

Board of Directors Meeting
September 17, 2014
FOOTHILL Suite, University Union, CSUS

Minutes

1. **Call to Order:** Chair, Sara Tulane called the meeting to order at 7:35 a.m.
Members Present: Missy Anapolsky, Isabela Casillas, Zach Corbo, Ali Izadian, Ed Mills, Connor Murray, Jim Reinhart, David Rolloff, Andrew Shaw and Sara Tulane.
Also Present: Leslie Davis, Jill Farrell, Darcey Hopkins, Bill Olmsted, Kate Smith and Dean Sorensen.
2. **Public Comment:** None
3. **Audit Presentation:** CPA Matson & Isom, Christy Norton, Shareholder and Kristine Hessong, Audit Senior
The audit committee met yesterday and went very in depth, they will not be going that far into details due to time restrictions. The final highlights include:
 - a. An increase in revenue due to an increase in more programming which is raising excitement, profit and is including more community events and facility use.
 - b. Expenses have also increased due to the increase in programs and equipment upgrades.
 - c. On page 4 of the Independent Auditor's Report you will see the equivalent of the income statement. One item was pointed out, the "extraordinary items and discontinued operation". This was due to the WELL Café closing and in order to prevent both the business and the equipment from being sold to a new vendor, requiring the continuation of non-beneficial rental terms, Union WELL Inc. acquired the Café and all of its equipment.
 - d. In the auditors opinion the financial statements present fairly, in all material respects, the financial position of the Union WELL, Inc., as of June 30, 2014, and the change in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the USA.
 - e. Motion to approve of the Audit as presented; ***(MSP: Anapolsky / Corbo)***
4. **Seat Board New Members:**
 - A. University Union Advisory Group Nominations: Isabella Casillas ***(MSP: Izadian / Murray)***
 - B. ASI Appointee: Zach Corbo ***(MSP: Izadian / Murray)***
5. **Consent Calendar:**
 - A. Approval of Board of Directors Minutes – April 23, 2014 ***(MSP: Anapolsky / Corbo)***
6. **Old Business:**
 - A. **Board Orientation: Davis**
Leslie Davis went into a detailed PowerPoint presentation on who the Board of Directors are, the purpose of the University Union and the WELL, the location of the Board Manual online for easy reference, fiduciary responsibilities, general responsibilities, legal requirements, conflict of interest, the Union Well Inc.

governance, the Strategic Plan, the shared vision and mission statement, and the Union WELL Inc. beliefs and values.

B. Meeting Dates: Change in Calendar: Davis (MSP: Izadian / Shaw)

7. New Business:

A. Authorizing Signature Resolution 2014-15, resolution 14-01 (MSP: Anapolsky / Izadian)

B. Appointment of Legal Counsel 2014-15, Resolution 14-02 (MSP: Anapolsky / Corbo)

C. Appointment of Auditor 2014-15, Resolution 14-03 (MSP: Shaw / Corbo)

D. Election of Officers 2014-15

i. Nomination and election of the Vice Chair

Andrew Shaw nominates Zach Corbo, Ali Izadian seconded. Corbo delivered a speech outlining his interest and qualifications. Highlights include that this is his 3rd year as a government major, has worked in Admission and Outreach as the lead ambassador and currently serves as the President of the Honors Program. Most importantly he is committed to this campus and wants to leave the University better than when he found it. Motion to close nominations, Reinhart and Izadian.

ii. Nomination and election of the Secretary Treasurer

Zach Corbo nominated Connor Murray but due to Murray's immense amount of campus responsibilities he politely declined. Missy Anapolsky nominated Andrew Shaw. Shaw delivered a speech outlining his interest and qualifications. Highlights include that he came here 5 years ago and has been working in the residence hall for 3-4years, he attends every campus event, has a ton of Sac State pride and even use to be Herky mascot! He wants to make the Union WELL Inc. Board of Directors a priority. Motion to close nominations: Anapolsky and Murray.

E. Committee Assignments (MSP: Anapolsky / Mills)

F. Personal Changes: Davis

Three people have moved on at the WELL, and one person in the Union. Mirjana Gavric accepted a position at Blood Source and Kate Smith was promoted to Director of the WELL. Recruitment is in process to fill the vacancies.

G. Expansion Update: Davis

President Gonzalez called Leslie Davis, Executive Director of Union WELL Inc. into a meeting last May and asked that we delay our alternative consultation until Spring 2015. A marketing class is going after the event center in the Fall, but the process has already begun and it *will* be decided by a vote of the students in a referendum. Please note that Union WELL Inc. is not involved in that. This also means that there will be cost implications by us having to wait a year. We can't do everything that we originally planned so we will need to cut back so that we can remain in the \$99 or less window we promised students. We will be changing the way we do the alternative consolation process, this time we will be sending out an email to every single student with a link to the video and the survey. What we collected last year in information has shaped what we do. We are doing the alternative consultation process instead of the referendum because the referendum lacks the information and feedback we need to deliver not only what the students want but what the students need.

8. Reports and Comments

A. Board Members: None

B. Executive Director: Davis

Davis went into further detail about the “extraordinary item” from the audit. The owners of the WELL Café wanted to sell their operation to another vendor with unacceptable financial terms, so we decided to buy it and their equipment. UEI in turn wanted to purchase the equipment at market price. So as far as the auditors were concerned, we lost about \$35,000 but it is minimal since we’ve turned this space into a lounge thus allowing to turn that old space into a fitness area with more equipment for member use. The auditors felt it was imperative to have this on the Audit Report because Reinhart is a Board member. In regards to the HR discussion, we need to develop a plan so we are going to move forward and take a look.

9. Information: Activity Reports

A. Administration and Facilities: Olmsted

- i. Union: The Forest and Orchard Suite have new carpet; retrofit work has been done on the air handler and is now digitally controlled; additional thermal door counters are being installed at the Union and the WELL and should be completed in late October; the State Hornet editorial offices are now where the KSSU space was on the 1st floor and the advertising office is on the 2nd floor by the mediation room; there is a new ASI Student Engagement Center where the laptop repair space was; KSSU is adjoined to the ASI Center and features a window that looks into the broadcast; SO&L’s new space on the 2nd floor is currently being renovated and will be ready in late Fall.
- ii. IT: A restructured IT Disaster Recovery Plan and new Business Impact Analysis for crucial IT systems has been created and has received CO audit approval. The next step will be implementing the plan with our partnership/agreement with Microsoft Azure cloud services.
- iii. The WELL: in the process of replacing the WELL’s failing turnstiles and bio-metric entry system, the new equipment and system will be installed over Winter break.
- iv. Telecom: work will be on the Union’s new telecom room in late September.
- v. Personnel: Krista Knifsend is the new Administrative Coordinator for Union WELL Inc. and began her position in early August.

B. The WELL: Smith

- i. WELLcome Back boasted a new daily record and was followed by the Sac State Throwdown Dodgeball Tournament with 46 teams.
- ii. At the climbing wall they have conducted 400 safety orientations and had their First Accent Night.
- iii. Intramurals: has registered 30 teams for Flag Football, 7 teams for whiffle ball, 25 teams for volleyball, 10 individuals and 2 teams for tennis. IM’s in currently registering for 3 on 3 basketball and indoor soccer. They also hosted the 2nd annual Aaron Rehman Memorial soccer tournament.
- iv. Personnel: IM Coordinator position has closed and are scheduling phone interviews. The Assistant Director of Fitness position has closed and the committee is reviewing applicants. The Assistant Director of Special Events and Informal Recreation is open and closes on September 26th.

C. University Union: Sorensen

- i. The Union website has been re-designed and was launched May 30th with results that Public Affairs is pleased with.
- ii. Plagblast 15 has resulted in yet another record attendance and participation! Next years will be September 9th.

- iii. The Amazon Lockers will be installed on the 18th between the games room and vending machines.
 - iv. UNIQUE has had a successful start to the semester and recruited new volunteers; the Information Desk is participating in a campus social media campaign; Event Services hosted the New Student Orientation and Feria de Educacion; check out the Games Room and its new look; and lastly the Union Gallery opened "Not Rocket Science" with large attendance numbers.
 - v. Zenia LaPorte is serving as head of the Hornet WOW campaign's marketing.
10. **Closed Session:** Legal exemption per government code 54956.9: No decision was made and only information was provided.
11. **Adjournment:** The meeting was adjourned at 8:52am (*Izadian / Corbo*)

Respectfully submitted:



Authorized Signature

11.12.14

Date