

Minutes of a meeting of the University of Sydney Union Board of Directors held on Friday October 30th in the Drawing Room, Holme Building, University of Sydney

Present	Connor Wherrett Lachlan Finch Maya Eswaran Decheng Sun Zimeng Ye Yinfeng Shen Zizheng Bai Nick Forbutt Ruolin Ma Caitlin Brown Di Wang, Jane Drummond Marie Leech Liliana Tai	President and Chair Vice President Honorary Treasurer Honorary Secretary Director Director Director Director Director Director Director Senate Appointed Director Senate Appointed Director Immediate Past President
Staff in attendance	Alistair Cowie Sandra Hardy Tania Moroko Jodi Tweed Jess Reed Rebecca Sahni Ashlea Wallington Angela Dwyer	Interim CEO and Company Secretary; Director of Facilities Director of People & Culture Interim Director of Marketing; Director of Business Dev Director of Student Programs Director of Operations Director of Finance Director of Entrepreneurship & Innovation Minute Secretary
1. Meeting Open and acknowledgement of Country		
	The Chair opened the meeting at 1:11pm and delivered the Acknowledgment of Country.	
	<p>1.1 Apologies and Leaves of Absence There were no apologies nor requests for leave of absence.</p> <p>Benny requested to attend Anti Sinophobia/ Anti Aboriginal Oppression against racism on campus. (Organized by the University of Sydney Student Representative Council) As the international student portfolio holder.</p>	
B151/19	<p>Resolved</p> <p>12 For / 0 Against / 0 Abstain</p> <p><i>Jane Drummond / Irene Ma</i></p>	
	<p>1.2 Disclosure of Conflicts of Interest</p> <p>There were none.</p>	
	1.3 Minutes of the previous meeting	

	The Board reviewed the minutes of the previous meeting. The Board noted new minute structure and thanked Angela for her work.
B152/19	<p>Resolved</p> <p>That the minutes of the previous meeting, as amended, be accepted as a true and accurate record of proceedings.</p> <p><i>Lachlan Finch / Maya Eswaran</i></p>
	2. Meeting Administration
	<p>2.1 Business Arising from the Minutes Not Addressed Elsewhere</p> <p>There was none.</p>
	<p>2.2 Open Question Time</p> <p>No questions were asked.</p>
	2.3 Motions on Notice
	<p>2.3.1 Proposed Change to the Regulations</p> <p>It was noted that alteration to the Regulations require Special Notice, which had not been provided. It was, however, confirmed that amendments to the Appendices to the Regulations can be passed without a Special Resolution.</p> <p>Therefore, for the purpose of this meeting the Board would only consider the proposed changes to the appendices. Changes to the Regulations proper would be considered at the next meeting of the Board – pursuant to Special Notice requirements.</p> <p>Decheng spoke to the changes that were brought forward i.e. the reinstatement of a C&S Committee – inspired by a lack of clarity around clubs and societies procedures.</p> <p>The Director of Programs recognised the need to reintroduce this committee. She noted its very functional and operational role in the past and the increased strategic governance and compliance required post Affiliation Agreement.</p> <p>An additional amendment was proposed to clarify the role of the Pulp Editors in relation to assuring the avoidance of bias in their reporting on USU Elections.</p> <p>After discussion it was</p>
B153/19	<p>Resolved</p> <p>To adopt the proposed changes to the Appendices of the Regulations appendixes, establishing a new C&S Committee and assuring against bias in Pulp reporting of USU elections.</p>

	<p><i>Decheng Sun / Irene Ma</i></p> <p>12 For / 0 Against / 0 Abstain</p>
	<p>3. Matters For Decision</p>
	<p>3.1 Major Strategic Decisions</p> <p>There was none</p>
	<p>3.2 Confidential Business</p>
B154/19	<p>Resolved</p> <p>That the meeting move <i>in camera</i>.</p> <p><i>Benny Shen / Lachlan Finch</i></p> <p>12 For / 0 Against / 0 Abstain</p>
B155/19	<p>Resolved</p> <p>That the meeting move out of <i>camera</i>.</p> <p><i>Caitlin Brown / Benny Shen</i></p> <p>12 For / 0 Against / 0 Abstain</p>
	<p>3.3.1 Capex Request</p> <p>Jess spoke to the Capex request for a new walk in refrigerator for Fisher Café, explaining that the current set up lacked sufficient space and storage. The additional fridge would also reduce staff labour in moving stock to and from the warehouse and cut down on vehicular deliveries – a major concern of the University.</p> <p>After discussion it was</p>
B156/19	<p>Resolved</p> <p>That the Board approve the release the capital amount of \$60, 000 for the installation of a new cool room with remote refrigeration and shelving at Fisher Café. (Pending CIS planning team approval)</p> <p><i>Lachlan Finch / Jane Drummond</i></p> <p>12 For / 0 Against / 0 Abstain</p>
B157/19	<p>Resolved</p> <p>That standing orders be suspended, and PVC Knight be invited to speak to the meeting.</p> <p><i>Marie Leech / Maya Eswaran</i></p>

	12 For / 0 Against / 0 Abstain
	<p>Sydney Knowledge Hub</p> <p>Pro Vice Chancellor Eric Knight and his colleague Rupal Ismin had been invited to attend the meeting to present on the Sydney Knowledge Hub.</p> <p>During the presentation Eric and Rupal spoke about the new Hub and ways in which we, through Incubate, could work more closely. Eric acknowledged the role of Incubate in the USYD ecosystem and praised it's work and the Union's foresight in establishing the program.</p> <p>Eric explained that although SKH was aimed at graduate entrepreneurs he looked forward to collaborations with Incubate and USU.</p> <p>The meeting agreed that there was good sense in collaboration and that SKH could provide the next step for Incubate grads: and saw Incubate as a feeder for SKH. – producing medical technologies - such as producing meat without.</p> <p>Both parties agreed to work towards creating a seamless transition.</p>
B158/19	<p>Resolved</p> <p>That the Board thank PVC Eric Knight and Rupal Ismin for their time in presenting on the Sydney Knowledge Hub.</p> <p><i>Lachlan Finch / Maya Eswaran</i></p> <p>12 For / 0 Against / 0 Abstain</p>
B159/19	<p>Resolved</p> <p>That Standing Orders be resumed</p> <p><i>Lachlan Finch / Maya Eswaran</i></p> <p>12 For / 0 Against / 0 Abstain</p>
	3.3.2 Board Stipend
	<p>The President referred to earlier discussions around the Board stipends which were established in 2011 and had remained unchanged since. Connor explained that the matter had been discussed at the HR and Remuneration Committee which had proposed two things:</p> <ol style="list-style-type: none"> 1. That the stipends be increased annually by CPI and that this be back dated to 2011.

	<p>2. That any changes to the amount paid should be based on recommendations from an external consultant, appointed by HR&Rem Committee and then voted on at the AGM.</p> <p>After discussion is was</p>
<p>B160/19</p>	<p>Resolved</p> <p>That the recommendations of the Human Resources and Remuneration Committee be adopted:</p> <p>1. That an external consultant be engaged, on the recommendation of the Human Resources and Remuneration Committee, to conduct an audit and review of Board stipends and make a recommendation for any appropriate adjustments, with any adjustments to be applied from July 1 2020, if approved by the AGM in May.</p> <p>2. That the Board stipends be adjusted for CPI based on the AGCC WA (Base year 2011) and that this adjustment be implemented in the first pay period after Board's decision.</p> <p><i>Nick Forbutt / Maya Eswaran</i></p> <p>12 For / 0 Against / 0 Abstain</p>
<p>4. Matters for Discussion</p>	
	<p>CEO Report</p> <p>The Interim CEO spoke to his report, noting Board’s clear direction that the 2020 budget process must include provisions for the CRM project.</p> <p>Alistair noted that September was a good month financially and highlighted the hard work of HostCo in turning their finances around to the point where they may meet budget by the end of the year.</p> <p>Alistair spoke about the recent conversations with the Student Experience Working group – particularly around the University’s work on C&S accessibility and the so-called orphan clubs”. He suggested that the new C&S Committee would be able to good work in this area.</p> <p>He spoke to the recent SSAF contestable applications and the fact that USU had been awarded addition; funding for two of its proposals:</p> <ul style="list-style-type: none"> • Know your rights campaign • Anti Racism Campaign <p>He would meet with the University to discuss why our other applications had been unsuccessful.</p> <p>Alistair reported that he had verbal but unwritten assurances that the free membership would be provided for by the University next year. This is very exciting news!</p>

	<p>Noting the success of the art exhibition by young people with disabilities, he suggested that the spaces used for an exhibition put on by SCA students as a welcome gesture as they move onto campus next year. He will reach out to the SCA.</p> <p>Finally, Alistair spoke of Peter Underwood, a former Director of Operations here, who retired in 2015 when he was diagnosed with cancer. Peter died on September 26th, 2019.</p>
<p>B161/19</p>	<p>Resolved</p> <p>That the report of the Interim CEO be noted and the recommendations contained therein be adopted:</p> <p>Recommendation 1:</p> <p>That in the preparation of the 2020 budget, management includes provision for the finalisation of the CRM project.</p> <p>Recommendation 2:</p> <p>That, pursuant to, and in support of Board’s consideration of the finalisation of the CRM, Management prepare a paper showing funding options for the delivery of the next phase of the CRM project; and highlighting its place in the roll-out of the digital transformation project (CRM, App upgrade, current website upgrade, new website development, new website delivery).</p> <p>Recommendation 3:</p> <p>That in the next review of the C&S Regulations and Guidelines, the USU considers how to better include “orphan” groups within the program.</p> <p>Recommendation 4:</p> <p>That the Manning L1 and Laneway Lounge hanging spaces be offered to SCASS for an exhibition celebrating their arrival to the Camperdown Campus.</p> <p>Recommendation 5:</p> <p>That the Board extend its condolences, and those of the staff, to the family of the late Peter Underwood, the former Director of Operations.</p> <p>12 For / 0 Against / 0 Abstain</p> <p><i>Lachlan Finch / Jane Drummond</i></p>
	<p><i>Benny Shen returned 2:41pm</i></p>
	<p>4.2 Finance Report</p>

	<p>The Director of Finances and IT reported that September had been another positive month from an operating contribution point of view, although we were slightly behind on revenue, year to date.</p> <p>In response to questions, Rebecca noted that the financial position for the CRM was looking positive.</p> <p>IT costs variance is high, due to planned capitalisation of labour which did not happen due to the collapse of the CRM project.</p> <p>The costs of the CRM would be capitalised and can either come from reserves or via a loan. Rebecca will present an options paper, with a management recommendation to the next meeting of the Board.</p> <p>Finally, Rebecca was asked, as a matter of transparency, to prepare a document showing how USU income is spent. It was agreed that this should be included in the Annual Report and Year Book.</p>
<p>B162/19</p>	<p>Resolved</p> <p>That the report of the Finance Director be noted.</p> <p><i>Lachlan Finch / Jane Drummond</i></p> <p>12 For / 0 Against / 0 Abstain</p>
	<p>4.3 Sales and Marketing Report</p> <p>The Acting Sales and Marketing Manager spoke to her report, noting in particular the recruitment of a new marketing team member: the digital marketing specialist.</p> <p>After discussion it was</p>
<p>B163/19</p>	<p>Resolved</p> <p>That the report of the Sales and Marketing Director be noted.</p> <p><i>Irene Ma / Benny Shen</i></p> <p>12 For / 0 Against / 0 Abstain</p>
	<p>4.4 Operations Report</p> <p>The Director of Operations spoke to her report, noting in particular her concerns around the future of the Engo Grill. Jess explained that given the construction in the area, the outlet would be less profitable next year – however it was still expected to deliver a small profit.</p> <p>After discussion it was</p>

<p>B164/19</p>	<p>Resolved</p> <p>That the report of the Director of Operations be noted.</p> <p><i>Irene Ma / Caitlin Brown</i></p> <p>12 For / 0 Against / 0 Abstain</p>
	<p>4.5 Student Programs Report</p> <p>The Director of Programs spoke to her report.</p> <p>Jodi noted that Mad-a-thon would be properly analysed, and thanked the Board for their enthusiastic participation.</p> <p>Board noted that Mad-a-thon was in its first year and that they looked forward to its expansion in 2020. They asked that consideration be given to its placement in the calendar – so as to avoid clashes with assignments and examinations.</p> <p>The Board questioned Pride Fest’s draft position in the calendar, and expressed its wish that Pride remain a 3 day event.</p> <p>Board noted the difficulty some clubs have in accessing University rooms for club activity. Jodi reported that she having several conversations around this matter – including with the DVC Education and the Registrar - as she realises that it, and the inconsistency in charging, is a major issue for students.</p> <p>Finally the subject of C&S enquiry wait times was raised. Jodi acknowledged the fact but expressed a hope that the new C&S Committee and changes to the club management systems and the employment of an additional C&S officer would improve matters.</p>
<p>B165/19</p>	<p>Resolved</p> <p>That the report of the Programs Director be noted.</p> <p><i>Benny Shen / Decheng Sun</i></p> <p>12 For/ 0 Against/ 0 Abstain</p>
	<p>4.6 Infrastructure Report</p> <p>Alistair spoke to the report.</p> <p>After discussion it was</p>
<p>B166/19</p>	<p>Resolved</p> <p>That the Infrastructure report be noted.</p> <p><i>Jane Drummond / Irene Ma</i></p>

	12 For / 0 Against/ 0 Abstain
	<p>4.7 Entrepreneurship and Innovation Report</p> <p>The Director of Entrepreneurship and Innovation presented her report.</p> <p>In particular, it was noted that:</p> <ul style="list-style-type: none"> • The most recent Demo Day in the Great Hall had been a great success. • INCUBATE applicants must have at least one member with USYD affiliation. It was decided that henceforth successful applicant need to join the USU. (in accordance with 5.1(i) of the Constitution). • Of the Class 14 start-ups, none were women. Ash is exploring the cultural and environmental issues at play and working in the ecosystem to see in what other ways we can support women to pursue participation. • Business school holding ‘women in business’ sessions – another angle to approach and constantly engaging clubs and societies such as Women in Engineering. • Bright ideas planning continues to determine how best this program can function in 2020. • The discovery phase of the CRM had commenced and a meeting to be held on October 31 will assist in understanding the scope and the financial position
B167/19	<p>Resolved</p> <p>That the report of the Entrepreneurship and Innovations be noted.</p> <p><i>Decheng Sun / Maya Eswaran</i></p> <p>12 For / 0 Against / 0 Abstain</p> <p><i>Marie Leech left the meeting at 3:11pm</i></p>
	<p>4.8 People and Culture Report</p> <p>The Director of People and Culture presented her report noting in particular the success of the Mental Health program and thanking Maya for her Yoga classes.</p> <p>After discussion it was</p>
B168/19	<p>Resolved</p> <p>That the report of the Director of People and Culture be noted.</p>

	<p><i>Oscar Bai / Jane Drummond</i></p> <p>11 For / 0 Against / 0 Abstain</p>
	<p>4.9 Honorary Secretary's Report</p> <p>Decheng spoke to his report, noting in particular the creation of the new C&S Committee and inviting interested non-executive directors to speak to him if they are interested in being involved. The Board will appoint members at the next meeting in November.</p>
B169/19	<p>Resolved</p> <p>That the report of the Honorary Secretary be noted.</p> <p><i>Maya Eswaran / Caitlin Brown</i></p> <p>11 For / 0 Against / 0 Abstain</p>
	<p><i>Liliana Tai left the meeting at 2:53pm</i></p>
	<p>4.10 Honorary Treasurer's Report</p> <p>Maya spoke to her report.</p> <p>After discussion it was</p>
B170/19	<p>Resolved</p> <p>That the report of the Honorary Treasurer be noted.</p> <p><i>Nik Forbutt/ Benny Shen</i></p> <p>11 For / 0 Against / 0 Abstain</p>
	<p>4.11 Vice President's Report</p> <p>The Vice President spoke to his report, noting in particular the work load of the P&C team as they interview for all the 2020 positions.</p>
B171/19	<p>Resolved</p> <p>That the Board note the Vice President's report and extend its thanks to the P&C team for their hard work in the recruitment of the 2020 student roles.</p> <p><i>Irene Ma / Jane Drummond</i></p> <p>11 For / 0 Against / 0 Abstain</p>
	<p>4.12 President's Report</p>

B172/19	<p>Resolved</p> <p>That the Chair be moved to the Vice President.</p> <p><i>Nick Forbutt / Irene Ma</i></p> <p>11 For / 0 Against / 0 Abstain</p>
	<p>The President spoke to his report. Connor withdrew his recommendation regarding Manning Bar location and opening times, noting that the matter had be dealt with elsewhere. He informed the meeting that the Board had made a decision to appoint an additional 2 Pulp Editors this year – one of which would be Chinese speaking. A recommendation to change the Regulations to this effect would be brought to the next meeting.</p>
B173/19	<p>Resolved</p> <p>Note report and approve of the motion for pulp and WeChat and the recommendations contained.</p> <p>Recommendation:</p> <p>That the Board notes</p> <ul style="list-style-type: none"> • That no decision regarding the opening/closing of Manning Bar trade has been formally made • That until the board votes otherwise, Manning Bar day trade continues as normal <p>12 For / 0 Against / 0 Abstain</p> <p><i>Nick Forbutt / Irene Ma</i></p>
B174/19	<p>Resolved</p> <p>That the Chair be moved to the President.</p> <p><i>Maya Eswaran / Decheng Sun</i></p> <p>11 For / 0 Against / 0 Abstain</p>
	<p>5. Matters for Noting</p>
	<p>5.1 Minutes of the Debates Committee</p>
B175/19	<p>Resolved</p> <p>That the Board note the Minutes of the Debates Committee Meeting of and accept the recommendations contained therein.</p>
	<p>5.2 Work Health and Safety</p> <p>There was no report for October</p>

	5.4 Board and Committee Financials The Board and Committee Financials were noted.
	5.5 Other Matters for Noting There was none.
	6. Close of Meeting
	6.1 Matters for Disclosure There was none.
	6.3 Next Meeting Next meeting will be 29 th November 2019. There being no further business, the board meeting closed 3:21pm.