

**UNIVERSITY STUDENT UNION, INC.  
CALIFORNIA STATE UNIVERSITY, NORTHRIDGE  
BOARD OF DIRECTORS  
JUNE 13, 2011  
MINUTES**

**I. Call to Order**

The regular meeting of the USU BOD was called to order at 12:42 p.m. by Chair Luis Carbajo.

**II. Roll Call**

<u>Present</u>	<u>Absent</u>	<u>Staff</u>	<u>Guests</u>
Elizabeth Awad	Sigourney Nunez	Robert Bice	Clarissa Cervantes
Robert Barker	William Watkins	Shaina Campbell	Amanda Flavin
Adrian Boluarte-Chong		Matthew Eickhoff	Sabrina Lockey
Luis Carbajo		Jimmy Francis	Kristina Payton
Andrew Collard		Joe Illuminate	Chenice Rand
Debra Hammond		Bernetta Johnson	Ryan Roope
Marianne Link		Aida Johnson	Elvira Ruzov
Kenneth Melcombe		Sharon Kinard	Tonee Sherrill
William Overvold ( <i>arrived at 1:00 p.m.</i> )		Shannon Krajewski	Jenny Soto
Raquel Padilla		Samantha Liu	Demontae Thompson
James Pilkington		Carol Nardini	
Sydni Powell		Kristen Pichler	
Zachary Roof		Jason Wang	
Sally Spencer			

**III. Approval of Agenda**

M/S/P (A. Collard/E. Awad) Motion to approve the agenda of June 13, 2011.

Director Carbajo noted a typographical error on the agenda. The meeting time was listed as 1:00 p.m. instead of 12:30 p.m.

*Motion passed 10-0-0.*

**IV. Approval of Minutes**

M/S/P (A. Boluarte-Chong/Z. Roof) Motion to approve the minutes of May 9, 2011.

*Motion passed 10-0-0.*

**V. Open Forum**

- Director Carbajo presented Director Spencer with a gift for hosting a board luncheon at her home May 20. He thanked her and said that all who attended enjoyed a delicious lunch and a good time.
- Director Melcombe expressed his thanks to the board saying he has enjoyed the experience of acting as the board's alumni member.

**VI. Chair and Vice Chair Report**

Director Carbajo read from the combined report of the Chair and Vice Chair. Carbajo highlighted several points and said he was pleased that the year was very productive and that the board went beyond his expectations. Five goals were set which included assessment, awareness, accountability and service. All of the board's goals were met. He talked about the board's additional accomplishments involving the Student Recreation Center (SRC) and various USU policies. He thanked the board and USU staff for their support.

Director Collard added that he wanted to thank Directors Carbajo and Hammond and all of the USU staff for their help and support during the year. He is proud to have been a part of the team and all of its accomplishments. He wishes the new board the best in the coming year with the opening of the SRC and other projects that will take place.

### **VIII. Executive Director's Report**

D. Hammond referred to her report saying that the USU received \$296,705 from the Campus Quality Fees in support of the Computer Lab expansion project to take place soon. WTS, our recreation center consultant, is assisting us in the creation of a spa-like atmosphere for the Wellness Center. Southern California spa site visits will be scheduled soon. If anyone is interested in assisting with this project, please contact Director Hammond. The USU recently selected art to be purchased from the Annual Juried Student Art Exhibit in the amount of \$3,000. This is an on-going project and the art will be placed in different spots around the USU. Matthew Eickhoff, Program Coordinator, Training and Development, presented the Leadership Toolbox Podcast series he helped develop for the USU at six different meetings for Federal Work Study Supervisors. The Work Study office encouraged CSUN departments to utilize the podcast series to gauge learning outcomes. Over 260 students listened and completed an on-line survey after the podcast series. Hammond wanted to extend a profound "thank you" to whomever donated \$1,000 to the SRC recently. The donation was made anonymously and if anyone knows who made the donation, please thank them on behalf of the USU. Director Hammond, on behalf of the board of directors, thanked Director Melcombe for his service to the board as the Alumni Representative for the past three years. Melcombe enhanced the relationship between the board and the Alumni Association.

*Director Overvold arrived at 1:00 p.m.*

### **IX. A.S. Report**

Director Powell, as the new Associated Students (A.S.) vice chair, said that she is now wearing a new hat as a member of this board. She said that the AS inauguration is tomorrow at 1:00 p.m. in the Grand Salon. A.S. will attend a retreat this Wednesday and Thursday.

### **X. Year-End Committee Reports**

- Facilities Chair, S. Powell read from her report and said that Allison Kent, the former Facilities Chair, did such a good job that it was easy for Powell to step into the chair position. She thanked Jason Wang, the executive secretary, for his support.
- Finance Chair, J. Pilkington read from his report, and said that Director Roof, a current member of the board, and Clarissa Cervantes, will be sitting on the board for 2011-12. They are both former members of the Finance Committee. He thanked the board for the opportunity to be of service.
- Personnel Chair, E. Awad, said the committee met all of its goals; the last one is an action item on the agenda today. She thanked Kristen Pichler, Human Resources Office, for all of her advice and support. Awad also thanked Sharon Kinard, Manager, Administration and Communications, who helped Awad become a stronger leader and confident in the meetings. Awad is proud that one of the Personnel Committee members, Kristina Payton, was elected to the board for 2011-12.

### **XI. Action Items**

#### **A. BOD Appointments**

M/S/P (W. Overvold/J. Pilkington) Motion to approve the appointment of two student board members, Sabrina Lockey and Clarissa Cervantes, both terms to end in 2012 and to take effect with the seating of the 2011-12 USU BOD, immediately following the transition ceremony.

Director Pilkington spoke on behalf of Cervantes saying she is an excellent communicator and will be a great addition to the board. Director Carbajo said that the interview team met with a number of students to fill these two positions. He is proud to recommend Lockey and Cervantes.

*Motion passed 11-0-0.*

#### **B. 9 & 3 – Third Quarter Budget Report**

M/S/P (A. Collard/E. Awad) Motion to accept the 2010-2011 Third Quarter (9 & 3) Budget Report as presented.

Joe Illuminate, Associate Director, Finance and Business Services, said that the USU does a thorough budget review every quarter. The 9 & 3 report is for the third quarter ending March 31, 2011. The USU has received 71.9% of the budgeted revenues and has expensed 71.5% of the budgeted operating expenditures. The optimal operating range is 75% of the yearly budget. Operating limits from 70% to 80% are acceptable. The operating percentages in this report take into account all adjustments as a result of the 9 & 3 budgeting process.

Revenues

Projected revenue decreased by \$8,625 during the quarter: The \$10,000 in room rentals decreased due to a projected decrease in building manager labor expense and security expenses that would normally be billed to clients who rent meeting rooms.

#### Expenditures

Projected expenditures have decreased by \$55,465 during the quarter: The decrease in staff salaries is attributable to four Student Recreation Center coordinator staff positions (aquatics; intramurals; fitness & wellness; and membership) that were budgeted to start employment in April. These positions will not be filled until June. The decrease in student wages is attributable to unutilized budgeted hours in USU Events; Training & Development; Marketing; Information Services & Special Projects; and USU Reservations & Event Services. A portion of the savings in wages was re-allocated for programming and marketing expenses and the purchase of audiovisual equipment.

#### Statement of Changes in Financial Position Highlights

▪ General Ledger Cash	\$3,357,007
▪ Fixed assets (net)	991,876
▪ Postretirement liability	1,293,485
▪ Net Assets	2,573,093

#### Investment Summary

The USU has earned only \$488 in interest this fiscal year. \$3,050,252 is on deposit in the Capital Preservation Fund.

#### Reserves & Capital Outlay

The entire working capital reserves budget of \$100,000 has been expended. A total of \$173,742 of capital outlay has been expended this fiscal year with another \$29,271 encumbered for leasehold improvements and computers and peripheral purchases:

▪ Software	\$6,975
▪ Equipment	\$33,500
▪ Furniture & Fixtures	\$69,059
▪ Computers & Peripheral	\$64,208

#### Work Study

The USU has received \$37,335 in receipts and has disbursed \$38,203 leaving a negative balance of \$868. The USU will be receiving approximately \$25,000 in work study receipts in the fourth quarter. All funds are expected to be expended by year end.

#### ***Motion passed 11-0-0.***

#### **C. Rescind Resolution – Reliance Trust Company – Pension Plan**

M/S/P (J. Pilkington/K. Melcombe) Motion to approve the rescission of Resolution 09-10-04 appointing Reliance Trust Company as the successor Trustee for the University Student Union, Inc., California State University, Northridge Employees Pension Plan in order to absolve the Executive Director of the responsibilities and liabilities of the plan.

Joe Illuminate explained that in the spring and summer of 2009 (with the assistance of a third-party administrator and a financial planner) the USU began a comprehensive review of the retirement plans it provides to eligible USU employees. This review was initiated by new government regulations regarding the administration of employer-sponsored retirement plans, coupled with ongoing concerns about the financial stability of the company who was administering the USU's 401(a) money purchase and 403(b) plans.

Joe Illuminate then fielded questions. He explained that the rescission was necessary because the resolution did not reflect the official legal name of the pension plan. Also, the trustee agreement with Reliance Trust was never fully executed. It was discovered when the USU's third party pension plan administrator (The Ryding Company) requested a copy of the executed trustee agreement from the USU.

#### ***Motion passed 11-0-0.***

#### **D. New Resolution – Reliance Trust Company Custodian – Pension Plan**

M/S/P (Z. Roof/E. Awad) Motion to approve Resolution 10-11-03 appointing Reliance Trust Company as the successor Trustee for the University Student Union, Inc of California State University, Northridge Employees Pension Plan effective July 01, 2011.

Currently, the USU Executive Director serves as the plan trustee. A third party must be appointed as trustee for the University Student Union, Inc of California State University, Northridge Employees Pension Plan in order to absolve the Executive Director of the responsibilities and liabilities of the plan. Resolution 10-11-03 replaces rescinded resolution 09-10-04.

***Motion passed 11-0-0.***

**E. Revise Bylaws-Retirement Plan Committee**

M/S/P (Z. Roof/A. Boluarte-Chong) Motion to approve the revisions to the USU Bylaws as presented.

The Board has a fiduciary responsibility to delegate management and administrative functions to staff members. Formation of a Retirement Plan Committee is a best practice because it places the day-to-day responsibility for administration of the USU's retirement plans in the capable hands of those most familiar with the plan participants.

The revisions to the bylaws were discussed at the May 09, 2011 board meeting. Committee members will be comprised of USU staff and student board members with the vice chair of the USU BOD being the Chair of the Retirement Plan Committee.

Joe Illuminate fielded questions. Discussion involved the last paragraph on page five of the Bylaws which appoints the vice chair of the USU BOD chair of the Retirement Plan Committee. It was decided that the third paragraph on page five needed to be amended.

M/S/P (A. Collard/E. Awad) Amendment to the motion to change the wording of the third paragraph from the bottom of page five of the Bylaws, to read as follows:

*"The Facilities and Commercial Services, Finance, and Personnel Committees shall be chaired by a voting student member of the USU BOD who shall be nominated by the chair of the USU BOD and approved by the USU BOD."*

***Amendment passed 11-0-0.***

***Motion, as amended, passed 11-0-0.***

**F. Elections Code Revisions**

M/S/P (A. Collard/Z. Roof) Motion to approve the revised USU Code of Elections as presented.

Shannon Krajewski, Associate Director, Marketing and Programs, addressed the board and said that an ad hoc committee was formed to review the elections code. Krajewski was on the committee along with Directors Carbajo, Collard, and Shaina Campbell, Graduate Assistant to the board. Numerous changes were made to align the code to the current USU practices and the A.S. Code of Elections. The current Code of Elections was approved by the board in 2006.

***Motion passed 11-0-0.***

**G. Modification to Catastrophic Leave Policy**

Motion from the Personnel Committee to modify the Catastrophic Leave Policy to include employees with less than 12 months of continuous service to the USU, and who prior to USU employment, were most immediately previously California State University, Northridge.

It was stated that the motion is unclear, and an amendment was proposed to clarify the wording.

M/S/P (E. Awad/A. Collard) Amendment to the motion to change the wording of the motion itself, to read as follows:

*"Motion to modify the Catastrophic Leave Policy to include employees with less than 12 months of continuous service to the USU, and who immediately prior to USU employment, were employees of California State University, Northridge."*

***Amendment passed 11-0-0.***

***Motion, as amended, passed 11-0-0.***

**H. Employee Handbook Updates**

Motion from the Personnel Committee to approve changes to the Employee Handbook.

Kristen Pichler, Human Resources Officer, addressed the board saying that most of the additions to the recently updated handbook are either (1) a result of legal action requiring employer compliance or (2) practical and fairly minor in nature. It bears noting that the implementation of an at-will employment statement has significant implications for the USU and additionally impacts other current employment practices as well.

USU legal counsel representing the CSU auxiliary organizations has recommended the adoption by all CSU auxiliary organization of an at-will employment statement. At-will employment by definition is an employment, having no specified term and which may be terminated at the will of either party on notice to the

other. While no USU employee is currently under contract either real or implied, at-will employment is not currently specified at the time of hire except to those appointed to executive management positions.

Current policy provides for a trial period in the initial months of an individual's employment and will become obsolete. Similarly, so does current adverse action policy and procedure for Regular employees which will be replaced exclusively by the USU's Open Door and Conflict Resolution Policy (specified in both the Regular Employee and Student Assistant Handbooks).

M/S/P (M. Link/A. Collard) Amendment to the motion on page 39, Paragraph 14, first paragraph, to keep the language consistent, the first paragraph will read as follows:

*“The USU will not discriminate against employees who are victims of crime if they take time off to appear in court to comply with a subpoena or other court order as a witness in any judicial proceeding. The USU will not discriminate against employees who are victims of **sexual assault** or domestic violence for taking time off from work to obtain or attempt to obtain any relief, including but not limited to, a temporary restraining order, restraining order, or other injunctive relief to help ensure the health, safety, or welfare of a **sexual assault** or domestic violence victim or his or her child. Such time off is unpaid and certification of sexual assault or **domestic violence** will be required for time off to be granted.”*

***Amendment to motion passed 11-0-0.***

***Motion, as amended, passed 11-0-0.***

## **XII. Announcements**

- Director Awad thanked Director Roof for organizing the bowling event the other night and she also thanked the USU for sponsoring.
- Director Pilkington said it has been nice working with the USU staff and the board.
- Director Spencer said it has been a pleasure working with this board and she is proud to be a part of it.
- Director Overvold said it has been a pleasure collaborating with everyone on the board.

## **XIII. Adjournment**

The meeting was adjourned by Chair Luis Carbajo at 1:50 p.m.

## **XIV. Transition Ceremony**

The USU Board Transition Ceremony was held to officially:

- a) seat the five new student directors elected to the board;
- b) seat two new student directors appointed to the board;
- c) seat the alumni representative;
- d) recognize the work of directors whose terms were concluding; and
- e) ask all members to commit to the work of the board for the 2011-2012 academic year.

Standing on stage were newly elected student board members, Adrian Boluarte-Chong, Kristina Payton, Chenice Rand, Ryan Roope and Demontea Thompson. Clarissa Cervantes and Sabrina Lockey were on stage as the newly appointed directors along with Tonee Sherrill as the newly elected Alumni Representative. Also on stage were Robert Barker, University Representative, Sally Spencer, Faculty Representative, and Marianne Link, Staff Representative. William Watkins, University Representative, was not in attendance. Returning members included Elizabeth Awad, Raquel Padilla and Zachary Roof. They listened as out-going Chair Carbajo read the mission of the board, led the group in reciting the USU Mission Statement and reviewed the expectations of the directors. After each expectation was read, the elected members affirmed their intent to abide by those principles. Continuing members recommitted to upholding their responsibilities.

Outgoing members Luis Carbajo, Andrew Collard, Sigourney Nunez (absent), William Overvold, and James Pilkington were recognized, thanked and given parting gifts as they left the stage and the board table.

Director Carbajo announced that the meeting would resume after a short break.

## **XV. Call to Order**

The new board members took their seats at the table and the meeting was called to order at 2:08 p.m. by outgoing Chair Carbajo.

## **XVI. Roll Call**

<b>Present</b>	<b>Absent</b>	<b>Staff</b>	<b>Guests</b>
Elizabeth Awad	William Watkins	Robert Bice	Sydni Powell
Robert Barker		Shaina Campbell	Elvira Ruzov
Adrian Boluarte-Chong		Matthew Eickhoff	Jenny Soto
Clarissa Cervantes		Jimmy Francis	Tonee Sherrill
Amanda Flavin		Joe Illuminate	
Debra Hammond		Bernetta Johnson	
Sabrina Lockey		Aida Johnson	
Marianne Link		Sharon Kinard	
Raquel Padilla		Shannon Krajewski	
Kristina Payton		Samantha Liu	
Chenice Rand		Carol Nardini	
Zachary Roof		Kristen Pichler	
Ryan Roope ( <i>left at 2:42 p.m.</i> )		Jason Wang	
Sally Spencer ( <i>left at 2:52 p.m.</i> )			
Demontae Thompson			

**XVII. Action Items**

**A. Alumni Representative Appointment**

M/S/P (E. Awad/C. Cervantes) Motion to appoint Tonee Sherrill as the Alumni Representative to the USU BOD, for a term of two years, ending in 2013.

*Motion passed 13-0-0.*

*Director Sherrill joined the board at the table.*

*Director Roope left at 2:42 p.m.*

**B. Election of Chair**

Nominations were accepted for the Chair position. Director Boluarte-Chong nominated Director Roof. Director Lockey nominated Director Awad. Both candidates made statements and fielded questions from the board. The vote was counted by a show of hands and Elizabeth Awad was elected Chair.

Luis Carbajo said goodbye and turned the gavel over to the newly elected Chair, Elizabeth Awad.

**C. Election of Vice Chair**

Nominations were accepted for the Vice Chair position. Director Thompson nominated Director Roof. Director Cervantes nominated herself. The candidates made statements and fielded questions from the board. The vote was counted by a show of hands and Zachary Roof was elected Vice Chair.

*Director Spencer left at 2:52 p.m.*

**D. USU BOD Meeting Schedule 2011-2012**

M/S/P (Z. Roof/K. Payton) Motion to approve the USU BOD meeting schedule for fiscal year 2011-2012.

Discussion included that dates of the meetings did not include a pattern. Director Hammond responded that there are a number of reasons why the meetings are scheduled the way they are. Director Watkins has a regularly scheduled meeting on certain Mondays, conferences are held throughout the year that require members of the board to attend, along with campus holidays.

*Motion passed 11-0-0.*

**XVIII. Announcements**

- Ella Ruzov congratulated the board and asked them to pick up their t-shirts and also to turn their paperwork into her after the meeting today.
- Carol Nardini asked the board to make sure that she has the student board members' home addresses during the summer because the packets will be mailed to their homes.
- Shannon Krajewski reminded the board of the upcoming retreat June 24-26, and that an itinerary will be sent out soon. Board members must complete the StrengthsQuest quiz by Monday, June 20. If there are any questions to please check with Ella Ruzov. There will be a tour of the SRC after this meeting.

- Director Link welcomed the new board and congratulated the new chair and vice chair.
- Sharon Kinard, Manager of Administration and Communications, said that on behalf of the USU, we welcome you and are all here to help and support all of you as members of the USU board of directors. She thanked Director Barker for his invaluable knowledge and service to the board.

**XIX. Adjournment**

The meeting was adjourned at 3:01 p.m. by Chair Elizabeth Awad.

Respectfully submitted by,

Debra L. Hammond  
Executive Secretary