

**Board of Directors Meeting Minutes for September 16, 2015**  
**Foothill Suite, 3<sup>rd</sup> floor: University Union**

1. **Call to Order, Chair - 7:30 a.m. Zachary Corbo**  
**Present:** Zach Corbo, Adrianna Bolds, Lindsay Ruth Vampola, Chelsea Jefferson, Mark Anthony Sohl, Missy Anapolsky, Ed Mills, David Rolloff and Ali Izadian. Also present: Leslie Davis, Bill Olmsted, Dean Sorensen, Jill Farrell and Darcey Hopkins
2. **Public Comment: None**
3. **Time Certain: 7:35am Audit Presentation, CPA: K Coe Isom, Christy Norton, Shareholder**  
**Audit: Acceptance of 2014-15 Audit**  
Christy Norton presented the 2014-15 Audit and passed out 2 reports, Report to the Board and the financials. Norton had met with the Audit Committee yesterday as well as in August so that they could perform a year-end balance testing and go over audit procedures. All went according to plan and there were no issues. Norton pointed out that on page 4, under Other Income that there were 2 new categories due to the donated servers and the fire damage at the sheds. There was also a change in net assets, which are and is actually up from last year. Overall, the corporation is in a wonderful position and our current ratio is very good. The long-term planning has also been done for next several years. The audit opinion found on page 2 has been unmodified and the desired outcome at the end of an audit. *(MSP: Anapolsky / Sohl)*
4. **Seat Board New Members: (MSP: Mills / Anapolsky)**
  - A. University Union Advisory Group Nominations:
    - i. Chelsea Jefferson
  - A. WELL Advisory Group:
    - ii. Adrianna Bolds
  - B. ASI Appointee:
    - iii. Mark Anthony Sohl
5. **Consent Calendar:**
  - A. Approval of Board of Directors Minutes – April 22, 2015 was approved as-is.
6. **Old Business:**
  - A. Board Orientation: Davis  
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, conflicts 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  
We will be changing the November 4<sup>th</sup> meeting to November 18<sup>th</sup> in the Capital room. The Thank You Luncheon will be held on April 29<sup>th</sup> at Hoppy's Brewery.  
*(MSP: Bolds / Jefferson)*
7. **New Business:**
  - A. Authorizing Resolution 2015-16, Resolution 15-01: *(MSP: Anapolsky / Bolds)*

- B. Appointment of Legal Counsel 2015-16, Resolution 15-02: *(MSP: Sohl / Mills)*
- C. Appointment of Auditor 2015-16, Resolution 15-03: *(MSP: Anapolsky / Sohl)*
- D. Election of Officers 2015-16
  - i. Nomination and election of the Vice Chair\* *(MSP: Sohl / Anapolsky)*  
Vampola nominated herself and is looking forward to getting involved by hitting the ground running.
  - ii. Nomination and election of the Secretary Treasurer\* *(MSP: Bolds / Vampola)*  
Anthony Sohl nominated himself. His prior experience as the chair of the Budget and Finance committee makes him a qualified candidate. He has always been interested in auxiliary companies/nonprofit and sees a lot of opportunity with the upcoming expansion.  
*\*Officers also serve on the Executive Committee*
- E. Committee Assignments: *(MSP: Anapolsky / Bolds)*  
Self-nominations and new committee members are Vampola, Jefferson and Bolds.
- F. Expansion Update: Davis  
Funding Request: In order to proceed with the Union Expansion, Phase I North project, funding from the Union reserves will need to be transferred to cover the initial expenditures. For the 2015/16 fiscal year, the requested amount is \$100,000 and will be used to pay for advertising, RFQ and RFP documents as well as development of design criteria by Flad Architects. *(MSP: Vampola / Jefferson)*
  - i. The fee was implemented on May 1st for all students. There have been very few questions, primarily regarding financial aid, including whether or not the fee is a part of financial aid.
  - ii. On Monday an email went out to all the students from President Nelsen explaining in great detail the expansion and why his predecessor had not announced it. The State Hornet is interviewing Olmsted and Davis today.
  - iii. We have wrapped up the program planning early in the summer, prepared the long range financial plan for the F&T at the CO, and prepared drawings and information for CPDC at the CO, and the project was approved by the trustees last week.
  - iv. We are using the cooperative Design-Build method of project delivery. Design-build is where one entity, the design-builder, enters into a single contract with us to provide both design and construction services. The request for qualifications for architects for the full project will be released this week and we hope to have the full architect/contractor team selected by Winter Break.
  - v. Questions and Comments: Sohl's interaction with students has been a mixed bag of positive and negative comments. Students are aware that both buildings are utilized and are excited for new changes, but when they saw the additional fee increase without there being any kind of press release it upset them. There was an obvious lack of communication that needs to be addressed. Davis wholeheartedly agrees and explained how Union WELL Inc.'s hands were tied while waiting for President Gonzalez to announce it prior to his departure. Mills reminded the Board how hectic the time was in the last 2 months of his Presidency and how he had advised Dr. Gonzalez and President Nelson to announce it ASAP. President Nelson immediately brought it to the students' attention once he took over. Bolds believes that even though the email was sent out, that won't actually generate conversation because students do not read or check their emails. People aren't interested in reading their emails, so going forward, the Board needs to do something. Corbo explained how he has been asking about this since April and that the hands of the Board were indeed tied because of President Gonzalez. He would like to release a statement on behalf of the Board. Davis reminded the Board that she will be talking to the State Hornet today in hopes that more students will read it and be aware of what is going on. In regards to the email, the campus can actually track and see who has actually viewed it. We need to let the website stand alone, and we will continue to talk to the press, and we will present the project to ASI

when/if asked next week. There are also posters and pens now circulating around campus directing students to the webpage. Olmsted outlined the video on the Expansion website with students, explaining the fee and scope of the project to students to answer their questions. The website is designed to answer most questions, but if for any reason it does not, contact information is available online. Sohl stressed that it is important to mention that not all the students he has spoken to are upset, so during the meeting with the State Hornet, he advised to remind them that we are doing this FOR the students. It is not, never has been, and never will be, us versus them.

**8. Reports and Comments**

**A. Board Members**

- i. Bolds told the Board about the Sac State Scavenger Hunt. It is where 4 students, one of whom is a freshman and one of whom is a transfer student, The remaining can be any student, can post pictures to Instagram of items found. The winners will be entered into a drawing for an IPAD.
- ii. Sohl wanted to thank everyone for the opportunity to serve on the Union WELL Inc. Board and say that he really enjoys this particular Board and it's a very interesting perspective. This will be an amazing year with many new opportunities with not only a new president but with the expansion.
- iii. Anapolsky requested that the Board invite President Nelson to the next meeting so everyone could meet him. Hopkins and Davis will work on extending the invite for the next or future meetings based on his tight schedule.

**B. Executive Director: Davis**

- i. Has been working on the audit and expansion as mentioned earlier.
- ii. Fire Update: all items have been replaced but we are still waiting for the campus to build the sheds.
- iii. El Nino: Preparing for it now and working with the campus on how to prevent damage in the event the water rises.
- iv. Davis is teaching a First Year Experience class this semester.
- v. Davis once more supported the ASI Board of Directors, attended their retreat and did training on governance for them, similar to what she presented this morning.
- vi. Davis is also doing some training, team building and strategic planning for the One Stop office in Student Affairs.
- vii. Consider yourselves CHALLENGED to climb Hornet Hill!

**9. Information: Activity Reports**

- A. The WELL: Olmsted presented information about The WELL activities.
- B. University Union: Sorensen presented information about Union activities.

**10. Adjournment 9:17am**

Respectfully submitted:



Authorized Signature



Date