

Board of Directors Meeting Minutes for June 26, 2010

I. Call to Order: President **Beig** calls the ASI Transition BOD Meeting to order at **12:17pm**.

** indicates member present at start of meeting roll call*

II. **Roll Call**

Members Present

- * Mohammed Beig
- * Emily Wirt
- * Samantha Andres
- * Stephanie James
- * Rohan Dixit
- * Marissa Deherrera
- * Melissa Grottkau
- * Thomas Candelario
- * Ylva Sandberg
- * Jennifer Case
- Nandini Alice Premmanisakul
- * Bob Williams (ex-officio)
- Marguerite Hinrichs (ex-officio)
- * Stan Hebert (ex-officio)
- * Robert Lara (ex-officio)
- * Bobby Rodgers (ex-officio)

Absent Members

- Rafae Khan
- Sezy Aydin
- Joe Tafoya
- Jennifer Case
- Kate Shaheed (ex-officio)
- Henry Reichman (ex-officio)
- Debby DeAngelis (ex-officio)

Guests

- Christopher Chavez
- Emily Switzer
- Chris Brown
- Lokesh Vijayakumar
- Brady Landry
- Georgina Arnold
- Danielle Lane
- Sara Holdridge
- Kortnei Taylor-Glass
- Laura Banuelos

III. **Action Item – Approval of Agenda**

M/S Wirt/James to approve Agenda. Motion Passes.

**M/S James/Wirt to Amend the Agenda: Add Special Action Item – Scholarships
Motion to amend passes.**

IV. **Action Item – Approval of Minutes – June 10, 2010**

M/S Wirt/Andres to approve the minutes of June 10, 2010.

Motion Passes. Abstention: Sandberg

V. **Public Comment:** President **Beig** introduced Christopher Chavez, President of CSSA and Emily Switzer, CSSA VP for University Affairs. Mr. Chavez addressed the Board and shared his goals for CSSA. Mr. **Hebert** asked about the fee increase instituted by the CSU and what plans CSSA has in response. Mr. Chavez outlined strategies in which lobbying will continue. The CSSA has taken a “two prong” approach by advocating in Sacramento and lobbying for raising more funds for the CSU and stop putting the burden on students.

VI. **Special Presentation:** None

VII. **Swearing In of 2010-11 Board Members**

President: Mohammed Shahid Beig

Executive VP: Rafae Khan (at Panetta Institute-was sworn in by President **Beig** prior to meeting).

VP of Finance: Georgina Arnold

VP of External Affairs: Joe Tafoya (at Duke Univ. for internship – sworn in via phone)

VP of Internal Affairs: Samantha Andres

Director CBE: Brady Landry

Director CLASS: Danielle Lane

Director CEAS: Sara Holdridge

Director Science: Nandini Alice Premmanisakul

Director PR: Kortnei Taylor-Glass

Director Recreation and Wellness: Marissa Deherrera

Academic Senator: Laura Banuelos

Academic Senator: Lokesh Vijayakumar

ED **Williams** reminds the current board and new board that the official transition to the new board is Noon on Wednesday, June 30, 2010. New Board members were asked to join the current board at the table for today's meeting.

VIII. Action Item – Bereavement Policy

VP **Wirt** as the representative of the Personnel Committee recommended (per request of the ED) the Board adopt an amendment to the Personnel Policy in which bereavement leave be increased from 3 days to 5 days for out of state bereavement. This is in keeping with University policy and keeps this benefit provision comparable.

M/S Andres/Grottkau to approve increase from 3 to 5 days for Bereavement Leave. Motion passes. Abstention: Candelario

IX. Action Item – University Union Renovation (Bistro and C-Store)

President **Beig** introduces this subject to the board by stating that a new compromise proposal for remodel of the Bistro has been posed and is supported by him and the ED. The first proposal was for a total cost of over \$850,000 for the ASI/UU. This new proposal puts a cap on ASI funds at \$500,000 for the project. The dollars will be used for construction work and will not include any equipment. ED **Williams** expressed his support by stating that this will “dress up” the Union and help to bring in more students. President **Beig** introduced Mr. *Chris Brown*, AVP and ED of the Foundation who oversees the food service contract and Aramark activity on the campus. He stated that the Bistro is in need of a facelift that will help improve the level of service for students. Concerns expressed by the board included comments related to food selection. Mr. *Brown* clarified that the same offering will be made, but the presentation and process of selection will be different. There was some confusion that the proposal called for a food service area that serves only hamburgers and pizza. Mr. *Brown* assured the Board the variety of food will continue as it has.

President **Beig** also introduced the concept of a remodel and possible expansion of the C-Store located on the second floor at the main entrance to the Old University Union Building. The expansion will net Aramark and the Foundation approximately 150 additional square

feet and will extend the area of the C-Store into the current lobby area. There is no cost to ASI for this part of the project.

President **Beig** and ED **Williams** both spoke to their support of these projects. Concerns as expressed by Director **Tafoya** regarding issues with quality of food and service will be addressed separately with Mr. *Brown*. Mr. *Brown* encouraged the board to always point out issues they have with food service. The Foundation and Aramark want this feedback and want to continue to work toward providing the best possible product to the campus community. Discussion on these projects ensued with Mr. *Brown* and ED **Williams** answering a number of questions and explaining the projects in more detail.

Several board members expressed concern that student dollars should not be spent to benefit Aramark. Mr. *Brown* and ED **Williams** explained that Aramark will not necessarily net more sales as a result of this project. But it will make the environment better for students. The weakest area of performance for Aramark is currently the Bistro. Only so much can be done in this area as it currently stands. Further, Aramark is putting out considerable funds for projects across campus including a new Einstein's Bagels, and a Starbucks.

The C-Store project will hopefully be done during this summer and be ready by the Fall Quarter. Mr. *Brown* recommended that all the advance work on the Bistro be done now so that the Bistro can close at Thanksgiving and have the remodel take place between Thanksgiving and the beginning of the Winter Quarter.

President **Beig** "divided the question" and suggested two separate votes for the two separate projects (the C-Store and then the Bistro).

M/S Candelario/James to approve the remodel and expansion of the C-Store with no ASI funds contributing to the project. Motion carries.

M/S Andres/Wirt to approve the remodel of the Bistro in which ASI funding is capped at \$500,000 and does not include any purchase of equipment. Motion carries.

Timeline for the above projects will be determined by ED **Williams** and Mr. *Brown*.

X. Action Item – Executive Director's Performance Review (Closed Session).

M/S Wirt/James to move into closed session. Motion carries.

The Board listened to a report from the Personnel Committee which conducted the evaluation of the ED. The Board listened to their comments, asked questions, and provided further feedback.

Upon returning to open session, President **Beig** stated that the recommendation(s) as provided by the Personnel Committee was accepted by the Board. ED **Williams** review was favorable. Details remain confidential. President **Beig** will meet with ED **Williams** and provide a final review report.

XI. Special Action Item – Approval of Scholarships and Mr./Ms. CSUEB

VP **James** provides explanation of scholarship applicant selection process and reviewed the actions of the Committee regarding over 60 applications for scholarships. The Committee selected *Parris Moore* for Ms. CSUEB but did not make a selection for Mr. CSUEB.

M/S Wirt/Deherrera to accept scholarships, fellowships, book scholarships and Mr./Ms. CSUEB. Motion carries.

XII. Action Item – Stipend Distribution, Increase, and Review

President **Beig** reminded Board Members that who currently serve on the Board, and will be returning for the 2010-11 year, must recuse themselves from discussion and voting. As a result the following members took part in discussion and voting: **Candelario, Grottkau, Dixit, Wirt, Sandberg, and James**. President **Beig** (who is returning in 2010-11 as President) turned the gavel over to EVP **Wirt** to chair this portion of the meeting.

ED **Williams** reviewed with the board that currently ASI falls roughly in the middle of ASI organizations as it pertains to compensation (i.e. stipends, scholarships, etc.). He recommended an increase as follows: Directors be raised to the level of Executives in their stipends. Executives remain the same with their stipends, but will have the CSU “in state fee” paid by ASI. The cost of this increase is approximately \$25,000. ED **Williams** explained further that this was not currently in the 2010-11 budget and if the Board wants to follow through on this, they must approve the amount and direct the ED to make a budget adjustment as appropriate.

ED **Williams** commented that ASI remuneration is “all over the map.” Some schools provide much more compensation. Some schools provide no remuneration whatsoever.

Members not having to recuse themselves set about discussing the issue. Several felt this was a bad time to raising remuneration for Board members. Director **Dixit** stated his non-support of increases at this time.

A lengthy discussion took place in which the advantages and disadvantages were spoken and resulted in a procedural process for considering the question.

M/S Candelario/Sandberg: To consider increases separately from the question of distribution. Recused members will not participate in discussion or voting of increases, but may return to the table to participate when considering distribution of remuneration. Motion carries.

President **Beig** asked that committee payments be increased from \$25 to \$35 to be added to the motion regarding compensation.

M/S Candelario/Grottkau: Increase Directors to \$700 per month, Executive officers (5) would remain the same but have their in-state mandatory CSU fee paid by ASI. Committee members would be raised to \$35 per meeting.

Director Candelario suggested an amendment in which fees would not be paid. Because this was somewhat confusing, Director Candelario suggested the above motion be voted down and a new motion be put on the table.

Roll Call vote requested:

James-No

Dixit-No

Grottkau-No

Candelario-No

Sandberg-No

Motion fails.

M/S Candelario/Sandberg: stipend increase of \$200 per month for board members and increase of \$10 (\$25 to \$35) for committee members. Discussion ensued.

Sandberg: Amendment: To increase all directors, including all execs to the following levels: directors will receive an increase of \$100 per month to bring the totals to \$600/month for directors, execs will receive \$800/month, and the President would receive \$1000/month.

James: Amendment to the above amendment: Increase all members by \$200 to the following levels: \$700 for Directors, \$900 for Executives, \$1100 for the President. Second by Candelario.

On the Amendment to the Amendment: Roll Call Vote Requested:

James-Yes

Dixit-No

Grottkau-No

Candelario-No

Sandberg-No

Amendment to the amendment fails.

Voting on original amendment as moved by Sandberg: increase all members by \$100/month, and committee members to \$35 per meeting. Roll Call Vote Requested:

James-Yes

Dixit-No

Grottkau-Yes

Candelario-Yes

Sandberg-Yes

Original Motion: **Increase of \$100 for all members of the Board** and **no increase for committee members (remains at \$25 per meeting)**. **Roll Call Vote Requested:**

James-Yes

Dixit-No

Grottkau-Yes

Candelario-Yes

Sandberg-Yes

Motion carries.

President **Beig** and other members of the returning board returned to the table. President **Beig** initiated a discussion on distribution of the payments. It was determined that the best way to proceed would be to table this issue to the new Board and have ED **Williams** work with the Execs to determine a distribution policy to be reviewed for approval at the next Board Meeting. Stipend distribution would remain the same until such time a policy is defined.

M/S to postpone this item to the next board meeting: Motion fails.

M/S James/Grottkau have stipends treated as scholarships to be deposited directly into a student's account.

Director **Rodgers** clarified that scholarship dollars going into a student's account could result in reduced financial aid awards. A suggestion of allowing a choice to Board members was posed to ED **Williams**. He stated that he thought it was possible but would need to consult with accounting staff. Director **Sandberg** suggested that an option of either taking a stipend or scholarship be given to board members. Stipends would be paid on a form 1099 and be taxable. Scholarships would be deposited directly into student accounts and not taxable.

Motion fails.

M/S Sandberg/Wirt: To postpone the issue to the next board meeting. Director Grottkau left the room and quorum was not met. All discussion stopped for a brief period as to when Director Grottkau returns. Motion carries.

XIII. Action Item – Per Diem Policy

President **Beig** asked that per diem be paid at current rates to traveling board members without the need to return receipts for payment. ED **Williams** supported this and explained that this is what is done at the Foundation and University. This is normal operating procedure.

M/S Sandberg/Wirt: To pay per diem up front to traveling board members without the need to return receipts. Motion Carries.

XIV. Information Item – Proposals for next year’s Board

President **Beig** reminded members to respond to an e-mail from **ED Williams** regarding their plans for the upcoming year. **ED Williams** stated he would send out another e-mail to solicit the information he needs to plan for the Fall 2010 Retreat.

XV. Roundtable Remarks

Members around the table made closing remarks for the year including expressing appreciation to fellow members for a good experience. **Bobby Rodgers** said good bye to the board as he will no longer be serving as the representative from housing.

Stan Hebert reminded board members of the importance of maintaining eligibility and then reviewed the changes regarding the PEMSA move to the new SSB.

XVI. Adjournment:

M/S Wirt/Deherrera to adjourn the meeting at 3:06 pm.

Motion Carries.

Minutes Reviewed by:

ASI BOD President

Name: Mo Shahid Beig

Minutes Approved on:

September 2010

Date