

Public

Board Meeting Minutes

Meeting held: 28 February 2025

Time: 1-3.30pm

Location: Cullen Room and via Zoom

Committee members	Position	Attendance
Bryson Constable (BC)	Chair and President	Present – joined in person
Ben Hines (BH)	Vice President	Present – would be joining late. Joined online via zoom at 1.53pm
Simone Whetton (SW)	Returning Officer	Present – joined online via zoom for Items 12.1 and left meeting at 1.27pm
James Dwyer (JD)	Honorary Treasurer	Present – joined in person
Julia Lim (JL)	Honorary Secretary	Apology – provided her proxy to BH
Grace Porter (GP)	Director	Absent
Grace Wallman (GW)	Director	Apology – no proxy received
Sargun Saluja (SS)	Director	Present – joined in person
Ethan Floyd (EF)	Director	Present – joined in person
Georgia Zhang (GZ)	Director	Present – joined in person
Phan Vu (PV)	Director	Present – joined online & provided proxy to BH
Shirley Zhang (SZ)	Director	Present – joined in person
Michael Bromley (MB)	Senate Appointed Director	Present – joined in person
Tiffany Donnelly (TD)	Senate Appointed Director	Present – joined in person
USU Staff	Position	In Attendance
Janina Jancu (JJ)	CEO (Ex Officio)	Present – joined in person
Jane Coles (JC)	Director of Marketing, Membership & Communications	Present – joined in person
Michelle Tonge (MT)	CFO/ Director of Corporate Services	Present – joined in person
Sam Trodden (ST)	Director of Student Experience	Present – joined in person
Geraldine Roffe (GR)	Secretariat/Governance	Present – joined in person

1. Zoom link to join this meeting

2. Attendance

3. Opening and Acknowledgement of Country

The meeting opened at 1.06pm.

3.1 Apologies and Leave of Absence

JL, GW and PV were all apologies for this meeting.

The Chair advised given SW is attending, we would jump to Item 12.1 the voting of the new portfolio holders and would hand over the election voting to SW. BC noted student media are not in attendance and advised we can notify them after this during the ex-camera and public session of this meeting.

12.0 Matters for Decision and Confidential Motions on Notice

12.1 Election of new Portfolio Holders

12.1.1 Election of new Ethnocultural Portfolio Holder

SW asked for nominations for this role. There was one. PV.

EF nominated PV.

Seconded by GZ.

PV accepted the nomination.

SW advised if there were no objections, PV nominated and accepted as the new Ethnocultural Portfolio holder.

12.1.2 Election of Colleges/Residential Accommodation Portfolio Holder

SW asked for nominations for this role. There was one. GZ.

BC nominated GZ.

Seconded by JD.

GZ accepted the nomination and spoke to her previous residential at the college.

SW advised if there were no objections, GZ nominated and accepted as the new Colleges/Residential Accommodation Portfolio holder.

12.1.3 Election of Equity Portfolio Holder

SW asked for nominations for this role. There was one. SS.

SS self-nominated.

Seconded by BC.

SS accepted the nomination and spoke to the position, believing the equity portfolio speaks to students who need assistance including financial support and will receive it.

SW advised if there were no objections, SS nominated and accepted as the new Equity Portfolio holder.

12.1.4 Election of First Nations Portfolio Holder

SW asked for nominations for this role. There was one. EF.

BC nominated EF.

Seconded by GZ.

EF accepted the nomination.

SW advised if there were no objections, EF nominated and accepted as the new First Nations Portfolio holder.

Having fulfilled her duties for Item 12.1, the Chair thanked SW for her assistance and SW left the meeting at 1.27pm.

BC congratulated all of the new portfolio holders.

The Chair advised the meeting would return to the earlier items and went to Item 4.0

4. Disclosure of Conflicts of Interest

BC thanked the directors for updating this register and asked if there were any recent disclosures. GZ advised she is a member of the SydUni Law Society (same as JL). JD advised he has not updated his conflicts, however, has no material changes. BC asked if JD could do this asap.

This register can now be found in OCH, under ‘Documents/USU Board Disclosure of Interest Register’ and can be found here: [Our Documents - Our Cat Herder](#).

The Chair advised the meeting would now move into In Camera and reminded everyone of the strict confidentiality of the board and is disclosed in this room stays in this room.

Honi Soit joined the public session of the board meeting at 2.40pm.

11 Ex Camera Meeting Administration

11.1 Minutes of last meeting

There were no changes to the previous public minutes of the board meeting held on 13 December 2024.

RESOLUTION		BMR#1/25
It was RESOLVED that Board approves the previous public minutes of the board meeting held 13 December 2024.		
Proposed: EF	Seconded: SS	Carried

11.2 Action Items from Public Board Meeting held 13 December 2024

- See Actions Items register.
- BC has begun to collaborate with the other student unions and bring them in ARC and activate and be getting along very soon. BC thanked JD for intro of students.
- BC thanked for the Welcome program and great engagement across all areas.
- Incorporation and results are on the website. The legal advice from G+T has been shared. Decided to have 1:1 meetings with everyone and share with Governance Committee.

Action Items: Baseline items will go to Finance Committee for review.

11.3 Resolution from Public Board Meeting held 13 December 2024

BC thanked secretariat for the good record keeping.

12 Ex Camera Matters for Decision and Motions on Notice

12.1 Election of New Portfolio Holders

The Chair advised for the benefit of Honi Soit, the board have elected four (4) new portfolio holders and BC talked to those new portfolio holders.

12.2 Appointment of Senate Appointed Directors (SAD) to Committees and

12.3 Proposed appointments USU Committees and necessary Regulations Amendments

- The Chair advised the USU Regulations will need to be amended to appoint SADs to USU Committees, as per the following wording:
Amend the wording of ‘Executive’ to ‘Executive Committee’ along with the CEO and we need to align this to amend this reference in the Regulations.
- EF enquired as to allowance of up to two (2) SAD positions. This could affect the balance of student representative and allows for the university (via the SADs). BH responded and advised the wording is vague and may not be a serious concern. BC advised we can amend ‘to allow up to two (2) SAD positions’.

- MB then enquired with a quick question on Regulation 5.3c, which allows four (4) external members to sit on that committee. BC advised that previously DW's appointment slipped through the gap. Good callout and has been used incorrectly in the past and will be amended to reflect this.
- For the motions on notice, this item addresses the following:
 - Appoint TD and MB to USU Governance Committee.
 - Appoint TD to USU People & Culture (P&C) Committee.
 - Appoint MB to USU Finance Committee.
- There were no other comments on this item.

Action Items: For Regulation 5.3c, which allows four (4) external members to sit on that committee to be amended to reflect just two (2) SADs.

RESOLUTION		BMR#2/25
It was RESOLVED that Board approves the amendments to the USU Regulations.		
Proposed: BC	Seconded: SS	Carried

12.4 Electoral Regulation Changes

- The Chair advised the Electoral Committee raised a number of matters in August 2024 and there have been amendments to the Regulations as a result. Allow Honi to conduct interviews in embargo, the 2025 calendar has been amended to fit in with this. Stricter penalties for candidates who do not comply with the electoral rules. Spending of election budget will always be at market price. English translation will only be required for written material or official content. Handing out flyers will apply so that candidates cannot hand out flyers without wearing a USU shirt and cannot hand out USU material whilst wearing candidate t-shirt.
- BH advised regarding the ESL voters and thinks this is a good middle ground and does not want to be obstinate but flagged wearing a USU shirt should not be a requirement, as some candidates may not want to put cap on t-shirt wearing. Might be prohibitive on people campaigning without wanting to wear a t-shirt.
- BC thanked BH for his comments. BC advised we should think how many t-shirts we do order. Those concerns are less of a concern with the benefit of more accountability. It might not be every candidate's thing to wear a bright t-shirt and by increasing visibility is where the committee got to for the benefits of wearing t-shirts, which outweighed the cons of not wearing a t-shirt.
- SS then went on to comment 'residential camp sites' and violations on this one. BC advised this would be the reason why we should have this second part of the point.
- BH disagrees with this approach if you want to campaign at residential colleges with a bright t-shirt on which increases your visibility, a lot of people find this annoying. Does not think we will get any benefit in this space.
- Striking out the second half of Item 6 regarding the handing out of flyers.

RESOLUTION		BMR#3/25
It was RESOLVED that Board approves the amendments to the USU Regulations for the Electoral items for the upcoming 2025 USU Elections.		
Proposed: BC	Seconded: BH	Carried

Action Items: Regarding the changes to the Regulations and the striking out of the second half of Item 6. BH remit back to the Electoral Committee to determine a way to solve this problem.

13 Elections 2025

The calendar was spoken to briefly.

14 Finance and Risk Register

- MT took her report as read and highlighted the full year results for 2024, where there was a surplus for the year of three hundred and fifty thousand dollars (\$350,000) just above the budgeted surplus for the year.
- External auditors on site this week auditing 2024 results. Will have outcome results to March 2024 board meeting.
- January results were strong results versus budget.
- Manning Bar had a great January.
- Revenue and surplus for the month were key callouts for January by Moe and his team.
- MT advised for all board meetings moving forward, there will be changes in operations numbers to reflect on budgeted sales and gross margins for the outlets. There will be reflections and insights for management and will fall into reforecasting end of March, then presented to board at end of April.
- GZ commented Manning was amazing and can we translate this to other outlets. Should the outlets moving forward for December be slower, then an upturn for a better January. MT advised it was different utilisation of those other outlets and there has been a concerted effort to utilise the space in December and January. There are probably some anomalies that happened this year, but we can take a look at the trends.
- EF commented there are some black space weaknesses in Manning.
- BC further commented the Manning results in January outweighed the lower levels in December.

Action Items: Regarding the auditors, MT will have the results and outcomes to present to the March board meeting.

Action Items: Regarding the Manning outlet. JJ will take this on notice and revert back at March board meeting.

- BH left the meeting at 3.09pm and re-entered at 3.12pm.
- MB – one on HostCo – Dec ahead on sales on budget but below on margin. Jan behind on sales and margin. What was the big budget dip, as understood we had consistent dollars coming in there. MT advised December there was a dip relating to later invoices being generated. January was affected because of significantly lower sales. MT advised finance are reforecasting for HostCo we should be overlaying that pipeline and have a clear trajectory on what their bookings are for next three to six (3 to 6) months. JJ advised one (1) salesperson down in HostCo and this may come through in sales in coming months.
- BC asked if we have filled that resource. JJ advised that resource is coming back in March so not worth backfilling.
- BC noted this report, noting the contestable funding page in the finance report. Waiting to see Census state with automatic funding (not required to go to SSAF funding) and thanked MT.

15 Executive Reports

15.1 Honorary Secretary Report

- The Honorary Secretary was an apology for this meeting.

15.2 Honorary Treasurers Report

- The Honorary Treasurer took his report as read and advised MT covered all the big items in her finance report.
- BC thanked JD on work he did with MT on the director training and believes directors have been upskilled.

15.3 Vice President Report

- The Vice President took his report as read and advised Value to members. A lot of success forward already covered. Take committee items as read. Thanked everyone for WF. Welcomed JJ as new CEO. Noted in his report MB is now a SAD with no positive or negative comments.
- BH advised the directors, for those who are Chairs of Committees, we need reports that go to the VP on your committee, so that VP can put together recommendations at end of year.
- BC asked if there were any questions and thanked BH for his work.

RESOLUTION		BMR#4/25
It was RESOLVED that Chair hand over the Chair to the Vice President, so the President can present his report to the Board.		
Proposed: BH	Seconded: SZ	Carried

15.4 President Report

- The President took his report as read and advised his report was a large report this month. Callout main things. UCL delegation over to meet and chat with them on university partnerships. That relationship is an incredible one and will keep in contact with them. A number of collaborative meetings with other student representatives e.g. SRC Textbook Project. Thanked PV and GP on this item. Sam Listen from Foodbank to discuss FoodHub partnerships. JL was not able to deliver her report and JL is working on a new club matrix for new club applications which will streamline the process for applicants which were over fifty (50) clubs in 2024.
- BC will take the rest of the report as read. Big thanks to the Heads of Departments and JJ, as it was the best WF and can improve on this further in Semester 2, as well as in future years. We are engaging our members well and our student programs too.
- BH advised discussions with SRC on textbook scheme, has reached out to Jacqui E or Jane which was SSAF funded too. BC trying to engage the clubs on textbook equity and could centralise in a central location. On a number of projects, we are looking at engaging first year directors, with second year directors and ramp up that engagement in five (5) months with this board. If there are projects you want to join, please advise.
- BH noted this report and thanked BC for his report.

RESOLUTION		BMR#5/25
It was RESOLVED that Chair hand back the President for the remaining part of the meeting.		
Proposed: BH	Seconded: MB	Carried

16 **Verbal Portfolio Updates**

- EF asked JJ to provide an update on the sanitary provisions on campus.
- JJ advised in the buildings operated by USU Holme, Manning and Wentworth there are fifty one (51) bathrooms across these buildings. Since 2021 this initiative has been successful where there has been fifty five thousand (55,000) pad and forty five thousand (45,000) tampons distributed across the campus. We do not operate in other areas of the university, and USU are responsible for and we are looking at upgrading the rooms in Pulp, Queer and the Womens spaces in Manning and looking at replenishment of our own dispensers and talked to the cleaners on keeping dispensers full. Dubbo and Camden packages have been sent to those campuses. Also looking at Conservatorium of Music package, as well as the Gadigal and ABOR&TS spaces. We are looking at rolling out in other areas. There is some agitation and interest in reinvigorating that further this year. The USU would be supportive of greater sanitary from an equity point of view.
- EF thanked JJ for this comprehensive update.
- GZ commented it was great to have the sanitary pad item and looking forward to more collaborating with uni further.
- *Queer Portfolio*: Regular updates with student life meetings. The university policies and nebulae ideas. The sanitary item may be useful for student life as well.
- *EthnoCultural Portfolio*: Last report for EF. Supportive of PV taking this role forward for next two to three (2 to 3) months.
- *First Nations Portfolio*: Part of the RAP. Still recruiting for a RAP coordinator to take this forward.
- *Disabilities Portfolio*: Accessibility. Good feedback on how we have approached accessibility for WF. Flashpoint for quiet hour and put good framework in place.
- We have farewelled Khanh Tran, the former Disability Portfolio holder, SRC and DIAP and Honi Editor. They have worked in USU implementation with ST on RAP. The loss will be felt across the USU. EF speaking with

SRC to arrange something in Khanh's memory and will provide an update on this. Advent of renaming disability space in Khanh's honour.

- BC thanked EF and advised this is definitely something to look at.

RESOLUTION		BMR#6/25
It was RESOLVED that Chair recommend to the board, the meeting to be extended by an additional ten minutes.		
Proposed: BC	Seconded: BH	Carried

- BC asked if SS could be added to the Future Foods meeting on Monday.
- *International Portfolio*: SZ advised there is an upcoming event next Wednesday covering empowering student voices. SZ will be speaking at this event. Invites board directors to this event. International SRC last year. Regular monthly meeting and will update. Concessional card for international students through Supra.

17 Open Question Time

- The Chair asked if Honi had any questions they would like to ask.
- Honi asked if there were any WF callouts.
- BC advised the amount of clubs and sponsors we were able to engage on the offerings, including the breadth of the space resulted in a more engaged audience and a lot more of the campus space being utilised.
- There were approximately one hundred and eighty five (185) clubs and societies who attended WF, with over seventy (70) sponsors also in attendance.
- Honi advised regarding Kahn Tran it would be good for Honi to speak to this item too.

There being no further business for this meeting. Meeting closed at 3.37pm.

18 Next meeting and Close

The next meeting will be held on Friday 28 March 2025: 1-3.30pm AEDT