



STUDENT UNION, INC. BOARD OF DIRECTORS

**Meeting Minutes for
Tuesday, August 31, 2021 at 4:00 PM**

This is a hybrid meeting.

In-person: Student Union Inc. Building, Conference Room 6

Telecommute meeting by Zoom Video Conference.

This meeting was facilitated in person and through an online Zoom format, consistent with the Governor's Executive Order N25-20, suspending certain open meeting law restrictions.

Voting Members Present: Isaiah Andrews, Hoon Cho, Dr. Sonja G. Daniels, Charlie Faas, Anoop Kaur, Joshua Reyes, and Aarushi Sharma

Voting Members Absent: None

Non-Voting Member Present:

Signed by:

Tamsen K. Burke, James Figueroa, SUBOD Trainee

Tamsen Burke 9/15/2021

61FFC907735748F...

I. CALL TO ORDER

Director Reyes called the meeting to order at 4:01 p.m.

II. ROLL CALL

Director Reyes asked Kelly Goldsmith to take the roll. Kelly Goldsmith completed a verbal roll call.

III. APPROVAL OF AUGUST 31, 2021 AGENDA

Director Reyes asked for any changes to the AUGUST 31, 2021 STUDENT UNION, INC. BOARD OF DIRECTORS MEETING AGENDA. No changes requested., Director Reyes asked for a motion to approve the August 31, 2021 Student Union Board of Directors Meeting agenda as presented.

Director Kaur motioned to approve the agenda; Director Andrews seconded the motion.

Vote on the Motion: 7-0-0 Motion Passed.

IV. APPROVAL OF JULY 23, 2021 MEETING MINUTES

Director Reyes asked for any changes to the MAY 11, 2021 STUDENT UNION, INC. BOARD OF DIRECTORS MEETING MINUTES. No changes requested.

Director Cho motioned to approve the meeting minutes as presented; Director Andrews seconded the motion.

Vote on the Motion: 7-0-0 Motion Passed.

V. PUBLIC FORUM

No public comment.

VI. EXECUTIVE DIRECTOR REPORT

Tamsen Burke introduced Timothy Banks, the new Associated Executive Director. She congratulated Director Reyes for his new job as Resident Advisor for the University Housing Services.

Ms. Burke spoke regarding the reopening of the Student Union and Spartan Recreation facilities. She commended all the leaders for being instrumental in executing the reopening plan successfully. She

spoke briefly about the new board of directors training held on August 20 and 21.

VII. ACTION ITEMS

A. Approve Resignation of Board of Director

As Personnel Committee Chair, Director Reyes informed the Board that he received notification from Director Birrer that he was resigning and would no longer hold a position as a Board of Director.

B. Selection and Approval of the Student Union Board of Directors Chair and Vice-Chair for AY 2021-2022

Director Andrews nominated himself for Chair of the Board of Directors.

Dr. Sonja Daniels spoke about some concerns having a new board member sit as Chair. Director Andrews explained that he is ready and committed to serving as Chair.

Director Cho asked about the time commitment needed as Chair? Ms. Burke explained what the responsibilities and commitments are and that the Chair has the opportunity to be an advocate and a peer to the other board members.

Director Reyes motioned to approve the nomination; Director Kaur seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

Director Andrews nominated Director Reyes for Vice Chair.

Director Kaur motioned to approve the nomination; Director Daniels seconded the motion.

Vote on the Motion: 7-0-0 Motion Passed.

C. Selection and Approval of the Audit Committee Chair and Vice-Chair for AY 2021-2022

Director Reyes nominated Director Cho for Chair.

Director Reyes motioned to approve the nomination; Director Andrews seconded the motion.

Vote on the Motion: 7-0-0 Motion Passed.

Director Reyes nominated Director Kaur for Vice Chair.

Director Cho motioned to approve the nomination; Director Sharma seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

D. Selection and Approval of the Finance Committee Chair and Vice-Chair for AY 2021-2022

Director Cho nominated himself for Chair.

Director Sharma motioned to approve the nomination; Director Andrews seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

Director Sharma nominated herself for Vice Chair

Director Reyes motioned to approve the nomination; Director Kaur seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

E. Selection and Approval of the Personnel Chair and Vice-Chair for AY 2021-2022

Director Kaur nominated Director Reyes for Chair.

Director Sharma motioned to approve the nomination; Director Cho seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

Director Reyes nominated Director Daniels for Vice Chair.

Director Kaur motioned to approve the nomination; Director Andrews seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

F. Selection and Approval of the Facilities & Programs Committee Chair and Vice-Chair for AY 2021-2022

Director Cho nominated Director Sharma for Chair.

Director Daniels motioned to approve the nomination; Director Kaur seconded the motion.

Vote on the Motion: 7-0-0 Motion Passed.

Director Reyes asked for a motion to table the Vice Chair position.

Director Kaur motioned to table the nomination for Vice Chair; Director Andrews seconded the motion.

Vote on the Motion: 7-0-0 Motion Passed.

G. Selection and Approval of the Special Committee - Operating Agreement

Ms. Burke explained that there are vacant positions on the Special Committee that is discussing the Operating Agreement.

Director Reyes, Director Kaur, and Director Cho volunteered to serve on the Special Committee.

Director Sharma motioned to approve Director Reyes, Director Kaur, and Director Cho to serve on the Special Committee; Director Andrews seconded the motion.

Vote on the Motion: 6-0-1 Motion Passed.

VIII. DISCUSSION

A. Rescind the Governor's EO N-29-20 -- Meeting Structure(s) after September 30th

Ms. Burke discussed the notice that was provided to the Corporation regarding rescinding the Governor's Executive Order N-29-20- Meeting Structure(s), after September 30, 2021. This would require all meetings to be in-person. It is the understanding by Ms. Burke that the other Auxiliaries on campus will continue the hybrid model through the fall semester. She acknowledged that the committee would like to continue in a hybrid model.

Director Reyes and Director Anderws agreed with the decision to continue with a hybrid model.

B. Operating Agreement and Next Steps

Ms. Burke explained that the Student Union is currently in negotiations with the University regarding the Operating Agreement. We have moved through some areas of agreeables but there are some areas that are still being negotiated. Ms. Burke met with Patrick Day, Vice President for Student Affairs, regarding next steps moving forward. The Special Committee will convene on areas of negotiations and positions and will work with the University in regards to a resolution in those particular areas.

C. Approved Budget and Next Steps

Ms. Burke recognized that the Operating Agreement does have some financial implications.

It was discussed with the Vice President for Student Affairs that we revisit the Board approved budget to reflect any changes that will be in the Operating Agreement. The hope is to have further discussion at the Finance Committee meeting about those implications and resolutions. The Vice President has been informed of the Corporation's cash balance as of September 30. Recognizing that we would normally have a first installment of student fees based on the approved budget, there are some nuances between the Operating Agreement and the approved budget that need to be discussed. In order to continue to move the organization forward, there needs to be financial support in the interim step. Ms. Burke discussed with the Vice President regarding consideration of utilizing funds out of the trust account as an interim step through this process.

Mr. Faas asked how much is in the Student Union's reserves? Ms. Burke explained there is about \$1.5 million in short term reserves and \$8 million in long term investments. Mr. Faas stated he hasn't seen the audit financial report yet but he estimates there is about \$12 million dollars in short term and long term reserves. He feels there is ample cash in short term and long term to cover the year and any period of time between now and September 30. Mr. Faas explained the difference in dollar amount between what Ms. Burke stated and what he stated, comes from the Student Union's short term reserves cash accounts. Ms. Burke explained that is not the amount the Corporation's cash accounts with spending June 30 to date. She asked if the reserves being discussed, that are on the University side and that were collected last year based on leases and any revenues that the Student Union generated, would be available? Mr. Faas said no and stated that there are ample reserves within the Student Union that there is no need to do that.

Dr. Daniels stated that the Student Union was in this position last year and had to spend money while waiting on the approved budget. During that time, Mr. Faas said that the Corporation would not have to do that again and that they would have the money from the student fee budget from the institution. She clarified that Ms. Burke would like to use the funds from the trust account, which is on the state side, since there is not an approved budget and that Mr. Faas is saying no, that it is not appropriate. She asked why he feels this is not appropriate? Mr. Faas stated that he would be happy to look at the request but he believes there are ample reserves in short term and long term reserves within the Student Union to bridge the gap until we have a full term agreement. Dr. Daniels asked if it is the intention of the Institution that once we get to an approved budget, to give the full budget amount back to the Student Union of the requested fees? Mr. Faas stated that the Student Union would need to talk to Mr. Day about that. Director. Daniels explained that we are looking at a new budget year and have students who are paying fees for the academic year, and that the Student Union has the right to request and receive those funds. She asked Mr. Faas if the Student Union uses their reserves, will they still get their full amount that is expected to be requested? Mr. Faas stated absolutely and that the Student Union will be solvent. Dr. Daniels clarified that if Ms. Burke puts a budget forward in three months that is approved, will the Student Union receive that entire amount back that is being asked for? Mr. Faas said that the Student Union will receive the funds it needs to operate. Dr. Daniels stated to Mr. Faas that his response was a different answer than what was asked. She explained that the Board is trying to understand how the fee dollars ----Mr. Faas interjected that this is a conversation between herself and Mr. Day. Dr. Daniels explained she is trying to understand what the Executive Director is saying, and that we have not received student fees paid for the academic year. Ms. Burke is asking to use the trust account and Mr. Faas is advocating to use the reserves. If the Board approves the use of the reserves, will the total fees of what is needed and requested, be given back to the Student Union in a month or two once the budget is approved? Mr. Faas responded that it is the President's and his job to approve the budget and that he has not seen the budget so he has nothing he can approve. He stated that the Student Union will have money and will be completely solvent this year. Dr. Daniels asked Mr. Faas to explain why it is not appropriate to use the funds from the trust account. Mr. Faas stated that it is not needed. Dr. Daniels recommended Ms. Burke meet with the Vice President of Student Affairs to discuss this. She expressed concern that it could be months before this gets resolved and our students need to have a voice in the use of their student fees and dollars are being dedicated to and spent.

Ms. Burke explained the importance of that conversation will be for the Board to have a better understanding of the amount of money that has already been collected in student fees that is dedicated for Student Union Incorporated and its operations, will now sit in the trust account. Those student fees will not be used and will be held by the University until we are able to either have an agreement and those funds will be transferred or, her understanding from Mr. Faas, whatever the Student Union will need, he will make that decision but there will still be student fees that were collected sitting in the trust account. that could be used for operations and for programs and services that the Student Union would run this year. Mr. Faas stated that there will not be any funds spent out of the trust fund that does not go through this Board for approval. There are ample dollars within the Student Union to cover it's operations and that they will exorcise those dollars before going into the trust account. Every Student Union program that is brought forward in the budget, will be funded. Ms. Burke explained that it will not be exclusively Mr. Faas's decision on whether to use the reserves. That is the Board of Directors decision whether to use the reserves as they see appropriate.

Mr. Faas tabled the discussion and asked that Ms. Burke and Dr. Daniels meet with the Vice President of Student Affairs.

D. Selection Process for Vacant Board of Director Positions

Director Reyes explained due to the resignation, there is a vacant position on the board. There are two Board of Directors trainees who may apply for the position. The Personnel Committee will make a selection and will bring the recommendation forward to the Board for approval at the next meeting.

IX. ANNUAL HOUSEKEEPING

A. 2021-2022 AY Meeting Schedule

Kelly Goldsmith noted that the board meeting schedule was emailed a couple of weeks ago for the 2021-2022 Academic year.

B. Conflict of Interest Statements

Kelly Goldsmith thanked the Board members for completing their Non-Conflict of Interest Statements. She did receive a signed statement from every Board member.

C. Board Roster Information

Kelly Goldsmith reminded the new board members to send her their photo for the website.

X. BOARD OF DIRECTOR ANNOUNCEMENTS

Director Reyes asked for any announcements from the Board.

Director Kaur mentioned that the AS Board is moving forward with a donation drive for the international crises with Hadi and Afghanistan, They have partnered with two humanitarian organizations which they have vetted and are legitimate.

Director Reyes mentioned he is part of Student Outreach and Recruitment and that they are hiring student ambassadors.

Ms. Burke mentioned that the Tower Foundation is looking for student board of directors to sit on their board.

XI. MEETING ADJOURNMENT

Director Daniels motioned to adjourn the meeting at 4:49 p.m.; Director Andrews seconded the motion.

Vote on the Motion:

7-0-0

Motion Passed.