

MINUTES

MEETING: BOARD OF DIRECTORS

HELD ON: 1 September 2020

TIME: 3:02pm to 5:10pm

LOCATION: Online via Zoom

BOARD OF DIRECTORS

Ruolin Ma, President, Chair (via audio-visual link)

Nick Forbutt, Vice President (via audio-visual link)

Caitlin Brown, Honorary Treasurer (via audio-visual link)

Yinfeng Shen, Honorary Secretary (via audio-visual link)

Benjamin Hines, Director (via audio-visual link)

Ruby Lotz, Director (via audio-visual link)

Kailin Qin, Director (via audio-visual link)

Nicholas Rigby, Director (via audio-visual link)

Belinda Thomas, Director (via audio-visual link)

Di Wang, Director (via audio-visual link)

Prudence Wilkins-Wheat, Director (via audio-visual link)

Jane Drummond, Senate Appointed Director (via audio-visual link)

Marie Leech, Senate Appointed Director (via audio-visual link to 5:03pm)

Connor Wherrett, Immediate Past President (via audio-visual link from 3:55pm)

USU STAFF

Jess Reed, Acting Chief Executive Officer (via audio-visual link)

Dane Luo, Board Secretary (via audio-visual link)

OBSERVERS

Jossie Warnant (via audio-visual link)

MINUTES

1. Opening
<p>The meeting opened at 3:02pm.</p> <p>The Chair delivered the Acknowledgement of Country.</p>
1.1 Apologies and Leaves of Absence <p>Due to the global COVID-19 pandemic, the meeting was conducted online via audio-visual link.</p> <p>Connor Wherrett requested an apology for a late arrival.</p> <p>Resolved B178/20 That the BOARD OF DIRECTORS agree to conduct this meeting online via audio-visual link and accept the apology of Connor Wherrett. Mover: Belinda Thomas Seconder: Marie Leech 13 For / 0 Against / 0 Abstain</p>
1.2 Disclosure of Conflicts of Interest <p>There are no disclosures of conflicts of interest.</p>
2. Meeting Administration
2.1 Minutes of the Previous Meeting <p>The draft Minutes of the BOARD OF DIRECTORS held on 25 August 2020 was tabled and taken as read.</p> <p>Resolved B179/20 That the Minutes of the BOARD OF DIRECTORS held on 25 August 2020 be approved as a true and correct record. Mover: Nick Forbutt Seconder: Kailin Qin 13 For / 0 Against / 0 Abstain</p>
2.2 Business Arising from the Minutes Not Addressed Elsewhere <p>No business arising from the Minutes not addressed elsewhere.</p>
2.3 Open Question Time <p>Jossie Warnant asked about the position of the BOARD OF DIRECTORS on the University's new Sustainability Strategy. Prudence Wilkins-Wheat said that she only skimmed the document so far but thinks it needs to be more ambitious. She will do a thorough read through of the document and take the matter to the</p>

BOARD OF DIRECTORS. Members of USU staff have been working with the University about sustainability. The BOARD OF DIRECTORS supported a resolution at the last meeting for divestment of fossil fuels and a more ambitious strategy.

2.4 Motions on Notice

There are no motions on Notice.

3. Matters for Discussion

3.1 Other Matters for Discussion

There are no other matters for discussion.

4. Matters for Decision

4.1 Confidential Business

The Chair stated that confidential business includes a discussion about special considerations of staff and other financial issues.

Resolved

B180/20

That the BOARD OF DIRECTORS move in camera.

Mover: Caitlin Brown

Seconder: Jane Drummond

13 For / 0 Against / 0 Abstain

The BOARD OF DIRECTORS moved in camera at 3:10pm.

Resolved

B181/20

That the Confidential Minutes of the BOARD OF DIRECTORS held on 25 August 2020 be approved as a true and correct record.

Connor Wherrett entered the meeting at 3:55pm. Marie Leech left the meeting at 5:03pm.

Resolved

B182/20

That the BOARD OF DIRECTORS:

1. Notes the recommendations in the Board submission;
2. Notes the responses and consultation with staff;
3. Directs that the Acting Chief Executive Officer and management:
 - (a) Make arrangements and directions to vary the number of work hours of all employees to 60% of capacity or at the amount of the JobKeeper payment, whichever higher, commencing 21 September 2020, if and only if:
 - (i) The outlet revenue in September trends to exceed \$108,000;
 - (ii) There are no changes to the current teaching arrangements; and

- (iii) There are no further government restrictions that are prohibitive to USU operations;
 - (b) Open a retail outlet where it is financially viable and profitable to do so;
 - (c) Take steps to increase revenue and cash flow, and ensure that we remain focused on delivering the best student experience in Australia; and
 - (d) If outlet revenue falls below \$108,000 per month, request a special meeting of the BOARD OF DIRECTORS to contain costs wherever feasible;
4. Directs that the BOARD OF DIRECTORS shall review this resolution at the next ordinary meeting of the BOARD OF DIRECTORS; and
5. Intends to consider a resolution pertaining to the implementation of 80% of capacity.

Resolved

B183/20

That the BOARD OF DIRECTORS accept recommendation 1.

Resolved

B184/20

That the BOARD OF DIRECTORS move out of camera.

Mover: Kailin Qin

Seconder: Belinda Thomas

12 For / 0 Against / 0 Abstain

The BOARD OF DIRECTORS moved out of camera at 5:10pm.

4.2 Other Matters for Decision

There are no other matters for decision.

5. Matters for Noting

5.1 Other Matters for Noting

There are no other matters for noting.

6. Close of Meeting

6.1 Matters for Disclosure

There are no matters for disclosure.

6.2 Next Meeting

The next meeting of the BOARD OF DIRECTORS is scheduled for Tuesday 22 September 2020 from 1:00pm to 3:00pm online via Zoom.

The meeting closed at 5:10pm.