

Approved Minutes

Arc BOARD MINUTES
27 August 2025
Hybrid (Arc Training Rooms / MS Teams)
6.00pm

Present: Aania Cheema (Chair of the Board), Shelley Valentine, Diya Sengupta, John Reed, Jonathon Strauss, Sam Baker, Luke Sheridan, Sophia Nguyen, Ada Choi, Amy Wang (in-part), Eva Stewart, Malcolm Tran, Sarah Smart

In attendance: Ashleigh Suoh (Administration Assistant), Ellie Kamateros (Executive Assistant), Hanna Jaireth (Governance Manager)

Apologies: Alice Williams, Amelia Anderberg

Absent: N/A

1. MEETING OPENING

The meeting opened at 6:00pm.

1.1. Acknowledgment of Country

Completed by the Chair.

1.2. Apologies

Apologies were received from A. Williams and A. Anderberg.

RESOLUTION

THAT the apologies received from A. Williams and A. Anderberg are accepted.

CARRIED

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 2025

RESOLUTION

THAT the minutes from the Board meeting held on 25 June 2025 are accepted as a true and accurate record.

CARRIED

1.5.2. Confirmation of the previous N&R Subcommittee Meeting Minutes: 7 May 2025

RESOLUTION

THAT the minutes from the N&R subcommittee meeting held on 5 May 2025 are accepted as a true and accurate record.

CARRIED

1.5.3. Board Action List

The action list was noted.

1.5.4. SRC & PGC Resolutions

The resolutions were taken as read.

1.6. Selection of Meeting Observer

S. Baker was appointed as meeting observer.

1.7. Items flagged for Immediate Discussion

The following items were flagged for immediate discussion.

- 2.3.1. Heinz Harant Nominations
- 2.4.2. Life Member Nominations

Agenda order suspended by leave of the board. The minutes reflect the meeting order.

2.3.1. Heinz Harant Nomination

The paper was taken as read.

Discussion:

- Clarification was requested regard the scope of consideration for the award, given the nominee currently undertakes paid work with Arc. It was confirmed that work undertaken in any paid capacity is excluded from the consideration, however the nominee's current paid role as a progression of their commitment and hard work as a volunteer was acknowledged.

RESOLUTION

THAT the Board endorses the 2025 Heinz Harant Award nomination for Matthew Ng.

CARRIED

2.4.2. Honorary Life Member Award Nominations

The paper was taken as read.

Discussion:

- Following actions from the N&R subcommittee meeting, the Board agreed to not endorse a candidate for the Life Member Award at present.
- Should the Support Agreement be signed in the lead-up to the annual dinner, a circulating resolution may be considered to endorse a candidate.
- However, there may not be a recipient for the 2025 Life Member Award. This is not an exception as the award has not been awarded annually since its inception.
- It was noted that the VC and DVC will be acknowledged and thanked at the annual dinner for their support of Arc.

RESOLUTION

THAT the Board discusses and then endorses a recipient of the 2025 Honorary Life Member Award.

NOT CARRIED

2. MATTERS FOR DECISION

2.1. Honorary Treasurer Report

The report was taken as read.

2.1.1. Quarterly Financials: April – June 2025

The report was taken as read.

2.1.2. Cash Investment Summary as at 23.07.2025

The report was taken as read.

RESOLUTION

THAT the Board accepts 2.1.1. the Quarterly Financials: Q2 (Apr – Jun 2025) and 2.1.2. Cash Investment Summary as at 23.07.2025.

CARRIED

2.1.3. Operating Budget – August Update

The paper was taken as read.

Discussion:

- Formal request for refurbishment has been submitted to the university with a 3-week buffer for approvals. Plans are moving forward unless significant issues are flagged.
- Budgeted expenditure for Food Hub is likely to occur in 2026.

RESOLUTION

THAT the Board endorses granting delegated authority to Management to approve and proceed with the additional CAPEX allocation of \$170,000 provided that the July and August financial results continue to track in line with the approved plan.

CARRIED

2.1.4. Investment Policy

The paper was taken as read.

RESOLUTION

THAT the Board endorses the Investment Policy amendments.

CARRIED

2.2. A&R Chair Report

The report was taken as read.

2.2.1. WHS Board Report – Q2 2025

The report was taken as read.

Discussion:

- An update was provided regarding the worker's compensation case.

A.Wang joined meeting 6:25pm.

- An update was requested regarding the staff consultations for change in pay cycle. An implementation process proposal will be circulated to staff shortly to obtain further feedback and identify spaces for support.

RESOLUTION

THAT the Board accepts the WHS Board Report – Q2 2025.

CARRIED

2.2.2. HR Report – Q2 2025

The report was taken as read.

Discussion:

- An update was provided regarding additional training for staff, noting that attendance was good with a second training session scheduled for later in the year.

RESOLUTION

THAT the Board accepts the HR Report – Q2 2025.

CARRIED

2.2.3. Internal Audit Checklist – Q2 2025

The report was taken as read.

Discussion:

- Changes will be made to the Q3 internal audit checklist to ensure compliance with new legislation on gender-based violence.
- External consultation is currently underway to identify reporting metrics that can exist within the Internal Audit Checklist. A separate metric will be created if necessary.
- The Board noted the strong quarter and agreed on undertaking a targeted review of select areas in the checklist to further strengthen compliance.

ACTION

THAT a working group be formed to conduct a targeted review of the Internal Audit Checklist for Q3 reporting.

RESOLUTION

THAT the Board accepts the Q2 2025 Internal Audit Checklist.

CARRIED

2.2.4. Risk Registers – Q2 2025

The report was taken as read.

Discussion:

- The shift to semesters could result in reduced exam days for the Roundhouse. The situation will continue to be monitored.
- Support Agreement discussions continue with sport as a key focus area.
- The location for Food Hub continues to be discussed with the university. A walkthrough of proposed locations is scheduled for September to identify space challenges and workshop solutions.
- Discussions with the university for Canteen are ongoing. Arc will look to integrate additional support into existing cost-of-living initiatives if plans are not finalised in Q4.
- Graduation gown procurement and supplier investigation is also ongoing with results to be submitted to UNSW shortly. On-shore production continues to be a challenge.

RESOLUTION

THAT the Board accepts the Q2 Risk Register.

CARRIED

2.2.5. IT Disaster Recovery Plan

The paper was taken as read.

RESOLUTION

THAT the Board endorses the updated Disaster Recovery Plan.

CARRIED

2.2.6. Related Party Transactions Policy & Register for Related Party Transactions

The paper was taken as read.

RESOLUTION

THAT the Board endorses the Related Party Transactions (RPT) Policy and proposed register of RPTs.

CARRIED

2.3. Student Development Committee

Please see above for 2.3.1. Heinz Harant Award Nominations.

2.4. Nominations & Remunerations Chair Report

The report was taken as read.

2.4.1. Honoraria Review

The paper was taken as read.

Discussion:

- The Board discussed changes to the tiers/honoraria categorisation for office bearers to reflect changes in the roles and responsibilities.
- It was suggested that a working group, including the PGC and SRC, be formed to investigate these changes.
- Suggestion for external consultation in the event of a large-scale review of the policy. The unique structure of Arc in comparison to other organisations was noted to be a challenge of this approach.

ACTION

THAT a working group be formed to review the Council honoraria tiers.

RESOLUTION

Five directors abstained from voting on the motion.

THAT the Board endorses increasing the council honoraria by 12%.

CARRIED

3. MATTERS FOR DISCUSSION

3.1. Executive & Board Cyber Security Desktop Exercise

The paper was taken as read.

Discussion

- Suggestion to incorporate Rubric in the desktop exercise to reflect the rollout of the new student system. The facilitator will be briefed on the new system.
- The Board decided on circulation of a poll to determine a suitable time/date.

ACTION

THAT a poll be taken regarding the Cyber Desktop Exercise to determine the workshop date.

CARRIED

3.2. Arc Strategic Plan 2026-2028

The paper was taken as read.

Discussion:

- A draft strategic plan will be circulated to the Board prior to the next meeting for feedback.

2.6. College Board Appointment

The paper was taken as read.

Discussion:

- The roles and responsibilities of a director on the Arc College Board were briefly outlined by the Chair of the Board.

ACTION

THAT the N&R subcommittee discusses and appoints a candidate to the position of Director on the Arc College Board at the next meeting.

RESOLUTION

THAT the Arc Board delegates the authority to appointment replacement Directors to the Arc College Board to the Nominations & Remunerations Committee.

CARRIED

4. MATTERS FOR NOTING

4.1. Chair of the Board Report

The report was taken as read.

4.2. CEO Report

S. Valentine spoke to the CEO Report.

4.3. 2025 KPT Update – Q2

The report was taken as read.

4.4. SRC President Report

D. Sengupta provided a verbal report.

- Update provided on the National Day of Action and Referendum.
- T3 to include more Clothing Hub activations and the transition to the incoming council following elections.

4.5. PGC President Report

The report was taken as read.

- Ongoing campaigns and events include the Opal Concession Campaign, T3 O-Day, Mix n Mingle and a Walk, Talk and Tucker even in the Blue Mountains.
- PGC Research Awards night to be held October 24th.

4.6. ACNC Self-Evaluation

The paper was taken as read.

4.7. Finance Subcommittee Membership Update – Ada Choi

The paper was taken as read.

4.8. Arc Refurbishment Uplift (Circulating Resolution)

The paper was taken as read.

4.9. Board Skills Matrix

The paper was taken as read.

ACTION

THAT the Board Skills Matrix be amended to include evaluation of cyber skills.

4.10. Subcommittee Minutes

All draft minutes were taken as read.

4.10.1. Finance: Draft Minutes 6 August 2025

4.10.2. Audit & Risk: Draft Minutes 30 July 2025

4.10.3. Nominations & Remunerations: Draft Minutes 23 July 2025

4.10.4. Technology: Draft Minutes 7 August 2025

4.10.5. PGC: Draft Minutes 28 July 2025

4.10.6. SRC: Draft Minutes 4 August 2025

2.5. Nomination & Remuneration Chair Election

There were no nominations for the position of Chair of the Nomination & Remuneration subcommittee.

Discussion:

- N&R subcommittee to discuss and consider nominating a candidate for the Chair position during the next meeting.
- Suggestion for a review of the Regulations to increase flexibility in Chair positions.

ACTION

THAT the Board defers the election of the N&R Chair to the next N&R meeting.

&

THAT the N&R subcommittee discusses and nominates a candidate for the position of Chair of the N&R subcommittee at the next meeting.

5. BUSINESS WITHOUT NOTICE

N/A

6. MEETING FINALISATION

6.1. Meeting Evaluation

The meeting agenda was strong, and the meeting was timely and efficient. The Board was encouraged to raise questions and share their thoughts to facilitate discussion. A. Cheema was praised for her chairing of the meeting as new Chair of the Board.

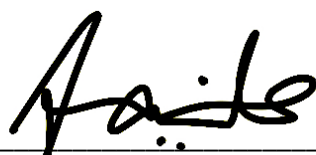
6.2. Next meeting date: 26 November 2025

6.3. Policies due for review in 2025

6.3.1. See Policy Rolling List

6.4. Meeting close

The meeting closed at 7:33pm.



Aania Cheema, Chair of the Board

26/11/2025