

BOARD MEETING MINUTES
21 August 2024
MS Teams
6.00 pm

Present: Oscar Iredale (Chair of the Board), Shelley Valentine, John Reed, Sarah Smart, Amelia Anderberg (in-part), Ella Davidson, Mariam Reza, Aania Cheema, Sam Baker, Eva Stewart and Amy Wang

In attendance: Joelle Barallon (Executive Officer)

Apologies: Jonathon Strauss, Tony Le, Michael Rahme, Oliver Pike

Absent: N/A

1. MEETING OPENING

The meeting opened at 6:03pm.

1.1. Acknowledgment of Country

Completed by the Chair.

1.2. Apologies

Apologies received from J. Strauss, T. Le, M. Rahme and O. Pike.

1.3. Director's change of address

N/A

1.4. Director Conflict of Interest Disclosures

N/A

1.5. Previous Minutes

1.5.1. Confirmation of the previous Minutes: 25 June 2024

The date of the previous meeting was corrected.

RESOLUTION

THAT the minutes from the Board meeting held on 25 June 2024 are accepted as a true and accurate record.

CARRIED

1.5.2. Board Action List

The action list was noted.

1.6. Selection of Meeting Observer

M. Reza was selected as the meeting observer.

1.7. Items flagged for immediate discussion

N/A

2. MATTERS FOR DECISION

2.1. Technology Committee

2.1.1. Finance System

The paper was taken as read.

Discussions:

- New system aims to streamline financial management and improve reporting capabilities.
- Should a restructure of Chart of Accounts be required the project scope will be updated.

RESOLUTION

THAT the Board **approves** the implementation of the new Finance System.

CARRIED

2.2. Honorary Treasurer Report

The report was taken as read.

2.2.1. Q2 Financials

The papers were taken as read.

Discussions:

- Strong commercial performance at the Roundhouse
- Noted improved Bistro performance

RESOLUTION

THAT the Board accepts the Quarterly Financials: Q2 (April – June 2024) and Cash Investment Summary.

CARRIED

2.2.2. Budget Reforecast

The paper was taken as read.

Discussion:

- Proposal considered at length at Finance Subcommittee.
- Current financial position enables reforecast to carry out critical maintenance and upgrades.

RESOLUTION

THAT the Board approves the 2024 Budget reforecast.

CARRIED

2.3. Audit & Risk Chair Report

The report was taken as read.

2.3.1. WHS Board Report

The report was taken as read.

RESOLUTION

THAT the Board accepts the WHS Report – Q2 2024.

CARRIED

2.3.2. HR Report

The report was taken as read.

RESOLUTION

THAT the Board accepts the HR Report – Q2 2024.

2.3.3. Internal Audit Checklist

The report was taken as read.

RESOLUTION

THAT the Board accepts the Internal Audit Checklist – Q2 2024.

CARRIED

2.3.4. Risk Registers

The reports were taken as read.

RESOLUTION

THAT the Board accepts the Risk Registers – Q2 2024.

CARRIED

2.3.5. Gifts and Benefits Policy & Procedure

The paper was taken as read.

Noted:

- Minor nature of changes.

RESOLUTION

THAT the Board approves the changes to the Gifts and Benefits Policy & Procedure.

CARRIED

2.3.6. Disaster Recovery Plan

The paper was taken as read.

Noted:

- Plan discussed at both Technology Committee and Audit & Risk Committee

RESOLUTION

THAT the Board approves the updated Disaster Recovery Plan.

CARRIED

2.4. Student Development Committee Convenor Report

The report was taken as read.

2.4.1. Arc Board Handbook

The paper was taken as read.

Noted:

- Key changes per action list.
- Instructional information now incorporated.

RESOLUTION

THAT the Board approves the updated Arc Board Handbook.

CARRIED

2.4.2. Blitz Charter Update

The paper was taken as read.

Noted:

- Minor nature of changes.

RESOLUTION

THAT the Board approves the updated Blitz Charter.

CARRIED

2.4.3. Heinz Harant Award Nomination

The paper was taken as read.

Noted:

- Board is aware of the contributions of the Nominee.
- Board deems eligible and endorses their Nomination.

RESOLUTION

THAT the Board endorses the 2024 Heinz Harant Award nomination.

CARRIED

2.4.4. SRC Charter Update

The paper was taken as read.

Noted:

- Changes discussed at length at recent SDC.
- Annual review still to be brought to SDC for 2024.

RESOLUTION

THAT the Board approves the updated SRC Charter.

CARRIED

2.5. Nominations & Remunerations Chair Report

The report was taken as read.

2.5.1. Honorary Life Member Nominations

The paper was taken as read.

Discussed:

- Two nominations received.
- Board Directors noted their potential conflicts due to familiarity with Nominees.
- Motion separated to enable abstentions.
- Nominations are carefully considered with regards to eligibility and appropriateness.

RESOLUTIONS

THAT the Board endorses the nomination for Honorary Life Member Nominee 1.

Two abstentions noted.

CARRIED

THAT the Board endorses the nomination for Honorary Life Member Nominee 2.

Two abstentions noted.

CARRIED

2.5.2. Regulations Update –Returning Officer

The paper was taken as read.

Discussions:

- Alternate wording was discussed.
- Original proposal accepted as most appropriate.

RESOLUTION

THAT the Board approves the updated Regulations.

2.5.3. Arc Board Elections Returning Officers

The paper was taken as read.

J. Barallon left the meeting.

Noted:

- Discussed in depth at recent Nominations & Remunerations meeting.
- No concerns raised and agreeance with intent behind changes.

RESOLUTION

THAT the Board approves the appointment of an external Returning Officer for Arc Board Elections.

CARRIED

2.5.4. Arc Board Evaluation and Review

The paper was taken as read.

RESOLUTION

THAT the Board approves the revised Board Evaluation Policy & Procedures.

CARRIED

J. Barallon re-joined the meeting.

3. MATTERS FOR DISCUSSION

3.1. Board Minutes

The paper was taken as read.

Discussion:

- Important to strike a balance between transparency while maintaining Board confidentiality where appropriate.
- In-Camera discussions for sensitive matters will continue to serve a purpose.
- Minutes to be released after approval at subsequent Board meeting.

RESOLUTION

THAT the Board endorses the public release of future Arc Board Minutes.

CARRIED

4. MATTERS FOR NOTING

4.1. Chair Report

4.2. CEO Report

4.3. SRC President Report – *tabled during meeting*

4.4. PGC President Report

All reports were taken as read.

5. MEETING FINALISATION

5.1. Meeting Evaluation

The Chair was congratulated on Chairing their first Board Meeting, productive start to new Term. Insightful questions raised, discussions and responses were valuable and informative. All Directors encouraged to continue to be active in discussions.

5.2. Next meeting Date: 20 November 2024

5.3. Policies due for review in 2024

5.3.1. See Policy Rolling List

5.4. Meeting close

The meeting closed at 7.07pm.



Signed – Oscar Iredale (Chair of the Board)
20/11/2024