**Board of Directors Meeting Minutes for May 2nd, 2012**

1. **Call to Order:** President **Prado** calls meeting to order at **12:06pm.**

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

1. **Roll Call**

Members Present Absent Members Guests

\*Chris Prado Chinna Ford Chase Thomas

\*Chris Caldwell Martin Castillo Krista Smith

\*Siddharth Menon D. McKinney Lil Brown-Parker

\*Mark Allen T. Laluan Mark Weisbecker

\*Lyla Pehrson

\*Humberto Rosas

\*Derek Volk

\*Cesar Lafarga

\*Jessica Stone

\*Corrie Christine

\*Melanie Sutrathada

\*Courtney Symonds

\*Tenaya Davis

\*Parris Moore

\*Stan Hebert

\*Randy Saffold

\*Marissa Parry

\*Marguerite Hinrichs

\*Mike Mahoney

1. **Action Item - Approval of the Agenda**

**Motion: (Caldwell) to amend the agenda.**

**Amendment I: to include Board Reports by Humberto Rosas and Derek Volk.**

**Amendment Carries.**

**Motion Carries as Amended.**

**Motion: (Pehrson) to amend the agenda.**

**Amendment II: to add an Emergency Action Item titled Resolution to Adopt Remuneration Policy.**

**Amendment Carries.**

**Motion Carries as Amended.**

**Motion: (Laluan) to amend the agenda.**

**Amendment III: to add an Emergency Action Item to reverse the Elections Committee’s proposal to ban slates from participating in the ASI Election.**

ED **Saffold** states that he does not believe that the board can reverse any decision made operationally by the Elections Committee. The Elections Committee works independently of the ASI board. They work independently so that ASI does not have any direct effect of the outcome of elections. I want to advise the board that you do not have that option.

VP **Laluan** states that if we do appoint members of the committee to the Elections chair, I believe that we do have some responsibility to ensure that actions undertaken by the Elections Committee are taken in a matter that gives more voice to students to participate in the process. My concern is in regards to borrowing the notion of slates. At the very minimum, I would like to have that discussion.

ED **Saffold** states two points of order; they did not bare slates and they will not be mentioning slates as options for candidates in election materials. Slates are able to still align themselves outside of that, but they cannot be referred to in the election materials. The committee codes and bylaws in the Elections Committee define what they do. If there is an issue that the board has with that, it should be raised with the bylaws as they are drawn up in public meeting with the Elections Committee, not by this board. That board works independently of ASI. If it’s the students that you are concerned with, they should come to a public meeting of the Elections Committee and voice their opinions. This board cannot control the Elections Committee.

**Hinrichs** states that the Elections Committee did not decide to eliminate the slates. They decided to eliminate the slate name from the online ballot. It’s the responsibility of the students running with the slate to sell and market themselves so that their student peers know who they are. We want students to work for and earn their position on the board. I want to clarify that slates are not eliminated and that you can run as a group together; however, when it comes to the online ballot, those slate names will not be there. The individual candidate’s names will be there.

VP **Pehrson** states that if we were to make decisions for the Elections Committee; that would be a conflict of interest because they are students, and we are cable of running against them. Many of us are graduating, but that does not change the fact that there would be conflict of interest. Based on that, we don’t have the authority to change this.

Mark Weisbecker, the Elections Committee chair, states that in the elections code, it states that if you want to run on a slate, it has to be announced to the elections. It does not say the elections committee has to put it on the ballot. It just has to be announced and you have to run it together.

VP **Laluan** states that he would withdraw his motion if there can be a clarification as to how people report that they are running as a slate. That information is not on the application. VP **Laluan** withdraws his motion due to the fact that he needs more clarification.

**Amendment Fails.**

**Motion: (Laluan) to approve the agenda.**

**Motion Carries as Amended.**

1. **Action Item - Approval Of The April 18th, 2012 Minutes**

**Motion: (Rosas) to approve the April 18th, 2012 Minutes.**

**Motion: (Stone) to make a friendly amendment to the April 18th, 2012 Minutes.**

**Amendment I: to include Director Stone as a present member at the last board meeting.**

**Amendment Carries.**

**Motion Carries as Amended.**

1. **Public Comment** -None

Public Comment is intended as a time for any member of the public to address the Board on any issues affecting ASI and/or the California State University, East Bay.

1. **Emergency Action Item** – Ad-Hoc Committee Resolution

President **Prado** will seek approval of the Ad-Hoc Committee Resolution adopted for the Audit Committee.

President **Prado** yields the floor to ED **Saffold** to provide clarity on this issue.

ED **Saffold** states that in satisfying our auditing requirement; we had to have an audit committee policy and an audit committee charter. We now have both of those, but we also needed to have a standing committee for our audit. Since that has not been added to our bylaws and we did not have a referendum going towards that, we need to immediately establish an AD-HOC Committee of the audit committee as we move forward with this year’s audit. I want to ask the board to form an AD-HOC committee for the audit. It would consist of the board motioning to form an AD-HOC committee with the charge of completing the audit. The board’s ratification of that would allow us to have a committee for the next year. It would be made up of the committee as charged in our audit committee policy. This is for auditing purposes in the future to make sure that we have a standing committee. We need to have an AD-HOC committee while we do this work until we get it as a standing committee.

**Motion: (Pehrson) to approve the AD-HOC committee resolution.**

VP **Pehrson** states that this is something that the Internal Affairs committee will be looking at during their next meeting.

**Motion: (Saffold) to make a friendly amendment to the motion.**

**Amendment I: for the motion to state that we are to form and AD-HOC committee.**

**Amendment Carries.**

**Motion Carries as Amended. 14:00-18:04**

1. **Emergency Action Item** – California Department Of Education Lawsuit

President **Prado** will seek approval to resolve the California Department of Education Lawsuit for the Early Childhood Education Center (Child Care Center).

ED **Saffold** states that the major portion of the Lawsuit is over with. We have successfully

gotten them to remove the interest on the 50,000 plus, that we owed. We also got them to remove the cost of attorneys and litigation so that we are back to only owning the 50,000. They are writing a formal agreement and it will be brought to the board as soon as I receive it. I’m seeking permission for the board to execute that signature on the agreement that they agreed to allow us to pay the fee in twelve month intervals over the next two years to reduce our immediate hit for that. I’m proposing that we take it out of reserve as opposed to doing the payments. I’ve ensured that the contract that is coming is not with any early payment penalties. For those who don’t remember, it was a lawsuit as a result of failing to reimburse the Department of Education a specific amount of money over time. They gave us a grant to run facility based on the number of children. We did not meet that number of children; therefore, we owed them back that money in 2008, and that money never went back. In 2011 they contacted us about owing that money plus interest.

**Motion: (Rosas) to allow the Executive Director Randy Saffold to move forward with the signature to seek resolution with the Department of Education.**

VP **Menon** asks ED **Saffold** what the final amount taken out of reserve would be. ED **Saffold** states that it would be around $50,500. If the board is concerned, they can say not to exceed $51,000. We would then know that we are following under the proper amount. The amount that was on the CVE suit claim is the amount we will owe in the end. VP **Menon** asks to make a friendly amendment to the motion to state that we can take out no more than $51,000 from the reserves.

**Motion: (Menon) to make a friendly amendment to the motion.**

**Amendment I: to change the motion to state that we cannot exceed $51,000 to take out of the reserves.**

**Amendment Carries.**

**Motion Carries as Amended. 18:07-24:45**

1. **Emergency Information Item:** Budget Review Session and Discussion

President **Prado** states that this discussion will brief the board on how the budget talks have been going. He yields the floor to ED **Saffold** to give an overview of the budget.

ED **Saffold** states that the individual budgets of the Finance Committee have been reviewed.

We are saying that we are going to have a 4.5% increase in salaries. That reflects the addition of a couple positions in which we thought were critical. Those positions were the Director of the Administrative Systems to make sure that we are shoring up our district components around HR as well as a PR component. Another thing we are trying to fit into the budget is having an HR person because we are seeing that our solution of using Paychex is not working the way we need it to. We would be removing the extra money we are paying for the Paychex HR representative and getting a representative of our own. This means that we may face the idea of eliminating professional positions within ASI to create the positions that we really need. When we look at our Supplies and Services, there is a minor

increase of 10%. With Publicity and Printing there is a decrease. We will be using more social media instead of wasting printed materials. The budget for Advertising and Promotions has increased largely because we have split the difference between what the department used to get, versus what they are getting now. There has been an increase in our Contracting Services because of the increasing of other budgets into this budget. We are doing more individual contracts in things like events and promotions. We have done more promoting than we have done in the past. There has also been a complete flip in our budgetary structure. Last year’s budget was not in this budgetary system; it was done in a completely different set of accounting codes. It’s difficult for us to go back in time to see what the budget consisted of in the past. As of the year of 2011-2012 we have a completely new budgetary system and we also have no history for 2010 because we weren’t in this budgetary system. Our fees are dramatically higher because of something called Other Pulse Employment Benefit. That’s about $365,000 line item added to fees because it is the fee of the money we have to set aside to satisfy retirement. We haven’t been paying this, but we have been accruing it. Our budget is largely inflated because of that amount being in there. For the 1.9 million that we have, that has to be moved into reserves; we are trying to use a portion of that to satisfy the OPEB requirement. We have to have an amount set aside for retirement benefits for our employees. If we can use part of the 1.9 million that we have, we may not have to take the whole $365,000 out. For Travel in State we are planning to do less. We eliminated all of our Travel out of State last year to satisfy the $750,000 we had to cut. We cut rather aggressively. For Communications, there was a significant drop. It was brought to my attention that all of our cell phone accounts were domestic accounts with corporate accounts with an add-on. I investigated it with AT&T and found out that we can do a much better job with it overall. We moved from having corporate phones to individual phone plans in which we pay $50 per month for people to have. That almost cut our phone bill in half by doing that, and it was a good decision on our part to save money.

We have been requesting less equipment because Jonathan Stoll and Krista Smith had equipment last year that we will not be using this year. The amount of equipment purchases has decreased. For our insurance, it is going to show that the amount went down partly because we no longer ensure the building; we only ensure our property and our activities. We kept the scholarships amounts relatively the same. We have not awarded many yet which is why the projections are a bit lower. Staff Development and Support is bringing in consulting and things along those lines. Anything we did not have to spend, we did not spend this year. The board stipends remain the same with the exception of the Directors. This does reflect the new policy that VP **Pehrson** is proposing for remuneration. Club Funding remains the same, although there are some club funding policies that are proposed as changes to the seed allocations. Clubs only receive seed allocations once instead of getting one each quarter. The primary membership here is being represented by CSSA. We are focusing more

attention into our programs activities. Finally, the total expense is about $4.6 million. Last

year’s total allocation came was about $4.2 million. This is where we have a problem; we are way over what we requested. If we look at the numbers, we are looking at $468,000 more than what we would be spending. We should be spending about $100,000 less than what last year’s allocation was in order to stay on target. This is also related to the fact that we don’t know how much income to assume from student fees. We are still waiting on that final projected number. This first cut of the budget is still way too high; therefore, we are going to go back and eliminate more items to try and get us back to where we need to be. Everything is on the table as far as what we are going to negotiate and move forward with. I will bring back to this board a revised version of the budget as well as bringing it to the Finance Committee. I hope to have this board approve the final budget either on May 9th or May 16th. We’ve set aside two sessions to make sure that we go through and satisfy the board requirement of passing this budget. **24:48-44:47**

1. **Emergency Action Item –** Board Reports

President **Prado** yields the floor to the three board members who wish to give their board reports.

Director **Rosas** states that as the Director of CBE he has been able to contribute his ideas to help the board, as well as the voice for the CBE students. Projects for this academic year include the following:

* Increase CBE club exposure and awareness
* Improve how students are able to schedule appointments with CBE counselors
* Host Meet the Dean of CBE
* Help other board members with events
* Organize all CBE clubs to organize together

Meetings in which he attended included the following:

* ASI Board meetings
* CBE President Council Meetings
* One-on-one meetings with Dean Swartz

His plans for future action include the following:

* Potential Meet the Dean event (after ASI elections)
* Assist my successor in transitioning him/her into the future ASI Director, CBE.

Director **Volk** presents his board report and states the following as an overview:

* Met with the Dean of CEAS
* Been a part of the Community Policing Advisory Board
* Helped plan the 50th Anniversary for Credentialing Services
* Put on a Meet the Dean Event
* Put on a Suicide Prevention Event
* Worked closely with Laty Johnson, Director of Credential Student Services and attended workshops
* Met with the Director of Peer Mentors and the Director of PAW to discuss increasing the student involvement and how they can build a better relationship with ASI

Director **Volk’s** presents his board report and gives the details of his projects for the academic year:

* Credential Candidate Workshops
* Helped plan and organize
* February 23, 2012 at 4:30pm to 5:30pm
* April 26th, 2012 at 4:30pm to 5:30pm
* Community Policing Advisory Board (CPAB)
* First ever student representative
* Able to get more students involved with CPAB
* Meet the Dean Event
* Large outcome of students
* Dean of CEAS enjoyed interacting with students
* Suicide Prevention Event
* Held event on April 23rd, 2012
* Over 50 people attended

Meetings in which Director **Volk** attended include the following:

* Meetings with Laty Johnson and Jennifer Miranda
* Academic Senate meetings
* ASI Board meetings

**Hebert** commends Director **Volk** for getting student involvement with the Community Advisory Board for University Police. It is important that any issues regarding student safety, student consideration, and student access to facilities that may involve police services are addressed.

Director **Volk** states that Journey to Success is coming up. It’s the same day as Springfest. **Hebert** states that the Journey to Success is part of a system wide initiative aimed towards under-served communities; in this case it is Asian and Pacific Islanders. Student participation is encouraged because it’s important that current students model opportunities such as access to college and planning for college to the perspective students who will be there.

Director **Symonds** gives her report andstates that CHESS was a great weekend. It was brought to my attention that there were concerns about the conduct of people who attended. VP **Menon** states that he would like to make a motion to have a closed session to complete the rest of Director **Symonds** board report on the conduct of individuals who attended CHESS.

**Motion: (Menon) to move into closed session.**

President **Prado** states that he feels uncomfortable with moving into a closed session to discuss this issue in a public format.

Director **Moore** states that if this is an issue that is sensitive, it should be discussed in a separate meeting. This is already a public session.

ED **Saffold** states that in any public discussion as long as the discussion is kept civil and factual there should not be an issue. As long as you are not breaching any confidentiality, there shouldn’t be an issue with us having this discussion.

VP **Pehrson** states that if it is a matter of discussing policy; I think this is the correct forum. Any members of the public can discuss the policies. If is a matter of personnel, I think it should be moved it to a personnel meeting.

VP **Laluan** states that he sees this as a procedural delay and if this discussion happens at a personnel meeting, he would request that EVP **Caldwell** set that meeting after this meeting so we can have that discussion there. The discussion must be take place at some point.

EVP **Caldwell** states if there are any issues that want to be discussed in personnel, he will call a meeting. **44:49- 1:01:25**

1. **Emergency Action Item** – Resolution to adopt the Remuneration Policy.

President **Prado** yields the floor to VP **Pehrson.**

VP **Pehrson** states that she and EVP **Caldwell** have been working together on this policy. We’ve finally got it passed. VP **Pehrson** takes the board through the policy and presents the following:

* ASI committee and board members shall receive a compensation for their appointment outlined by this policy
* The President shall receive a stipend of $1,000 per month over a twelve month period commencing from July 1st through June 30th of the following year
* Executive Vice President, VP of Finance, VP of External Affairs, and VP of Internal Affairs shall receive a stipend of $800 over a twelve month period commencing July 1st through June 30th of the following year

EVP **Caldwell** states that everyone will be working over summer and it is there responsibility to conduct meetings as well as be present for the specific month period in which they are being paid for.

VP **Pehrson** states that this policy reflects what the board has verbalized. ED **Saffold** states that is important for VP **Pehrson** to state the changes as it is reviewed. We currently already do what was stated.

VP **Pehrson** continues to walk the board through the policy and states the following:

* Director of Colleges shall receive a stipend $300 a month over a ten month period

VP **Pehrson** states the reason why the stipend amount was changed because the Director of Colleges has a smaller responsibility to the board. They attend meetings; however, they

don’t hold committee meetings. As a result, we have cut their stipends. EVP **Caldwell** states that last year’s board voted to have the College Director compensated $25 per meeting. VP **Pehrson** states that you cannot go per meeting because it has to be on a stipend monthly basis. EVP **Caldwell** states that there is no easy way for someone to keep up with individuals attending meetings.

VP **Pehrson** and EVP **Caldwell** continue through the policy and state the following:

* There will be mandatory ASI Employee Training and Retreat
* At the discretion of the President and the Executive Director, the lamentation term shall be extended from ten months up to twelve months.
* Appointment times start on July 1st for every member of the board; however only the specified members are compensated over the summer months of July and August. Compensation for summer month is to match the amounts in this policy.
* When vacancies occur, stipends shall begin in the first month of appointment
* No stipend will be distributed until all paperwork is included
* Final stipends shall be withheld until all ASI properties are returned
* Committee members will be compensated $25 per meeting of attendance

Director **Moore** states that attendance is important; however, whenever a new member comes into a position it is of their responsibility to know when the meetings are and to attend them. Over the next quarters you may not know what classes you plan to take and the times they will be held. Also, with the unit cuts, that affects the next board. With their commitment to the board, students also have a commitment to their academics.

EVP **Caldwell** states that for the next board it will be clear as to what time and day board meetings will be held, and that time will be set for the whole year.

VP **Laluan** states that at other campus, positions similar to the Director of Colleges are voluntary and students do not get paid. It is great that our directors are getting paid something rather than nothing.

ED **Saffold** states that the original intent of the board to do this was to reduce the board cost because the budget was significantly high. In my opinion, they are being fairly compensated.

VP **Pehrson** states that this remuneration policy is not a limitation policy. It’s not the policy of how often or not you can meet.

ED **Saffold** states that it’s important for the board to understand that this is a corporation and public meetings cannot be changed randomly each quarter. We have to stabilize this corporation so that students know it is mandatory to meet every other Wednesday at noon. It’s important for candidates to know that when they are running. If a student’s schedule is subject to change, then they cannot be on the board the following quarter. That is the way we are corporately responsible to the student body and our members.

Director **Sutrathada** states that a lot of valid points were brought up, but it is important to

understand that we are here for the students. I think we’ve discussed this well enough.

**Motion: (Pehrson) to adopt the resolution of the modified changes to the remuneration policy.**

**Motion Carries. 1:01:26-1:26:17**

1. **Roundtable Remarks**

**Mahoney:** I think you are all aware that the 17 unit limit has been passed and approved by the President. There is a maximum of 17 unless you are a graduating senior or your degree requires more than 180 units. That is in effect for one year; the President put in authorizing conditions that this is a one year proposal. If it will continue past the 2012-2013 year it will

have to be passed again by the senate through the same process. The CSU Faculty has decided to go on strike. They are planning to have a two-day strike. It is not planned for this spring. Instead, it may start this fall. I think the faculty deserves a contract; they do not have one as of right now. This is a difficult thing, but hopefully this will encourage the two sides to come to an agreement and there will be a contract soon. That’s my hope.

**Menon:** Randy mentioned that next Wednesday we will have the budget discussion. We are also are going to have funding request approvals at that meeting since we won’t be having a finance meeting on Monday.

**Davis:** In terms of Earth day outside the RAW, there were a lot of people out there. It was nice weather and it was good to see people participating and learning about ways to become environmental friendly. There was a huge amount of cigarette buds that were collected around campus and displayed at the event; it’s pretty shocking when you see it in front of your eyes. It was great to see people helping with cleaning up and making people aware of the dirty things on campus. The next thing I want to talk about is Athletics. It’s senior weekend for baseball, and they are at home this weekend. They have a game at 11am and 1pm. It’s going to be sunny, so go out there and support the athletics. Coaching Core addressed Randy and I, and they are looking to have a meeting on campus next week. They just need someone to be the rep at the meeting and they potentially want to have a club on campus. They work with students and get them to volunteer to coach teams. ED **Saffold** states that the club takes student leaders and connects them with local need groups that have teams without coaches. It’s an opportunity to grow and develop leadership skills and coaching skills. Often times they tap people within the recreation, kinesiology or academic studying fields. It’s a really valuable program, and depending on the level in which you get involved with them, they have internship positions and coaching positions that are for pay. At the end of the semester or quarter in which you work with them you have the opportunity to be compensated, similar to a stipend reward for the work you did, but there is not a pay structure to it. There trying to get involved on campuses through clubs to keep the conversation.

**Pehrson:** For Internal Affairs, we are going to go over the bylaws at the next meeting.

There are some small changes that I will be bringing up in front of internal and they will be brought through the board. If you are able to attend that, you’ll get a glance at it as well. Some of those things including looking at Melanie’s position as Director of Public Relations and changing that into Director of Communications.

**Stone:** Last weekend we hosted The Day of the Teacher at the Concord Campus which was

a huge success. There were lot of students from both campus as well as students looking to get in a teaching position and program. I was there representing ASI and I got to speak at several of the meetings.

**Rosas:** When is the Bay Side Banquet? **Hebert** states that May 18th or June 1st are the two dates. Director **Davis** states that some of us are going to be on the committee and it’s important that we decide on a date ASAP.

In terms of planning the event, when you wait last minute we don’t get the things we want or get things in time. We really need to decide in the next two days.

**Hebert:** Chris Brown, our Deputy Vice President accepted position at San Jose State University as Associate Vice President of Facilities. We’ll wish him the best and miss him. He’s done very important things in developing the activities of our foundation. The following organizational changes have been made effective today, May 1, 2012:

* The responsibilities of Deputy Vice President, Facilities, Enterprise Operations, and CSUEB Foundation will be distributed
* The Directors of Housing, Facilities management, and Facilities Planning, Design, and Construction, will report to the Vice President, Administration and Finance and Chief Financial Officer.
* The University Police Department will assume responsibility for Parking and Transportation.
* The Director of Fiscal operations for the Foundation will report to the University Controller.
* The Director of Human Resources for the Foundation will report to the Associate Vice President, Human Resources, and Payroll Services.
* The position of Executive Director of the Foundation will be filled on an interim basis while a search is initiated.

**Prado:** Just a couple of kudos to the Legislative Affairs committee and the Director of Legislative Affairs committee for the Candidate Debate, also to the Finance Committee for being able to get everybody to that Finance meeting. The end of the year is coming up and there are high priorities for scholarships. I know that we are trying to figure out what is going on with the VP of External Affairs and that’s still being worked out. For the External Affairs Committee, Scholarships need to be of the most priority.

**Davis:** I want to thank everybody who came to retreat. I hope everyone had a lot of fun. It was great bonding time with everybody. The hike was awesome. I’m just glad that everyone came out and had a good time.

**Saffold:** In regards to the banquet, ED **Saffold** states that he would recommend that June 1st is a better date. We still haven’t called the first meeting of the committee. We need to clarify that issue and call a meeting immediately. **Parker** states that what has happened in the past is that the banquet has been held after finals or the last weekend that the quarter officially ends. **1:26:18-1:38:31**

1. **Adjournment**

**Motion: () to adjourn meeting at 1:51pm.**

Minutes Reviewed By:

**ASI PRESIDENT\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**Name: Christopher Prado**

**05-09-12**

**Date:**