

Acknowledgement: We acknowledge that we meet and work on the land of the Wurundjeri people of the Kulin Nation. We pay our respects to the Elders, past and present and recognize the strength, resilience and capacity of Aboriginal and Torres Strait people in this land.

Board Members in attendance	Jeremy Waite – President and Chair Emily De Wind, Lilian Day, Matthew Harper-Gomm, Junyi Johnny Zheng Yingchen Zhao (Zoom) William Kabira Phoebe Fitzpatrick
Other Attendees	Rachna Muddagouni - CEO Sajal Goundar – Manager Business Operations Dr Zachary Greig – Program Director Student Services Kerry Tucker – Manager Student Engagement Liana Moore – Executive Assistant (Minute Taker) Eren Muller – Administration Officer
Representative Council Observers	Brendan Laws – Education (Coursework) Monica Sestito – Education (Research) Officer Ricki Spencer – LGBTIQ Officer
Faculty Council Observers	Benjamin Cronshaw Lynton Gunn
Absent	Representative Council: Kate Denver-Stevenson – Activities Officer, Bridget Cochrane-Holley – Health & Welfare Officer, Serena Raza – Families Officer, Caroline Williams – Indigenous Officer, Wei Leng – Women’s Officer, Jean Yong – Environment & Sustainability Officer Faculty Council: Megan Van Vegten, Lakvin Fernando, Jordan Di Natale
Leave of Absence	N/A

Meeting commenced at 4.03pm	Responsible person, time Allocated
<p>1 – FORMAL MATTERS</p> <p>1a. Welcome & Acknowledgment</p> <p>The President delivered the Acknowledgement of Country.</p> <p>1b. Attendance</p> <p>President noted meeting invitation was extended to all Representative and Faculty Council members and welcomed those in attendance.</p> <p>President reminded attendees that all relevant GSA policies apply, including but not limited to Privacy, Code of Ethics and Conduct, and Respectful Workplace, and reminded attendees that should any policies be breached the Chair may exercise their discretion to ask any relevant members to exit the meeting.</p> <p>1c. Declarations of Interest</p> <p><i>Refer to Board Policies</i></p> <p>GenSec advised none to note, President reminded all to declare should any arise</p> <p>1d. Minutes & Follow-up log actions (Attachment 2)</p> <p>Motion: The minutes of the GSA Board meeting held on 20 January 2022 be accepted with no amendments. Moved: Lily Day Seconded: Emily De Wind All in favour, no one against, no one abstaining - motion carried</p> <p>1e. Matters for Approval</p> <p><i>List all the matters of approval with clear documentation as received.</i></p> <p><i>Circulars for formal approval: N/A</i></p> <p><i>Circulars for noting:</i></p>	<p>President 5 minutes</p>

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<p>1 February 2022 - Proposed Structure of Representative Council and Faculty Council Offices (Attachment 3)</p> <p>Motion: The GSA Board approves the memo titled “Proposed Structure of Representative Council and Faculty Council” to be circulated to the membership for comments to be received by 5pm 22nd February 2022 and for those comments to be considered by the Board in decision making.</p> <p>Moved: Lily Day</p> <p>Seconded: Jeremy Waite</p> <p>Carried forward unanimously</p>	
<p>2 – BOARD REPORTING – (Attachment 3a-h)</p> <p>2a President Update on GSA Board, RC, external stakeholder issues and other meetings</p> <p>President tabled report, highlighting:</p> <ul style="list-style-type: none"> • Return to campus safely – several meetings either attended or delegated, all reported back to RC as they occurred. • Meetings with External Stakeholders, including meeting with the new UMSU President as well as UMSU International President and look forward to meeting with more student associations as we return to campus. • Faculty Orientations – visiting different faculties presenting GSA, gaining interest from the faculties. <p>2b General Secretary Update and any changes to operations discussed</p> <p>GenSec tabled report, highlighting:</p> <ul style="list-style-type: none"> • Staff EBA negotiations continue to progress • Memo – proposed changes to Representative and Faculty Council, currently being looked at • Onboarding – two new RC members, will be undertaking training for them soon • Chairing Faculty Council and FRAC meetings • Liaising with CAPA – to be discussed further later in meeting • Leave of Absence – Matt Harper-Gomm took leave of absence for 1 working week that was GenSec approved <p>2c Vice President Report</p> <p>Vice President tabled report, highlighting:</p> <ul style="list-style-type: none"> • Ongoing COVID related advocacy • University is expecting that by Monday ventilation will be maximised • COVID restrictions are changing but wearing masks continues to be encouraged and to be provided by the university <p>Vice President reminded Board and RC to refer to emails sent out for further details.</p> <p>2d Treasurer Report</p> <p>Treasurer tabled report, highlighting:</p> <ul style="list-style-type: none"> • Regular catch ups with MBOF and CEO • International Student Mentorship network – met with Johnny, Yingchen, and MSEC to discuss this and offering support to international students during orientation week • CAPA - attended related meetings, supported President and GenSec on this • Attended feedback session on proposed restructure, worked with President and GenSec on actions moving forward • Attended new student precinct presentation – appreciated the feedback provided, especially from RC members who attended • Representative Council Expenditure policy – drafted and opened up to feedback from RC members last week with some very valuable feedback received from Activities Officer. Feedback will be reopened as it has not been tabled in this Board meeting and Treasurer will notify RC members and request any further feedback. 	<p>Board Members</p> <p>15 min</p>

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<p>2e Phoebe Fitzpatrick Report</p> <p>PF tabled report, highlighting:</p> <ul style="list-style-type: none"> • Work on Orientation working group – looking forward to this commencing • Discussions with Board and RC members on proposed RC changes, as will be discussed later in meeting • Attended a Faculty Orientation in person – lots of interest in GSA <p>2f Matthew Harper-Gomm Report</p> <p>MHG tabled report, highlighting:</p> <ul style="list-style-type: none"> • Attendance at usual meetings - FRAC, Constitution and Electoral Regulation changes discussions with CEO and GenSec <ul style="list-style-type: none"> • Involved in CAPA issues, to be discussed later in meeting <p>2g Yingchen Zhao</p> <p>YZ tabled report, highlighting:</p> <ul style="list-style-type: none"> • Attendance at GSA Drop-In Sessions • Meetings – meeting to discuss International Student Mentoring Programs and other services to international students, discussions with GenSec on planning, attended online FBE Expo on behalf of GSSA for Faculty Orientations, New Student Precinct presentation, usual FRAC and Board meetings <p>2h Junyi Johnny Zheng</p> <p>JZ tabled report, highlighting:</p> <ul style="list-style-type: none"> • Attendance at regular meetings – Board, FRAC, RC as observer • Participation in International Student Mentor Network discussions • Work on Orientation Working Group with other Board members and GSA staff • Reconciliation Action Plan development – following up with MSEC very soon 	
<p>3 – ADDITIONAL BOARD MATTERS</p> <p>3a Proposed Representative Council Positions for 2022/2023</p> <p>Purpose: Chair to present findings of the feedback process and for the Board to make decision on the Representative Council positions for the next term.</p> <p>Outcome: Board to take decision on the Representative Council positions with regard to feedback received and transparency.</p> <p>Chair noted the process has generated a lot of discussion and feedback that is vital to decision making as a Board. Chair outlined that the aim in the meeting is to make a decision on what RC positions will be so they are decided in time for the upcoming elections and make sure these best represent the intentions and desires of the Representative Council and other members who have provided feedback throughout the process.</p> <p>Chair tabled memo and provided overview on background and process, including feedback received on the process. Overview of main feedback on proposals was:</p> <ul style="list-style-type: none"> • Consider merits of RC changes separately • Retain Education (Coursework) Officer • Retain naming of Education (Research) Officer • Introduce a Disability & Equity Officer • Instead of Transition to Work Officer, consider a SJ or POC Officer <p>As outlined in memo, all main feedback items have been incorporated except for the SJ or POC Officer as it is felt this is best undertaken through a longer consultative process, but there is general consensus on strong merits of this.</p> <p>Chair provided overview of proposed changes after feedback, noting:</p> <ul style="list-style-type: none"> • Proposal leaves RC largely the same, with the addition of Disability & Equity Officer and renaming LGBTIQ+ Officer to Queer Officer (based on feedback on memo and advice from current LGBTIQ+ Officer supporting this change) 	<p>Board members</p> <p>45 min</p>

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- Suggestion that Indigenous Officer be renamed First Nations Officer following discussions with LGBTIQ+ Officer and Indigenous Officer
- Restricted constituencies will apply to who can vote for Officers except for Activities Officer, Health & Welfare Officer, and Environment & Sustainability Officer

Chair provided overview of motions and intent, highlighting a broad acknowledgement in discussions with Board members that there is a need to do better with consultation and ensuring GSA is functioning as a collective. Chair summarised main outcomes as:

- RC Composition to be amended in line with feedback
- Independent review of constitutional matters including Faculty Council and Board
- Independent review of decision-making processes and RC resourcing/capacity.

Chair invited questions and concerns from Representative and Faculty Council observers, particularly anything they feel has not been addressed so far.

Education (Research) Officer noted that it is positive a lot of the concerns raised have been taken on board, proposal to maintain the two Education Officers include a Disability & Equity Officer and rename the two Officers are very supportable, and overall the motion does reflect the concerns that student and Rep Councillors raised.

ERO requested further clarification regarding the reasoning behind the proposed changes, the manner in which they were intended to be conducted, the way they were presented as one continuous process instead of two separate processes, and what kind of concerns were raised that prompted these proposals.

Chair responded highlighting:

- Desire to provide better resourcing and refine scope of Faculty Council to support its growth
- Concept of expanding the education portfolio was to allow more people to participate and to allow closer Faculty collaboration
- The extraordinary amount of work done by the current Education Officers, a lot of which spans across what the Board believes the Faculty Council could also potentially support
- Proposed change to Education roles was not in any way due to a perceived deficiency but that this is potentially an under resources area and a way of addressing this by looking at the Faculty Council which considers potentially complimentary issues that could be addressed at the same time
- The large amount of feedback in relation to the proposed changes to the Education (Research) Officer and Education (Coursework) Officer roles and the really genuine concern expressed regarding making changes to the RC before making changes that are required to go to membership
- Agreement that the process itself was not ideal, after communicating on that proposed change
- Intent of the original memo was purely to spark discussion, it wasn't the intention to make a suite of changes but to get people thinking about some of the ideas, and it was a failure on the part of the Board not to communicate that more clearly
- Proposal for a Disability Officer has been raised by the past 3 Health & Welfare Officers as the scope of the portfolio was changing to focus more on that area
- Given the pandemic and the importance of the Health & Welfare Officer remaining the Board felt a Disability & Equity Officer role should be introduced
- Proposal for a Transition to Work Officer was due to informal feedback that transition to work is an important part of GSA's strategic plan and programs and engagement in that area have received a lot of positive feedback from participants
- From feedback to proposed RC changes it has been made clear that membership feels the scope of the Representative Council should be about representing students and advocating for them on social and academic issues, so the Transition to Work Officer position was not supported as much.

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- Name change from Indigenous Officer to First Nations Officer was based on feedback, in consultation with current Indigenous Officer and LGBTIQ+ Officer, and in accordance with GSA's Reconciliation Action Plan
- Name change from LGBTIQ+ Officer to Queer Officer based on feedback and in consultation with current LGBTIQ+ Officer
- While very valuable feedback came out of this, the process leading up to it was not ideal and the Board acknowledges the impact this has had on Representative Council and Faculty Council not feeling like they have had agency in the process

ERO thanked Chair for response, noting there was a feeling that this process was not an aberration but reflective of some setbacks in terms of Representative Council capacity to do their role and advocate for students when key pieces of information are withheld, including access to membership, and it would be good to really think about this as something that can potentially shake up the way GSA is run on the whole going forward.

Chair echoed this, noting it is disappointing to hear this is the experience of Representative Council and that it is good the feedback has made it through as part of this process. Chair emphasised that Board should be responsive to feedback and GSA is in a strong position to address these matters moving forward.

Chair thanked ERO for her comments and asked if any other observers had any further questions, none to note.

Chair highlighted update to motion to change Indigenous Officer to First Nations Officer and asked for any concerns regarding this, none raised.

Motion: The Board endorses the proposed RC roles for 2022/2023 for the General Election to be held in April/May 2022 as outlined in the memo *Proposed Motion regarding the Composition of the Representative Council for 2022/2023 based on the feedback received* (Attachment 3.5) with the amendment to rename current Indigenous Officer as First Nations Officer.

Based on suggestions in the feedback process, the Board also endorses the introduction of a People of Colour (POC) Officer for the 2023-2024 term subject to thorough consultation with the graduate POC community to ensure any such role is the outcome of autonomous community input. GSA commits to continuing and bolstering our anti-racism campaigns, engaging with the graduate POC community and supporting the Indigenous Officer and other Office Bearers in this work until more comprehensive consultation specifically with the POC community can be undertaken.

Moved: Jeremy Waite

Second: Lily Day

All in favour, no one against, no one abstaining – motion carries

Motion: That the Board commits that any changes to the GSA Constitution, including the composition and scope of the Faculty Council, will be undertaken independently with the support of an external consultant focusing on all aspects of the concerns raised through this feedback process, evaluation of the current structure and exit interviews. The Board will ensure GSA allocates the time and resources to ensure membership consultation is comprehensive before any decision at a general meeting. This process will be discussed and agreed upon by all RC, FC and Board members before the commencement of this work. The timelines for this will be determined as agreed upon by RC, FC and Board members, which may result in an additional SGM after the AGM if the outcomes/changes cannot be reached/agreed for the motion to be passed before the AGM.

Through this same process as decided by RC, FC and Board, there will also be a review of the Board's current constitutionally mandated process to determine the composition of the Representative Council

Moved: Jeremy Waite

Second: Emily De Wind

All in favour, no one against, no one abstaining – motion carries

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<p>Motion: That the Board commit to ensuring Representative Council Members are provided with the opportunities and resources they require to proactively engage and connect with students (as per the Representative Council statement). This includes engaging an independent consultant to review the current mechanisms of decision making, transparency and accountability within GSA and to our members, as well as the support offered to all elected representatives by staff and other concerned stakeholders to improve collaboration advocacy and develop trust in democratic processes at GSA. This process will be discussed and agreed upon by all RC, FC and Board members before the commencement of this work. The report will be shared and agreed changes will be incorporated in GSA's operations and decision-making process.</p> <p>Moved: Jeremy Waite Second: Johnny Zheng All in favour, no one against, no one abstaining – motion carries</p> <p>Chair noted that this is the beginning of a much longer process and conversation about how these issues are dealt with moving forward, and thanked all for their feedback</p> <p>3b Council of Australian Postgraduate Associations (CAPA) Affiliation Update</p> <p>Purpose: Chair to provide an overview of GSA's previous negotiations with CAPA and recent governance concerns. Outcome: Board and attendees updated on discussions of GSA-CAPA relationship and for Board to initiate further conversations with membership and GSA Office Bearers.</p> <p>Chair gave overview of ongoing concerns related to advocacy work of CAPA and ensuring affiliation money GSA provides is really serving members. Despite expectations and measures put in place GSA has been disappointed in governance in recent years, and concerning trends continue to be seen.</p> <p>Chair noted that no decision is to be taken at this meeting and there will be further discussions soon. The Board will continue the conversation with RC, FC, and membership so an informed decision regarding actions can be made at a later stage. Chair noted the Board will be in open communication regarding these matters.</p>	
<p>4 – MATTERS FROM THE REPRESENTATIVE COUNCIL</p> <p>4a Meeting Minutes (Attachment 4)</p> <p>The minutes of the GSA Representative Council meeting held on 17 February 2022 tabled for noting.</p> <p>4b Recommendations from the Representative Council for Board consideration</p> <p>Board noted that Representative Council provided signed feedback on item 3a, no further recommendations at this point.</p> <p>4c Questions and other business from observers</p> <p>ERO requested further information on CAPA issues raised earlier around the election</p> <p>Chair outlined concern around the general meeting recently held where the meeting continued to elections without quorum and GSA was one of the organisations that expressed concern around this and noted ongoing concerns around output and operations of CAPA.</p> <p>MHG gave overview of recent meetings with other concerned affiliates who have put together a statement to call an AGM of CAPA to overturn results of recent election. GSA has been invited to sign this statement and this will be considered over next week or so with a circular motion to go out to establish a response.</p> <p>GenSec noted that GSA Board members in attendance raised concerns with the Returning Officer but received no real response which is why board members are looking into pursuing this with other organisations but still quite a lot that needs to be addressed.</p>	<p>President and other members</p> <p>15 min</p>

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<p>CEO noted that this is a considerable amount of money invested by membership and raised query regarding how best to keep membership informed and ensure there are mechanisms that allow membership to decide what to do.</p> <p>CEO expressed concern that this has been tabled before and continues to be an issue.</p> <p>Chair noted that GSA is the only affiliate with a workplan and a specific funding agreement with CAPA, however this has not resolved the issue and the Board is increasingly uncomfortable with funding GSA is giving to CAPA and return that this is bringing.</p> <p>Treasurer suggested a memo summarising concerns be written by himself, MHG, and GenSec to summarise issues and potential actions.</p> <p>MHG noted that concerned affiliates looking to convene a Special General Meeting are looking to move quickly so if GSA wanted to be involved this is of critical concern.</p> <p>Chair asked for any further questions, none to note.</p> <p>Chair thanked all those who attended as observers and encouraged all to reach out outside the meetings with any further questions or comments.</p> <p>4d Meeting to move in camera</p> <p>Procedural Motion: That the meeting move in camera All in favour, no one against, no one abstaining – motion carries</p> <p>Meeting moved in camera at 4.50pm</p>	
<p>GSA Board Chair and members thank all observers for their time and interest.</p>	
<p>Next Board Meeting 24 March 2022</p>	