rather than specifically a record of wage exploitation should be excluded. This broadens the scope of exclusion in line with the USU's values.

| RESOLUTION  | RB#47/22              |
|---|-----------------------|
| It was RESOLVED that the above policies be approved with their current amendments, plus removing the word "WAGE" from the Advertising, Sponsorship and Sampling policy. |                       |
| Proposed: Telita Goile  | Seconded: Onor Nottle |
| Carried   |                       |

## **10.1 Reports of Portfolio Holders**

Naz reported on the survey with regards to the Ethnocultural room renovations.

Alex reported on his discussions across the university on disability awareness and Queer portfolios to create support and events for these groups.

## **11 Open Question Time**

Khan from Hon Soit, (student media), asked questions on the future use of the Cereal Lab and adjoining outdoor area. Cole noted the student survey will inform our plans. Khan asked about the scope of the disability and inclusivity review. Cole highlighted the need for wider consultation on the Uni's proposed disability review. It was noted that student representatives are included in this consultation and USU's role is to amplify student concerns and advocate for change. The executive committee will action this review and report back to the board. Khan asked about USU plans for data protection. Cole highlighted USU considered data protection as a very important matter to USU, and we are protected under the Uni's cyber policy.

## **16 Next meeting of the Board of Directors**

1-3pm on Friday 25 November 2022, in the Cullen Room.

## **17 Close of Meeting**

The meeting closed at 4.20pm.