

*Approved Minutes (ex-camera)*

**EXTRAORDINARY BOARD MEETING MINUTES**  
**27 November 2024**  
**Arc Training Rooms / MS Teams**  
**6.00 pm**

**Present:** Oliver Pike (acting Chair), Shelley Valentine (CEO), Sam Baker, Eva Stewart, Sarah Smart, Tony Le, Jonathon Strauss, Aania Cheema, Oscar Iredale (in-part), Amelia Anderberg

**In attendance:** Joelle Barallon (Executive Officer), Mitchell McBurnie

**Apologies:** John Reed, Mariam Reza, Ella Davidson

**Absent:** Michael Rahme

*O. Pike to act as Chair of the Meeting, with leave of the Board.*

**1. MEETING OPENING**

The meeting opened at 6:02pm.

**1.1. Acknowledgment of Country**

Completed by the Chair.

**1.2. Apologies**

Apologies were received from J. Reed, M. Reza, E. Davidson and partially from O. Iredale.

**RESOLUTION**

THAT the apologies received from J. Reed, M. Reza, E. Davidson and O. Iredale 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**

N/A

**1.5.1. Board Action List**

The action list was noted.

**1.6. Selection of Meeting Observer**

M. McBurnie was appointed as the meeting observer.

**1.7. Items flagged for immediate discussion**

N/A

**2. MATTERS FOR DECISION**

*A. Anderberg joined at 6.04pm*

## 2.1. EGM Result

The paper was taken as read.

### **RESOLUTIONS:**

1. THAT the Board considers disclosing all financial investments to members in all future annual reports.
2. THAT the Board considers reviewing its current Investment Policy and Sponsorship and Advertising Policy for further ethical alignment and seeks to identify any additional parameters that may be appropriate following member feedback, AND
3. THAT the Board will continue to support student activism by enabling the elected Student Representative Council and Postgraduate Council to advocate for students and student issues through their campaigns and initiatives.

**CARRIED**

*The meeting went in-camera at 6.05pm.*

*A.Wang joined at 6.13pm.*

*The meeting went ex-camera at 6.30pm*

## 2.2. UNSW College Entity Parameters

The paper was taken as read.

Discussions:

- Correction re the 5% costs. The start-up year will have costs of approximately 15-20%.
- The board considered the appointment of Board members for the new entity, including the involvement of UNSW College representatives and the need for a process to guide these appointments.
- Final updates to the draft Constitution are pending, such as the process for appointing Directors for the initial Board, and the inclusion that Arc (as a Member) must vote with any Constitutional changes.
- Noted that UNSW College were the instigators of this arrangement, driving the request for access to Arc's existing services rather than requesting bespoke programming and activities.
- The new entity will be empowered to flag areas of demand or support required; Arc can then either signpost to existing services and/or adapt accordingly.
- Confirmation that the new entity's Regulations will provide more detail and clarity regarding operations, including distinguishing between SSAF paying students vs non-SSAF paying students and membership validity.

### **ACTIONS:**

*THAT a Policy or Procedure is established outlining the process and parameters for appointing Directors to the new entity.*

*THAT the lawyers are consulted about the constitutional change clause and the possibility of a provisional setup for the first year.*

*THAT the number of Directors is reviewed to potentially be a range vs set number.*

### **RESOLUTION**

THAT the Board endorses the parameters proposed in the creation of a separate legal entity (controlled by Arc) that will enact the relationship between Arc and UNSW College.

**CARRIED**

*The meeting went in-camera at 6.53pm*

*O. Iredale joined the meeting at 6.59pm.  
O. Iredale resumed the Chairing of the meeting.*

*The meeting went ex-camera at 7.11pm*

## **2.6. Delegation Updates**

The paper was taken as read.

- The Board agreed to add the HR Manager as a permanent back-up, rather than temporarily.

### **RESOLUTION**

THAT the Board approves the proposed Delegation Policy updates.

**CARRIED**

## **3. MATTERS FOR DISCUSSION**

*The meeting went in-camera at 7.14pm*

*The meeting went ex-camera at 7.50pm*

## **3. MATTERS FOR NOTING**

N/A

## **4. MEETING FINALISATION**

### **4.1. Meeting Evaluation**

Both Chairs were efficient and effective, encouraging participation and good governance. Thank you to everyone for attending the last 2 meetings in quick succession. The PGC President was thanked for his contributions to the Arc Board

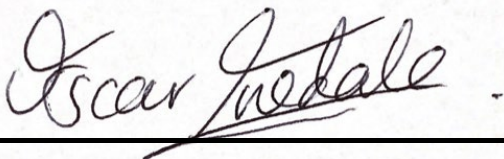
### **4.2. Next Meeting Date: 19 March 2025**

### **4.3. Policies due for review in 2025**

#### **5.3.1. See [Policy Rolling List](#)**

### **5.4. Meeting Close**

Meeting closed at 7.55pm



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Oscar Iredale, Chair of the Board

26/03/2025