

# Public

## Board Meeting

### Minutes

**Meeting held:** 24 April 2025

**Time:** 1pm -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 – online                     |
| James Dwyer (JD)        | Honorary Treasurer        | Present – joined in person           |
| Julia Lim (JL)          | Honorary Secretary        | Present – joined in person           |
| Grace Porter (GP)       | Director                  | Present – joined online              |
| Grace Wallman (GW)      | Director                  | Present – joined online              |
| Sargun Saluja (SS)      | Director                  | Apology                              |
| Ethan Floyd (EF)        | Director                  | Present – joined in person           |
| Georgia Zhang (GZ)      | Director                  | Present – joined in person           |
| Phan Vu (PV)            | Director                  | Present – joined in person           |
| 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 (in part) |
| Janet Chapoterera (JCh) | Governance Officer        | Present – joined in person           |
| Guests                  | Position                  | Attendance                           |
| Kuda Manyumwa           | Auditor - Manager         | Present Online – In Part             |
| John Gavljak            | Auditor - Partner         | Invited - Apology                    |

Honi Soit joined the public session of the board meeting at 3.27pm.

## 11 Ex Camera Meeting Administration

### 11.1 Minutes of last meeting

To change the reference of Khanh's name to reflect the correct spelling of Khanh on minutes and to include the SRC portfolio for Khanh. Once amended, the previous public minutes of the board meeting held on 28 February 2025 will be approved.

| RESOLUTION                                                                                                                                                                                                                                                                 |              | BMR#7/25 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|----------|
| It was RESOLVED that the change to the reference of Khanh's name to reflect the correct spelling of Khanh in minutes and to include the SRC portfolio for Khanh. Once amended, the previous public minutes of the board meeting held on 28 February 2025 will be approved. |              |          |
| Proposed: PV                                                                                                                                                                                                                                                               | Seconded: JD | Carried  |

### 11.2 Action Items from Public Board Meeting held 28 February 2025

See Actions Items register.

**Action Items: GR to change the circular resolutions approval to sit in the public session.**

### 11.3 Resolution from Public Board Meeting held 28 February 2025

BC thanked the secretariat for the excellent record keeping.

## 12 Finance and Risk Register

MT took her report as read and advised the February numbers were slightly under budget.

- When budget was prepared and approved by board in October 2024, uni had not released their semester calendar. Uni released its calendar and as a result there was a shortfall in Feb only. MB asked what shortfall was there. Net impact was smaller. We had some unrealised losses (due to market movement) in investment portfolio.  
Early indicators for March are strong which is a good.
  - MB asked what was the shortfall. MT advised it was one hundred thousand dollars (\$100,000).
  - EF asked for more clarity. Most members of the board got a message from Honi Soit regarding 8% price increase. If we were in a position to comment for Honi and seeking clarify on decision making process.
  - BC – we had anticipated the need for a price increase due to inflation but the aim was not to affect members. Prices were increased (not bars) for 8% in January this year. In bars they are automatically increased from 5-12. Members got a 5% discount on most products. Rewards got a 14% on most products. Non-members absorbed the full 8% increase. USU hadn't raised its prices since 2019, given Covid-19 period.
  - Somewhat untenable to keep pricing levels where they were. The increase was absorbed by non-members.
  - EF – do we have any appetite when we'll be moderating prices on the shortfall. BC is engaging with GZ on this and F&B strategy on campus. Once we have the roadmap we'll be in a better position to judge.
  - EF asked what the timeline.
  - JJ as per earlier advice. May could be a possibility but will keep the board updated.
  - GP members; non-members and rewards pricing.
  - GP when you are buying something from a café and you're a member of the USU (do you scan the membership code). Do we know what the uptake of this is.
  - If you do not scan, do we know the number of members who are taking advantage of this.
  - JC advised we can do some work on this. JC cannot report on what members are not scanning codes.

- **Action Item: JC advised we can do some work on this. JC cannot report on what members are not scanning codes.**
- BC advised this is why we are doing work on the digital capability. Prices are listed side by side.
- GW – spends a bit of time at the outlets and doesn't see many people scan any code and is this a communication issue or better communicated.
- GW regarding the food and beverage strategy. Could there be any others included in this.
- BC advised he put out a notification to directors on projects.
- GZ – another perspective. All her friends don't want to scan their codes. Doesn't know if this factors into what GW was saying.
- BC – accessibility and longer term item. Thanked GZ for raising this.
- BC thanked MT for her report.

### 13 Executive Reports

#### 13.1 Honorary Secretary Report

- The Honorary Secretary JL took her report as read and then spoke to her report. The PULP, C&S applications and C&S support which can provide. USU Gala w/party is now meeting fortnightly.
- EF asked if Staff Forum was recorded for anyone who didn't attend. Is amazed that this wasn't done.
- EF asked JL what questions were asked. JL replied with two-way feedback. BC advised some questions around EA and all items.
- There were no other questions and note JL report.

#### 13.2 Honorary Treasurers Report

- The Honorary Treasurer took his report as read and advised – will keep this brief. There's a lot going on in some of his spaces.
- Shoutout to MT. Bahn Me team in outlets. Burger Lab in engineers sections. Accessibility and sustainability and ESG strategy. Manning Building to revitalise this.
- Inter union committee – hopefully good platform for service provision.
- Investment review.
- BC thanked JD for his report.
- BH rejoined the meeting at 3.48pm.

#### 13.3 Vice President Report

- The Vice President took his report as read and advised spoke a little bit earlier.
- Take his report as read and important callouts for general membership. Great strides in terms of incorporation. Productive mtgs with SRC and membership & support for incorporation and the process is ticking along. Timeline proposing for incorporation moving forward. Few things to be proposed on voting.
- Happy to take questions.
- BC thanked BH and there were no questions.

| RESOLUTION                                                                                                                  |             | BMR#8/25 |
|-----------------------------------------------------------------------------------------------------------------------------|-------------|----------|
| 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: P | Carried  |

#### 13.4 President Report

- Taken his report as read. Noting the incorporation statistics with the meetings. Nothing particularly pressing. Great evidence in SLT reports of what's happening in USU.
- The board would note that we got 170 responses – being truly representative of a good survey.
- Key callout members are in favour of incorporation model. 4 out of 5 members agree with the incorporation. No individual below 75% and impact of student services, student representative (can be found in president's report).
- Take rest of report as read.
- BH thanked BC for his report. Wants to turn BC's report into a report for uploading to website.

|                                                                                           |                     |                 |
|-------------------------------------------------------------------------------------------|---------------------|-----------------|
| <b>RESOLUTION</b>                                                                         |                     | <b>BMR#9/25</b> |
| It was RESOLVED that Chair hand back the President for the remaining part of the meeting. |                     |                 |
| <b>Proposed: BH</b>                                                                       | <b>Seconded: SS</b> | <b>Carried</b>  |

#### 14 Verbal Portfolio Updates

- SZ – international voice. Vice chancellor gave a speech. Contribution for international students; advocates for greater for representations for intern students in policy making. Acknowledge student input to time. Student voice missing from policy making. Student life found available support service & tried to survey students to determine and will run information sessions at stat of semester to under 18 years old students.
- SS spoke to good to see the USU ESG strategy and how organisations are shifting to include this in their business model.
- BC advised the meeting has run over time again.

|                                                                                 |                     |                  |
|---------------------------------------------------------------------------------|---------------------|------------------|
| <b>RESOLUTION</b>                                                               |                     | <b>BMR#10/25</b> |
| It was RESOLVED that Chair extend the meeting by an additional fifteen minutes. |                     |                  |
| <b>Proposed: GW</b>                                                             | <b>Seconded: GZ</b> | <b>Carried</b>   |

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

- GZ – spoke to her activities.
- EF – safe communities advisory group. Next meeting 15/5/24. Invited directors to this meeting.
- BC thanked all for their reports.
- There was no other business and opened the floor to Honi Soit.

## 15 Open Question Time

The Chair asked if Honi had any questions they would like to ask.

- Honi asked on election and incorporation items.
- Notice of election – number of directors will be changing.
- Will it impact the # of directors be impacted for the voting period.
- BC advised it doesn't compromise the integrity of the candidate and notice of election. There will be an SBM next Tuesday, calling to change the student voice on board from 6 x directors to 4 directors.
- Notice of election has been up for 3 weeks for a 4 week notice period. Reason we're going to SBM to give candidates an opportunity if they decide to run (with 6 instead of 4)m then they can.
- SGM – is this coming, will the numbers change.
- BC – the board has to vote for it on Tuesday. We then need to provide 2 weeks notice. This change will be heralded with enough notice. If the SGM is approved by the board, there will be at least 1 week.
- Returning Officer – have they been reappointed. BC replied Simone Whetton will be returning as RO this year. SW was the Chair of the P&C Committee. She is no longer P&C Chair any longer. The EA is Emma McDonald and a previous USU member.
- Honi – mentioned on the website it should be 'outgoing board member' added to website.
- Honi asked if it will be an Incorporation limited by guarantee – incorporated association – same entity but will transition to students and members. There will be absolutely no change. There will be a number of governance changes and will make this seamless. The uni is aware of us pursuing this route.
- Hone – has incorporation been formally endorsed by Supra, SRC and university.
- BC advised yes it was endorsed by President of Supra, SRC and the key stakeholders at the university have in principal. The decision makers is Joanne wright has provided given in principle of not only the model but the incorporation.
- DIAP coordinator – are there any updates on the disabilities community room will be renamed at all. Is there a timeline for this.
- BC – it has been raised at the board level and the naming policy has some work to be done. And we'll be doing an assessment once the policy is in place. The determination on this can be made at the next month.
- GW – Khan needs to be dealt with asap and would like some further conversations on this, despite the delays with the procedures.
- ROI on investment – F&B outlets and return. Regarding price formation. Done some surveys. Some of the outlets are above prices. \$18 for non members \$17.40 for members. External price formation. Notably high. If ROI isn't significantly high. Are we subsidising prices?
- BC – are you asking about gross margin or profitability. The USU is a non profit and any money is poured back into the business.
- BC – we have made a commitment since 2019 not to increase prices. If we were keeping with inflation, prices would be 20% higher. A hot meal can be provided on campus can be done lower than anywhere off campus. Benchmarking – worst comparable, at best far below the market lower the. BC won't be accepting a f&B model that doesn't reduce prices.
- Honi – do you have a list of the sources to use to collect to come to that benchmark?
- BC – is your question on benchmarking. This has been done by eternal consultants. And this is commercial in confident in this benchmarking.
- Members of the SRC also attended with Honi.

There being no further business for this meeting. The meeting closed at 4.14pm.

## 16 Next meeting and Close

The next meeting will be held on Thursday 24 April 2025: 1-3.30pm AEST