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**ASSOCIATED STUDENTS OF CALIFORNIA STATE UNIVERSITY, CHICO
BOARD OF DIRECTORS MEETING MINUTES**

Wednesday, November 18, 2020

2:30 p.m.

Via Zoom

Members Present: Bre Holbert, Jennifer Mendoza, Anthony Ruiz, Austin Lopic, Tracy Butts, Ann Sherman, Sandy Parsons-Ellis

Members Absent: Ella Snyder and Kaylee Biedermann (both excused)

Others Present: Jamie Clyde, Karen Bang (recording), Susan Jennings, Jon Slaughter, Tom Rider, Shar Krater, Hugh Hammond, Katrina Robertson, Katie Peterson, Curtis Sicheneder, Thang Ho, Lauren Lathrop, Rhiannon Tice, Kristin Chelotti, Mark Mooradian, Ember Funk, Janice Stryker, Keith Crawford, Steve Novo

- I. **CALL TO ORDER** – The Chair, Holbert, called the meeting to order at 2:35 p.m.
- II. **MECHOOPDA LAND RECOGNITION** – The meeting was started with the reading of the Mechoopda Land Recognition statement.
- III. **AGENDA** – Approval of the 11/18/20 regular meeting agenda. **Motion to approve the 11/18/20 regular meeting agenda, as presented (Lopic/Sherman) 6-0-0 MSC.**
- IV. **APPROVAL OF MINUTES** – Minutes of the 10/28/20 regular Board meeting. **Motion to approve Minutes of the 10/28/20 regular Board meeting, as presented (Lopic/Butts) 6-0-0 MSC.**
- V. **ANNOUNCEMENTS** – Lopic said Happy Wednesday and happy final stretch of the semester, noting that he hopes all are doing well.
- VI. **PUBLIC OPINION** – Limited to items on the agenda, three minutes per speaker, five minutes for entire topic - None
- VII. **STANDING COMMITTEE REPORTS** – Action Items forwarded to the Board of Directors from the standing committees stand approved unless overturned by a 2/3 + 1 Board action. Holbert reviewed the approved items for the three committees. Holbert said these items were passed at each of the committees.
 - A. Government Affairs Committee
 1. GAC Actions of 11/4/20
 - a. Approved the 11/4/20 regular meeting agenda.
 - b. Approved Minutes of the regular meeting of 10/21/20.
 - c. Approved Consent Agenda:
2020-21 Associated Students Committee/Council Appointments
Confirmation of appointment to Diversity Affairs Council (DAC)
 - Commissioner of Diversity Affairs Appointment: Ariana Powell
 - B. Bell Memorial Union Committee – Clyde said the 11/7/20 meeting was cancelled.
 1. BMUC Actions of 11/3/20
 - a. Approved the 11/3/20 regular meeting agenda.
 - b. Approved Minutes of the regular meeting of 10/20/20.
 - c. Approved Electric Trailer Project in the amount of \$15,000 (and \$10,000 being matched by FMS) to be acknowledged and moved to the SFAC Committee for further discussion and deliberation. All projects over \$5,000 must still come back to BMUC if approved at SFAC.
 2. ~~BMUC Actions of 11/7/20~~
 - a. ~~Approved the 11/17/20 regular meeting agenda.~~
 - b. ~~Approved Minutes of the regular meeting of 11/3/20.~~
 - d. ~~Approved Facility Master Plan, as presented.~~
 - C. Associated Students Businesses Committee – Lopic noted an Executive Order was sent to the Board to remove a committee member due to lack of attendance at meetings, as well as the addition of a new member.
 1. ASBC Actions of 11/9/20
 - a. Approved the 11/9/20 regular meeting agenda.
 - b. Approved Minutes of the regular meeting of 10/26/20.

VIII. BUSINESS

A. Information Item: Revisions to Associated Students Corporate Codes

1. Restated Bylaws of Associated Students of California State University, Chico.
2. Duties for the Director of Legislative Affairs, including title change to Commissioner of Legislative Affairs.
3. Legislative Affairs Committee Code, including title change to Legislative Affairs Council Code.
4. Board of Directors Code.
5. Government Affairs Committee Code.
6. Deletion of Wireless Device Policy.

Holbert explained that revisions to these documents, other than the Deletion of the Wireless Device Policy, were discussed a bit previously at both Board and GAC meetings. She said they're looking to change the role of the Director of Legislative Affairs to a Commissioner role, and then change the Commissioner of Diversity Affairs' role to be the Director of Social Justice and Equity. The codes that go along with these would also be updated. Holbert said this summer they were looking into equity initiatives throughout the AS and noted that Government Affairs had a lot of say and push regarding the roles of their officers. After talking with many people, Holbert said they decided it would be good to increase the Commissioner of Diversity Affairs role and make them a member of the Board. She noted the Director of Legislative Affairs doesn't need to be a member of the Board as much as the Commissioner of Diversity Affairs, especially due to current societal and political unrest as well as changes in our culture. Holbert said to stay within corporate policy, they couldn't add an additional student to the Board or GAC, but could switch roles. The title of Commissioner of Diversity Affairs would be changed to Director of Social Justice and Equity and the title of Director of Legislative Affairs would be changed to Commissioner of Legislative Affairs. These position changes would become effective beginning the 2021-22 elected officer term. Regarding the Duties for Director of Legislative Affairs, Ruiz requested that regarding CSSA, Item VII. C., "...Legislative Affairs Council..." be corrected to stay as "...Legislative Affairs Committee..." Mendoza questioned if pay for the two positions would stay the same and Slaughter said when the Director of Legislative Affairs becomes a Commissioner, they will receive the Commissioner scholarship and when the Commissioner of Diversity Affairs becomes the Director of Social Justice and Equity, they would receive the Director scholarship. Mendoza asked if the Commissioner of Legislative Affairs would still go to CSSA and Slaughter confirmed. The Board of Directors Code and Government Affairs Committee Code were also reviewed. Holbert noted that the University Office of Diversity and Inclusion Representative was added as a non-voting member to GAC. Ruiz said these changes are necessary but expressed concern regarding pay discrepancies. He explained that the Commissioner of Legislative Affairs would be six hours less than their current role; however, one weekend a month this position goes to CSSA, which takes up a lot of time, in addition to other duties. Discussion was held. Slaughter also explained that per the AS Bylaws, only 9 directors are allowed on the Board of Directors, so they can't allow the Director of Legislative Affairs to stay as Director. Holbert said pay is a larger discussion that they should discuss soon. Ruiz and Mendoza said they were both in support of the suggested changes. Holbert said revisions to the Duties for Commissioner of Diversity Affairs are approved via GAC and reported to the Board.

B. Information Item: Additions to Associated Students Human Resources Policies

1. Cell Phone Allowance Policy.
2. Internet Allowance Policy.

Clyde explained that the Cell Phone Allowance Policy will replace the Wireless Device Policy (listed above) and is a cleanup and update of the other policy (Sherman left the meeting at 3:02 p.m.). Clyde said the Internet Allowance Policy is new, noting that it is required as the AS is on the Chico State campus. She said that several months ago the attorney for the auxiliaries reached out and shared that legally we need to provide an internet allowance for those employees working from home. She said they worked with other auxiliaries on this policy and the Chancellor's Office legal team also reached out to all the auxiliaries and confirmed we need to provide it. Clyde said the cost of the lowest service level of internet in our area required to do the job at home would be \$30/month for full-time staff, \$15/month for part-time staff. She also noted that in order to be in compliance, they will have to pay employees retroactively to when they began working from home.

- C. Information Item: Bookstore contract modifications and extension information – Clyde said today she would provide all the components of what Follett has come to the table with as well as explain the Board's options, what the Board can do moving forward and what it will cost, noting the Board would need to vote and approve any modifications to the Follett contract. She provided a PowerPoint and the Projected 2020/21 Follett Commission Income was first reviewed. Clyde said pre-COVID sales numbers were provided as a benchmark. She noted the significant decrease in actual sales last year due to the operational change; over

\$100,000/month difference. For the numbers they don't have, Clyde said Jennings looked at the year prior and then put in an adjustment of the types of decreases they've been seeing, based on 80%. Projected Sales for 2020/21 were noted, including 80%, totaling approximately \$1.3 million. Clyde said two things really come into play here, the first being a reduction in commissions from 16.6% down to 14%. She said that's a very small number, and the larger number to pay attention to is the 90% minimum. She explained that if sales quotas were not met for this year, we would look at last years and would do 90% of that, which would give us the amount that we would get our sales on this year, which has happened every year that we've had the Follett contract. She said this year they are anticipating revenue to be about \$190,000 that the AS would receive. Normally, if we had enacted the 90%, it would be closer to \$516,000. She said we are anticipating about \$326,000 less revenue this year if it were comparatively the same to last year.

Clyde said the main changes would be that we would extend the contract for an additional two years, for a total of three years, the 90% minimum guarantee would go away and the commissions would be reduced to 14% capacity until students arrive back on campus, which could go into next year, too. She said she's recommending extending the contract, as other options aren't very good. She explained we could go out for a RFP but the reality of another bookstore being interested when campus is closed isn't likely. She said the AS could self-operate but would be facing the same challenges Follett is dealing with and we don't have the knowledge or expertise at this point, so would have to hire that out. She said the AS made a good decision to move to Follett and wouldn't recommend changing that. The last option would be to not operate the bookstore at all. Clyde said she will be recommending to extend the contract, noting that if things were to stay the way they are currently, which is the model we have with the contract with the campus, as well as our contract with Follett, and what we do within the AS, it is not sustainable for us to keep up with this. She said there is a 90-day cancellation clause; however, she's hoping that by enacting the three years it would buy us time to be in a better place. She said the AS can't be here for three years as we simply don't have the funds. Clyde reviewed the estimated budget for 2020, noting they are projecting to bring in \$190,000, which along with other income, would provide a total income of approximately \$317,000. She said we currently pay the University \$222,000, and fixed costs to the Student Union. Clyde said when they look at the whole package together, they are looking at a deficit of over \$474,000, which is very significant. She said VP Sherman is looking into the expense on the campus side, which may be one place we can reduce, as well as a reduction to the Student Union for rent which has already been done, which means the Student Union picks up more of the cost. She said It's a very heavy impact on us and will only hold us for a little while. Discussion was held. Clyde said Follett has let her know that they can't stay with us if we don't drop the 90%. She said she understands the situation they're in and even though this deal doesn't sound great, it's not good for Follett as well. She said we're sharing the hurt so we can all buy some time for a little bit more certainty of what next year looks like so we don't have to make a rash decision that we can't come back from. She noted that Follett felt the 90% minimum should have been stopped last year as soon as the bookstore closed, which was a difference of about \$172,000. She said we held strong in our position to get payment in full. She said our part of this agreement was to make us whole for last year. She also noted that Follett Corporation hasn't 100% agreed to what is being presented today. Clyde said judging by these estimated numbers, we'd have to make a different move come next year. She said there aren't a lot of options for the spring semester and that this will be a hot topic all next year at Board.

- D. Discussion Item: 9/30/20 Activity Fee Fund Budget vs. Actual – Slaughter reviewed with the Board, noting Total Revenues were at 56.89%, total expenses at 12.53%.
- E. Discussion Item: 9/30/20 Combined Student Union and WREC/AO Summary Income and Expense Statement – Jennings reviewed with the Board, noting 13.18% of the approved annual budget has been expensed, generated 45.06% of projected income.
- F. Discussion Item: 9/30/20 Dining Services Financials – Lopic said the financials provided show the originally approved budget, and Jennings confirmed that starting in October they will begin using modified budget numbers. Lopic reviewed the Executive Summary for Dining Overall, Sutter Dining and Cash Ops.
- G. Discussion Item: 9/30/20 AS Wildcat Store Financials – Lopic reviewed, noting Income at \$34,776, Commission Income of \$112,819 YTD.
- H. Discussion Item: 9/30/20 Follett Wildcat Store Financials – Lopic reviewed with the Board and noted that overall, September was an extremely tough month in sales. Novo, the Bookstore Operations Manager, said they are working with University Public Events and others regarding how the spring graduation ceremony will look, noting it could be a hybrid type or 100% virtual. They are working with Herff Jones regarding sales of “keeper” gowns which would be sold and sent to students.

- I. Discussion Item: 9/30/20 Activity Fee, Student Union, Auxiliary Activities and Corporate Services Fund Capital Expenditure Reports – Jennings explained that Capital Expenditures are reported to the Board quarterly. As noted in the various reports, no purchases were made during the first quarter.
 - J. Discussion Item: Review of Investments – Quarter ending 9/30/20 – Jennings said these reports are also provided quarterly and reviewed them with the Board (Sherman rejoined the meeting at 3:47 p.m.).
 - 1. Local Agency Investment Fund (LAIF) and Certificates of Deposit (CD's)
 - 2. Board Designated Fund
 - K. Director of University Affairs Report – Snyder was absent.
 - L. Director of Legislative Affairs Report – Ruiz had no report.
 - M. University Vice Presidents' Reports – Parsons-Ellis shared that registration for spring classes closes Friday and that they're down a bit in students that are registering. She said that Chela Mendoza-Patterson is retiring in December and they are working on reorganization strategies to manage that transition. • Sherman said she stepped out of the meeting as she had to join a system-wide call. She said they discussed the CARES Act money. She said Chico State is front and center on this as we gave out all the CARES Act money for the students as well as an additional \$1.2 million that the campus added for students not eligible to receive CARES funds (students taking classes exclusively online, DACA students, and international students). She said 84% of this funding money has gone directly to our students, which is higher than sister campuses. Sherman said they also discussed COVID testing and inoculations and whether campuses will require vaccinations in the spring or fall. She said there is not a unified approach at this time. Regarding testing, different campuses are doing different things, largely driven by the number of people in residence halls. For Chico State, she said an email went out recently regarding free testing available in Chico and encouraged everyone to get a test before meeting with family over the holidays, and upon return to Chico.
 - N. Faculty Representative Report – Dr. Butts encouraged everyone to take advantage of the upcoming time off to recharge batteries and get some rest as the last three weeks of the semester will be crazy. She said self-care is not a luxury and suggested checking on friends to see how they're doing and if they need anything, as well as connect them to resources on campus if needed.
 - O. Executive Director's Report – Clyde said now that Butte County is back into the purple tier, this changes what the AS can do operationally. She noted they had to close the WREC. Clyde said we've been preparing so many different cases and operational things that we're way ahead of the game. She explained that they can look back at operational plans and will restart working on them again. She said the CDL is still operating, and the bookstore is still open. The bookstore is at 70% adoption rate, which Clyde said is amazing. She said this has a lot to do with Lathrop, as well as VP Sherman's level of support to move forward on campus with this.
 - P. President's Report – Holbert said she would send a written report to everyone.
- IX. ANNOUNCEMENTS** – Mendoza said she is looking forward to the December Town Hall and also hopes everyone is still in good spirits. • Lopic said for students that are continuing into the 2021-22 academic year, that they should reach out to faculty and staff regarding letters of recommendation for the Wildcat Scholarship. Applications will be accepted from January 2 through February 15, 2020. • Novo said the annual Customer Appreciation will begin soon. From November 25 to 30 they will be having an online only sale; 20% off one item, 25% off two, 30% off three or more items. From November 30 to December 3, an in-store sale will be held: 30% off all apparel and gifts.
- X. PUBLIC OPINION** – Krater gave a shout out to Dr. Butts regarding her recent presentation to become the Dean of College of Fine Arts, and noted how lucky we are to have her as a voice at this table as well as here on campus. Lopic echoed what Krater said, noting Dr. Butts is amazing. She thanked everyone.
- XI. ADJOURNMENT** – The Chair, Holbert, adjourned the meeting at 4:02 p.m.