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Board of Directors Special Meeting Minutes of April 9, 2014

I. CALL TO ORDER: Interim President **Mayol** calls meeting to order at **12:08 PM.**

II. ROLL CALL

Members Present

Katrina Mayol
Thamer Fahad Alhathal
Marie Alexandra R. Ibarra
Edward Andreini
Wilson Tran
Kathy Cutting
Jordan S. Leopold
Chris Gallagher
Raymund Cruz
Stan Hebert
Randy Saffold
Darrell Bailey
Marguerite Hinrichs
Mitch Watnik

Absent Members

Gaozong Yang
Ellen Griffith
Kenrick Ali
D. McKinney

Guests

Lil Brown-Parker
Chandra Kohler
Margaret Daniel
Doris Lagasca
Joe Nacion
Stephanie Luna
Claudia Sandoval
Marc Cochran
Earl Williams Sr

III. ACTION ITEM - Approval of the Agenda

Amendment I: (Ibarra) to add Action Item – Oath of Office before the approval of Elections Packet. To add Discussion Item – Startup Weekend after ASI Budget. To add Discussion Item – WST after Startup Weekend.

Motion carries as amended.

Motion: (Alhathal) to approve the agenda as amended.

No vote was taken; Mayol states that seeing as there is no discussion, the agenda is now approved.

IV. ACTION ITEM - Approval of the Minutes of April 2, 2014

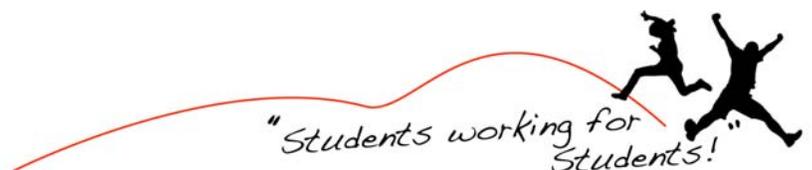
Mayol states that she recently found some errors in the minutes so they need to go back and review the recording.

Motion: (Ibarra) to table the approval of the April 2, 2014 minutes.

Motion carries.

V. PUBLIC COMMENT – 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.

Margaret Daniel addresses the following:



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- She wants to ask the Board a question regarding the discussion they had with Brad Wells in a previous meeting. She would like for the Board to consider including all ASI employees in that decision or having a meeting with all of them to see how they feel about it.

VI. ACTION ITEM – **Oath of Office**

Interim President **Mayol** addresses the following:

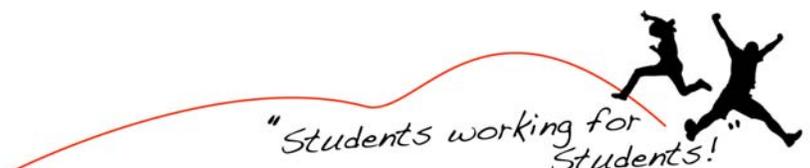
- This Oath of Office is for the Board members that were appointed a while ago, Eddie and Wilson.
- Eddie and Wilson are sworn in as ASI Board members.

09:50

VII. ACTION ITEM- **Approval of Elections Packet**, Katrina Mayol

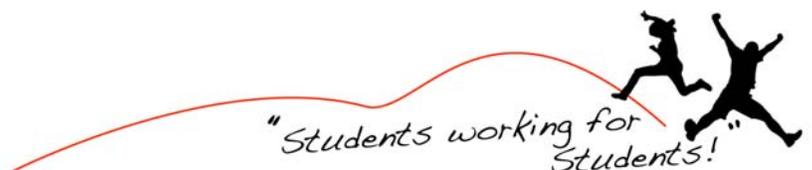
Interim President **Mayol** addresses the following:

- Last meeting, they wanted to edit the ASI positions and duties to make them more accurate. She highlighted the parts that she had questions on and they're going to go through each position to make sure they're accurate.
- President:
 - Shall have the authority to and shall discharge the duties ordinarily conferred upon and discharged by the chairperson of a corporation until such time as the Board of Directors shall limit, enlarge, or otherwise prescribe the authority and duties of the officer.
 - ED **Saffold** states that this means the President basically acts as the chair of the Board. ED **Saffold** further states that for the purpose of this document, they can change the description to state that one of the roles of the President is to act as chair of the Board.
 - Director, Environmental Affairs **Cutting** suggests that they leave this statement in so the incoming Board can get used to Bylaw jargon but they just add "what this actually means is that the President acts as chair of the Board".
 - ED **Saffold** states that he will be proposing to the elections committee that they change the descriptions from bullet points because these descriptions, in his opinion, don't do justice to the roles. They don't give a day in the life synopsis of the role.
 - Director, Environmental Affairs **Cutting** further questions/suggests if this can be an inset paragraph that states, "the Bylaws states this..." and then do a narrative saying "in real speak, it actually means this..."
 - Shall preside as chair at all Executive Committee meetings, and shall be a voting member of said committee.



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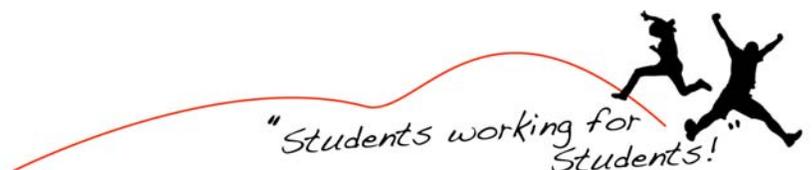
- Shall be the official student representative to the University and serve on University Committee(s).
- Shall serve as a voting member of the Campus Fee Advisory Committee.
 - ED **Saffold** mentions that Michelle was sitting on this committee and the question that they get down the line is whether or not everyone is sitting on the committees that the Bylaws state that they should sit on. ED **Saffold** believes they got away from this when people had scheduling conflicts and they need to revisit this piece of the Bylaws to make sure they're doing what the Bylaws states.
- Shall be responsible for following up on previous legislation and actions passed by the previous board if there are no conflicts on such actions.
- Shall uphold the duties and responsibilities of the organization.
 - ED **Saffold** mentions that this is the kind of language that he doesn't want in the packet because it doesn't mean anything, especially for someone who has no idea what the duties and the responsibilities of the organization are. This is why he wants to turn these descriptions into a narrative paragraph. ED **Saffold** further states that he can work with the Elections Committee to change the bullet points into paragraph form.
 - **Hinrichs** states that she recalls that ASI created an operational manual for each role on the Board. They can possibly link that document to each duty. She believes it was created in 2009 or 2010. She knows that they have updated some roles since then but it might be worth looking back to so they won't do added extra work. Also, they could have all of the descriptions on one page when you click on them.
 - Interim President **Mayol** states that the only concern that she has with this is that, from what she knows, a lot of the positions have changed a lot. If they can find it, it would be good to reference as a resource. From their discussion last week, they would like to do the paragraph form but for starting the Elections Committee, it is in her best interest to get the information that's already presented as accurate as possible. Last week the Board agreed to start the drafts of the roles and responsibilities of their positions. The first draft will be submitted on April 14th. But for the sake of getting these packets out they just need to make the bullet points/descriptions more accurate.
 - VP of External Affairs **Ibarra** suggests that they link their



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drafts “as under construction” or they have a “please look at this webpage on this date” when they finish with the final drafts the candidates can have access to the descriptions that way.

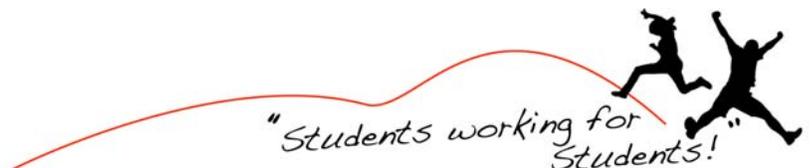
- Director, Environmental Affairs **Cutting** states that she likes the idea of being able to see everyone’s role description on one click.
- VP of Finance **Alhathal** states that they need to pass this information to the Elections Committee this week and linking the drafts is really hard but they can do something else.
- **Hinrichs** further states that the document that she previously mentioned was very clear on what the expectations of the college directors were and when they were supposed to meet and have meetings. She would not like for them to rewrite all of this when most of it has already been written for them. Their roles have slightly changed but they haven’t changed that much. She’ll look back in her email archives to see if anyone ever emailed it to her.
 - Shall disseminate all necessary information to all other executives enabling them to carry out the functions of their respective offices.
 - Shall serve as a CSSA representative and hold proxy.
- Executive Vice President:
 - Shall assume the duties of the President in the absence of the President
 - Shall aid in the orientation of appointed student representatives on ASI standing committees and the Board of Directors.
 - Shall oversee the duties and responsibilities of each Board member.
 - Interim President **Mayol** states that she added this bullet point.
 - Shall serve as chair of the Personnel Committee and shall chair the ASI Board of Director’s Meeting.
 - ED **Saffold** states that the “shall chair the ASI Board of Director’s Meeting” is something that needs to go into the Bylaw change for this initiative that the Board wants to run for spring. Currently in the Bylaws it states that the President chairs so right now they’re operating under a standing rule. If they are putting this in the description of roles for next year, it will only be accurate if the Bylaws reflect the same.
 - Shall inform and recruit participation in student leadership conferences.



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- Interim President **Mayol** states that she was unsure about this one.
- **Hinrichs** states that Associated Students has invested interest in the student leadership conferences at East Bay, in the form of presenting so that students are clear of what ASI roles and responsibilities are. The EVP makes sure that the VP of Finance is at the conferences to present.
 - Shall assume the responsibility of the parliamentarian
- Vice President of Finance:
 - Shall assume the duties of the President in the absence of the President and the Executive Vice President.
 - Shall serve as chair of the Finance Committee.
 - Shall serve as a voting member on the Executive and Personnel Committees.
 - Shall serve as a voting member of the Campus Fee Advisory Committee.
 - Shall review and prepare the organization's budget
 - Shall review funding request forms submitted by campus clubs and organizations.
 - Interim President **Mayol** states that she added this in.
- Vice President of Internal Affairs:
 - Interim President **Mayol** addresses the items she changed/crossed out:
 - Shall keep the Board of Directors informed of all student activities presented and sponsored by ASI – this is now a duty of the Director of UU.
 - Shall designate a student representative to serve on the University Wide Planning Committee. **Watnik** states that the University Wide Planning Committee is on hiatus while Planning for Distinction proceeds. The steering committee for Planning for Distinction is a temporary replacement for the University Wide Planning Committee. He would leave this item in because presumably, the University Wide Planning Committee will resume next year. She could add a footnote to the bullet. ED **Saffold** mentions to put a parenthesis behind the bullet and add “when active”.
 - Shall serve as an ex officio on the Finance Committee.
 - Shall keep the Board of Directors informed on any actions and changes made to internal documents such as Bylaws, resolutions, and policies.
 - Interim President **Mayol** states that she also added:
 - Shall be responsible for reviewing and updating all ASI internal documents.
 - ED **Saffold** mentions that he isn't sure about the “shall be responsible for reviewing and updating all ASI internal

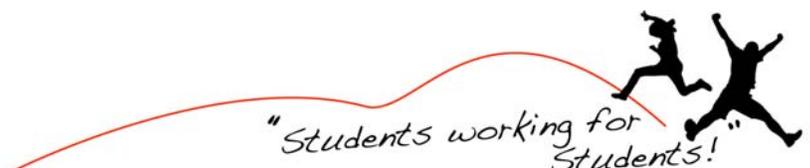


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documents” statement because that’s a lot of internal documents. He would restate it to say “ASI Internal documents relevant to student government”.

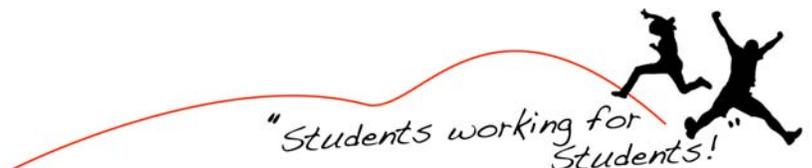
- **Lil-Brown Parker** states that this would be a good time to make sure that whenever changes are made or specific items are voted on and should be implemented, that it is followed through by someone on the Board. The staff needs to know when motions are made and actions need to be taken. This information should be passed on to staff members that are responsible for implementing it.
- **ED Saffold** states that according to Lil’s suggestion another bullet point can be added to state: shall ensure staff is made aware of the necessary action after policy changes.
 - Shall chair the Internal Affairs Committee.
- Vice President of External Affairs:
 - Shall keep the Board of Directors informed of all issues that affect the student population.
 - Shall chair the External Affairs Committee.
 - Shall serve on various University Committees.
 - Shall serve as a CSSA representative in place of the President or Director of Legislative Affairs.
 - **Lil-Brown Parker** questions whether it is still the VP of External Affairs that makes sure all of the committees are filled, or if this has changed.
 - Interim President **Mayol** adds another bullet point to state: shall be responsible for recruiting students to join University Wide and ASI Internal Committees.
 - **Lil-Brown Parker** further mentions that in past history, the VP of External was the person responsible for making sure that all of the applications were properly received, reviewed and followed through, and that the applicants had been contacted. So it doesn’t just entail recruiting. **ED Saffold** mentions that some of these responsibilities were pushed over to the EVP.
- Director of Legislative Affairs:
 - Shall monitor, evaluate, and educate students on State and Federal legislation that directly affects the California State University system or its students.
 - Shall submit a typewritten report on said legislation to the President and to the Board of Directors.
 - **ED Saffold** states to add “and make recommendations to the president” to this bullet.



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- Shall submit recommendations concerning policies, issues and legislation affecting students of CSUEB and higher education.
 - ED **Saffold** states to remove this bullet.
- Shall serve as a CSSA representative and hold proxy.
 - Director, Legislative Affairs **Leopold** asks the Board what their view is on adding in: shall conduct district and capital visits for ASI and CSUEB students. ED **Saffold** mentions that the Lobby budget isn't in place anymore.
- Director of Environmental Affairs:
 - Shall ensure active participation in environmental and sustainability affairs on campus
 - Shall actively pursue environmental changes in the direction of sustainability
 - Shall report all findings and activities in the end of the year campus sustainability report to the Board of Directors
 - Shall chair the Environmental Affairs Committee
 - Shall coordinate with the various departments on campus to provide various environmental and sustainable programs.
 - Shall work with facilities to implement a yearlong energy services infrastructure improvement including but not limited to heating upgrade, energy management system replacement, lighting retrofit, and water conservation.
 - Director, Environmental Affairs **Cutting** states that this bullet point can be removed because it coincides with the previous bullet point, and it will be their job when they do the new Center for Sustainability.
- Director of Recreation and Wellness:
 - Shall represent students' concerns in matters pertaining to Wellness facilities and convey reports back to the Board of Directors, and, which when necessary, further investigate these matters.
 - Shall chair the Wellness Committee.
 - The Board discusses and adds the bullet point: shall co-chair the Programming Council Committee.
- Director of University Union (or Programming Council?)
 - Interim President **Mayol** states that there wasn't a Director of University Union in this document. ED **Saffold** states that that was an oversight and it needs to be added.
 - Interim President **Mayol** adds the following bullet points under the Director of University Union based on recommendations by ED **Saffold**:
 - Shall represent students' concerns in matters pertaining to the

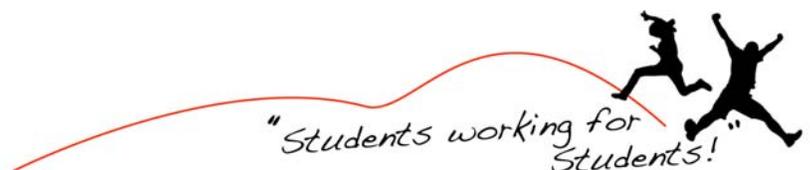


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University Union facility programming and convey reports back to the Board of Directors, and when necessary, further investigate these matters.

- Interim President **Mayol** also adds the bullet point: shall chair the Programming Council.
- College Senators: (Business & Economics, Education & Allied Studies, Letters, Arts & Social Sciences, Science, and
- Concord Campus):
 - Shall represent students' concerns in matters pertaining to their colleges and convey reports back to the Board of Directors, and when necessary, further investigate these matters.
 - ED **Saffold** mentions that opposed to "investigate these matters," he wants to be careful with their language, that they put "and when necessary advocate for these matters". Interim President **Mayol** states that this language is in the Bylaws too. ED **Saffold** responds that he'll have to change that as well.
 - Shall meet monthly with the Dean of the College and develop ad-hoc committees with student representatives and host quarterly town hall meetings to discuss matters regarding the College.
 - ED **Saffold** mentions that they need to be very careful with things like this especially within the Bylaws. They have to take one more pass through the Bylaws to clean up little things like this. Any time they put things in the Bylaws that are very specific and they miss it for some reason, they are in violation of the Bylaws. He wants to be very clear that the Bylaws are a guide, they shouldn't have to review their Bylaws and change them every year because of things they put in them. They should be specific enough to give the organization direction but vague enough to give them room in what they want to do. ED **Saffold** further states that it can be restated vaguely to state something like other forms of communication.
 - Interim President **Mayol** states that the only bullet points under the College Senators duties that are in the Bylaws are the first bullet point and the last bullet point.
 - ED **Saffold** further mentions that this document isn't the Bylaws; it is informing students of what the basic role is so they don't have to put all the specifics in.
 - Director, Environmental Affairs Cutting suggests that they put "strive to" in some of the descriptions.
 - Interim President **Mayol** states that she will delete the middle bullet points under these duties (leaving the first and last bullet



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points) and allow the incoming senators to decide what they want to do.

- The Board discusses linking more specific descriptions of roles to an additional document for the candidates to view.
- Shall attend at least one University-wide Committee as well as the External Affairs Committee.
- Shall work with clubs and organizations affiliated with their colleges.
- Shall coordinate quarterly events for their colleges.
- ED **Saffold** states that he wants to be clear that this is a recommendation that they are making to the Elections Committee. The Elections Committee will review this, they will make some changes, and then they will adopt it. The Board is really voting to pass this on as a recommendation to the Elections Committee.
- Shall serve as academic senators and attend the academic senate meetings.

Motion: (Cutting) to approve ASI Elections Packet 2014 version 3 to pass on to the Elections Committee.

Motion carries.

48:04

VIII. ACTION ITEM- **Appointment of ASI President**

Interim President **Mayol** addresses the following:

- At the last meeting she and Thamer were nominated.
- VP of Finance **Alhathal** states that he would like to withdraw his nomination.
 - ED **Saffold** mentions that since Alhathal withdrew his nomination, they will have him Chair while they vote to accept the candidacy of Mayol.
- Interim President **Mayol** leaves the room for the vote.
- **Watnik** mentions that since Mayol is the only candidate then the chair of the meeting can accept a motion to approve by acclamation since there's no opposing candidate. If someone is willing to make such a motion, this will allow them to not have to go through with a closed ballot system.

Motion: (Ibarra) to appoint by acclamation Katrina Mayol as the ASI President.

Motion carries.

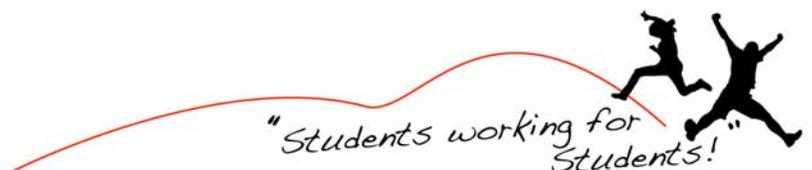
ED **Saffold** states that as Alhathal is VP of Finance, he steps in the role as EVP and will finish chairing the rest of this meeting.

52:32

IX. DISCUSSION ITEM – **Appointment of ASI Board Seats**

President **Mayol** addresses the following:

- They have a lot of holes in the Board right now.
- Alhathal is acting as EVP but still holds his position as VP of Finance.



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- They're in the process of filling CLASS.
- Internal is empty.

ED **Saffold** recommends that they take nominations for Alhathal to be EVP but still fulfills his role as VP of Finance, or if someone wants to nominate themselves to fill these roles. ED **Saffold** further states that they really want Ex Comm to be full for their voting structure.

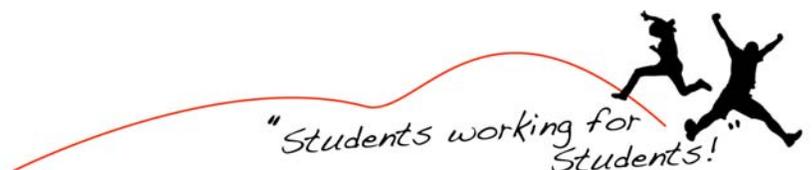
- President **Mayol** states that she doesn't think Alhathal should change his role because they really need him as VP of Finance. If the goal is to get Ex Comm full, it doesn't make sense moving someone within Ex Comm to another position in Ex Comm.
- **Watnik** asks if it is possible for Alhathal to fulfill the roles of VP of Finance and EVP simultaneously. ED **Saffold** states that by negation Alhathal is doing this right now so the Board doesn't have to fill the EVP role.

55:16

X. DISCUSSION ITEM- **ASIBudget**, Randy Saffold

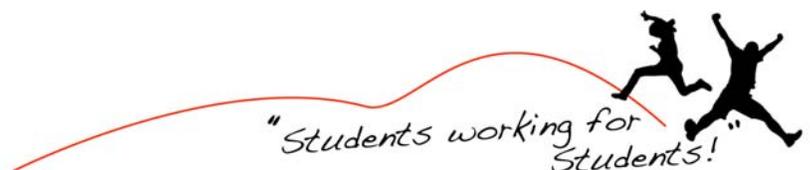
VP of Finance **Alhathal** yields the floor to ED **Saffold** and he addresses the following:

- Two weeks ago he gave the overview on what he perceived the problem to be. It turns out the problem was worse than he had perceived.
- Today they're going to cover the problem again. They're going to look at one of the possible solutions, staff concerns that he wants to make sure the Board is aware of, and what they perceive the core focus could be after this.
- The problem:
 - Self-Support Summer – They learned that they're looking at a \$655,000 drop in available revenue between the UU and ASI buckets. They also didn't include in this number the \$125,000 estimate from finance that they'll lose from the Build America Bonds Program. Also, there's the Aramark fee that they were getting, but he doubts, that in this structure, they'll be giving it to ASI. They didn't have to give ASI this fee but they were giving it to them for the past few years.
- Possible Solution – The University absorbs \$482,000 of the self-support problem. The University also takes over building operations. ASI would have to absorb \$173,000 of the self-support problem because this is the net effect that it will potentially have on the fee that they receive as ASI.
- Concerns of the Staff – If they give up the operations of the buildings and facilities and some staff move over to the University side. Currently their agreement with PERS is that they get 2% at 55 for their retirement plan. The University has around 2.5% at 55 for the retirement plan. The issue is, if a transition were to happen, would the University then go to the new plan as of January 1st. The new plan states that age 62 at 2.5%.



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- If they have an employee that's worked for 17 years and they're getting ready to retire in 2 years, what would happen, if they go into becoming a state employee, is that they lose this issue because now they can't retire until they're 62 instead of 55. So, they would want to make sure that they do their best to try and take care of staff and if there's any agreement reached they push the piece about retiring at 2% at 55.
- Union – Years of Service need to transfer smoothly as well. If the person has worked for ASI for 17 years and they transfer to stateside, do they still keep that service credit, or is it last hired first fired? For example, they've been with ASI for 17 years but since they've only been with the state for less than a year, in the next budget cycle, do they lose their job?
- These are some of the concerns that the Board should be asking. These are some of the things that they want the University aware of in any talks that happen.
- They would try to keep four core FTE in ASI.
- The core focus of ASI if they were to give up operating the buildings:
 - Advocacy – This is one of the number one things that they're supposed to be doing.
 - Student Government – Various responsibilities with committees and student government funding.
 - The idea of getting away from entertainment for entertainment's sake but having it be more purposeful and is linked back to the mission of ASI and the campus's mission.
- He was challenged by Alhathal to go in and figure out what a budget would actually look like for ASI.
 - If they kept core functions: Advocacy, Programming, and Budget – They estimated that they would have \$1.7 million to operate with if they lost the \$172,000 from the fee.
 - Alhathal's question was whether they would have enough money left to perform their core functions. ED **Saffold** states that he is happy to report that they will have enough.
 - This estimated budget assumes that they're not paying all of the ADP and Payroll processing fees but some of them, it assumes that they're paying some cost recovery back to the campus (this number can go up or down) – this number includes an estimate of IT support and it includes all programming that they currently do, with the exception of the programming that happens in the Diversity Center. The Diversity Center is the one ASI program that actually comes out of University Union bucket dollar so if they were to give up the building operations, there's also a high potential that they'd be letting go of the Diversity Center. This isn't



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to say that they couldn't do some form of programming out of the Programming Council related to this. Based off of this, Thamer was technically correct in his concern that ASI wouldn't be able to continue to do all of the things that they are currently doing if ASI just receives the student fee.

- In ED **Saffold**'s opinion, yes and no. Yes, ASI can continue to exist as just ASI without having to immediately go to a referendum for a new fee. They will have some money left over to continue to contribute to the reserve.
- ED **Saffold** thanks Chandra for helping him get some of the numbers.
- They will have to give Brad Wells the number of staff they're planning on keeping so they can get more accurate numbers on certain items.

1:05:57

XI. DISCUSSION ITEM – **Startup Weekend**

VP of External Affairs **Ibarra** addresses the following:

- As most of the Board members are organizers for Startup Weekend, she wanted to update them on what happened at the previous meeting.
- She is sitting as one of the creative and marketing team organizers and they have all of their social media up and running right now.
- Their only priority right now is reserving a venue for Friday, May 30th because VBT has a class during the time.

1:07:43

XII. DISCUSSION ITEM – **WST**

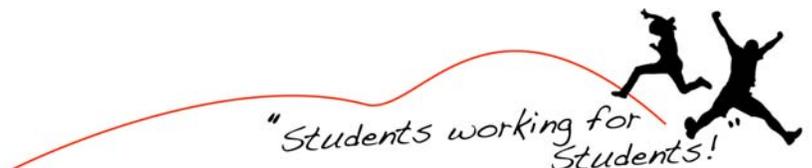
VP of External Affairs **Ibarra** addresses the following:

- Coming back from the Student Success and Assessment Committee, she knows that Michelle recently gave them information about the WST and their feedback on it. They came up with an alternative flow chart and it was presented at their last meeting and she just came back from that meeting. She learned that she will be working with Margaret Rustick in regards to revising the flow chart, and ASI has been tasked to post information about the test dates and the University writing skills requirement through social media.

Hebert states that they're asking for help to find innovative ways to put this information, like the university writing skills requirement, in front of students. Especially after students cross the 90 unit threshold.

VP of External Affairs **Ibarra** further asks the Board to send her any feedback that they may have regarding this that they were unable to give Michelle.

Hinrichs states that they have added a 30 minute WST workshop to the transfer orientation. It will be at the next transfer orientation this summer.



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1:10:19

XIII. ROUND TABLE REMARKS

Saffold: In regards to the budget, the Board should give staff the opportunity to come and talk to them before they make a decision and they probably need to start making a decision very, very soon. He, Thamer, and Brad Wells need to sit down and have a meeting regarding the numbers that include the staff that they're thinking of keeping. The budgets are due the first part of May and if they don't get them in on time they will have an audit finding.

Watnik: Congratulates Katrina and the Board. There will be a search for the Vice President of Student Affairs and according to the administrative appointment policy with the University; ASI is entitled to one seat on that search committee. A couple things to keep in mind when deciding who to choose: find out the timeline – his best understanding is that the faculty will take their seats around May 2nd so they may want to have a student in place around that time so the committee can be convened and charged. He isn't sure of the current Elections timeline but they may want to consider choosing someone from the incoming Board or they may give preference to someone on the current Board that's also running for the upcoming Board, or an outgoing Board member.

Cutting: Clarifies the filling of the Ex Comm seats.

Ibarra: Asks that they please support the college directors at the Speak Up and Grub event. Also, at those events she asks that they announce about the Startup Weekend event that's taking place on May 30th.

Mayol: If anyone is confused about the budget, she encourages them to meet with Thamer and/or Randy because this is a very important decision that they have to decide on. Yesterday they had their first Speak Up and Grub event with the College of Science and a little less than 20 people attended. From the event they received a lot of great feedback. What she learned from the event is that students do care about student government and they do have opinions.

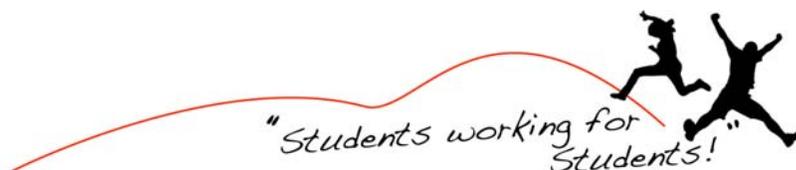
Ibarra: From looking at the sign in sheet, they need more RSVPs from CEAS and CLASS.

Cutting: Speaking of having student awareness, for her Earth Day event on the Agora lawn, she highly recommends that they table. She's trying to have this event as an entire campus event. The event is Tuesday, April 22nd from 11-2pm.

Saffold: They still have open seats on the University Wide Committees and everyone needs to recruit for those.

The Board states that they have covered most of Michelle's old University Wide Committee seats.

Alhathal: Thanks the Board for their support and states that he needs their ideas on the budget. His Finance meetings will be Fridays from 10-12pm.



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XIV. ADJOURNMENT

Meeting adjourned at **1:30 PM.**

Minutes Reviewed by:
ASI VP Finance/EVP
Name: ThamerAlhathal

Minutes Approved on:
4/18/14
Date:

