

MINUTES

MEETING: BOARD OF DIRECTORS

HELD ON: 1 May 2020

TIME: 1:03pm to 3:06pm

LOCATION: Online via Zoom

USU BOARD

Connor Wherrett, President (via audio-visual link)

Lachlan Finch, Vice President (via audio-visual link)

Maya Eswaran, Honorary Treasurer (via audio-visual link)

Decheng Sun, Honorary Secretary (via audio-visual link)

Zizheng Bai, Director (via audio-visual link)

Caitlin Brown, Director (via audio-visual link)

Nick Forbutt, Director (via audio-visual link)

Ruolin Ma, Director (via audio-visual link)

Yinfeng Shen, Director (via audio-visual link)

Di Wang, Director (via audio-visual link)

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

Marie Leech, Senate Appointed Director (via audio-visual link to 2:45pm)

Liliana Tai, Immediate Past President (via audio link to 2:45pm)

USU STAFF

Alexis Roitman, Chief Executive Officer (via audio-visual link)

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

OBSERVERS

Elinor Stephenson (via audio-visual link)

MINUTES

1. Opening

The meeting opened at 1:03pm.

The President delivered the Acknowledgement of Country.

1.1 Apologies and Leaves of Absence

Due to the global COVID-19 pandemic, the meeting was conducted online via audio-visual link. **Marie Leech** and **Liliana Tai** requested an apology for early departure.

Resolved

B062/20

That the BOARD OF DIRECTORS agree to conduct this meeting via audio-visual link and accept the apologies of Marie Leech and Liliana Tai.

Mover: Yinfeng Shen

Seconder: Lachlan Finch

12 For / 0 Against / 0 Abstain

1.2 Disclosure of Conflicts of Interest

No conflicts of interest were disclosed

2. Meeting Administration

2.1 Minutes of the Previous Meeting

The draft Minutes of the BOARD OF DIRECTORS held on 24 April 2020 was circulated.

Resolved

B063/20

That the Minutes of the BOARD OF DIRECTORS held on 24 April 2020 be approved as a true and correct record.

Mover: Yinfeng Shen

Seconder: Lachlan Finch

12 For / 0 Against / 0 Abstain

2.2 Business Arising from the Minutes Not Addressed Elsewhere

2.3.1. Apology and Undertaking

Pursuant to resolution B047/20 of the BOARD OF DIRECTORS, the BOARD OF DIRECTORS formally requested Zizheng Bai's formal apology and an undertaking to remedy the grounds upon which the censure was carried in resolution B046/20 of the BOARD OF DIRECTORS.

Connor Wherrett said he will follow up with **Zizheng Bai**.

2.3 Open Question Time

No questions were asked.

2.4 Motions on Notice

Pursuant to s 1.1 of the *Constitution*, Due Notice has been given for Special Resolutions.

2.4.1. Amendment to the Regulations relating to the Special Meeting of the Incoming Board

Recommendation 1: That, after section 9.12 of the Regulations, the text in Schedule 1 to the Explanatory Memorandum be added.

Recommendation 2: That the Explanatory Memorandum be noted.

Connor Wherrett explained that the Special Meeting of the Incoming Board needs to be facilitated online. This is the best way forward with online voting concurrently with a Zoom meeting.

Resolved

B064/20

That the BOARD OF DIRECTORS, by Special Resolution pursuant to article 9.2(e) of the *Constitution*, accept all the recommendations and amend the *Regulations* accordingly.

Mover: Lachlan Finch

Seconder: Nick Forbutt

12 For / 0 Against / 0 Abstain

3. Matters for Decision

3.1 Confidential Business

Resolved

B065/20

That the BOARD OF DIRECTORS move *in camera*.

Mover: Yinfeng Shen

Seconder: Ruolin Ma

12 For / 0 Against / 0 Abstain

The BOARD OF DIRECTORS moved *in camera* at 1:09pm.

Marie Leech and Liliana Tai left the meeting at 2:45pm.

Resolved

B066/20

That the BOARD OF DIRECTORS move *ex camera*.

Mover: Lachlan Finch

Seconder: Ruolin Ma

12 For / 0 Against / 0 Abstain

The BOARD OF DIRECTORS moved *ex camera* at 3:04pm.

3.2 Date and Time of Special Meeting of the Incoming Board

Dane Luo explained that the Electoral Committee previously carried a motion designating Thursday 4 June 2020 at 6:00pm for the Special Meeting of the Incoming Board. The intent is to provide that Returning Officer James Hoare, who is will be connecting into the meeting from overseas, can attend. A

better time is to hold it at 10:00am on the same day. All calendars of incoming second-year Directors show that this time is free.

Resolved

B067/20

That the BOARD OF DIRECTORS, pursuant to section 9.13.3.2 of the *Regulations*, determines that the Special Meeting of the Incoming Board shall be held on Thursday 4 June 2020 at 10:00am.

Mover: Nick Forbutt

Seconder: Lachlan Finch

11 For / 0 Against / 0 Abstain

3.3 Re-appointment of Auditors

Resolved

B068/20

That the BOARD OF DIRECTORS, pursuant to article 14.2 of the *Constitution* and section 11.2.1 of the *Regulations*, re-appoints BDO East Coast Partnership to be the Auditor of the USU with the terms and conditions to be determined by the CEO.

Mover: Lachlan Finch

Seconder: Jane Drummond

11 For / 0 Against / 0 Abstain

3.4 Other Matters for Decision

There are no other matters for decision.

4. Matters for Discussion

4.1 Other Matters for Discussion

There are no other matters for discussion.

5. Matters for Noting

5.1 Minutes of the Work Health and Safety Committee

No minutes were presented for noting.

5.2 Minutes of the Debates Committee

No minutes were presented for noting.

5.3 Other Matters for Noting

There are no other matters for noting.

6. Close of Meeting

6.1 Matters for Disclosure

No matters for disclosure.

6.2 Next Meeting

The next meeting of the Board of Directors is scheduled for Friday 29 May 2020 from 1:00pm to 3:00pm online via Zoom.

The meeting closed at 3:06pm.