



The University Corporation
San Francisco State

Room ADM 361
1600 Holloway Ave
San Francisco, CA 94132
ucorp.sfsu.edu

Board of Directors Meeting – Minutes for Approval

Monday, May 13, 2019

3:00 p.m. to 4:30 p.m.

Administration Building, ADM 460

1600 Holloway Avenue, San Francisco, California

Action Item No. 20190513-01

BOD Action Item: Approval of Minutes from 20190415

Passed and adopted on this 13 day of May 2019, by the following vote:

Aye: 9

No: 0

Abstain: 0

Absent: 8

Secretary Certification

The undersigned state that she is the authorized Secretary of the Corporation and certifies that on May 13, 2019 at a duly called meeting of the Board of Directors' of the University Corporation, San Francisco State at which a quorum was present and acting throughout, the foregoing resolution was adopted by the votes indicated above.

Wherefore, the undersigned has executed this Certification this 13 day of May, 2019, at San Francisco State University, 1600 Holloway Ave. ADM 460 San Francisco, California.



Bonnie Li Victorino, Secretary



Board of Directors Meeting Agenda

Monday, April 15, 2019

3:00 p.m. to 4:30 p.m.

Administration Building, ADM 153L

1600 Holloway Avenue, San Francisco, California

I. Call to Order by the Chair, Trevor Getz

There being a quorum present, the University Corporation, San Francisco State (UCorp) Board of Directors was called to order by the chair, Trevor Getz, at 3:03 pm at San Francisco State University, Administration Building, room 153L, San Francisco, CA.

Board Members Present

Brian Beatty
Anoshua Chaudhuri
Gene Chelberg
Neil Cohen
Trevor Getz, Chair
Kathy O'Donnell
Jason Porth
Kal Salama
Alison Sanders
Ivy Tran
Mia Veal
Garrick Wilhelm

Board Members Absent

Nancy Gerber
Hrag Kalebjian
Bonnie Li Victorino
Jay Orendorff
Rob Strong

Others Present

Ricardo Angeles, Accountant Lead
Mary Bagazinski, Clerk of the Board
Chris Farmer, Director of Operations
Andrew Lok, Retail and Commercial Services Manager
Tammie Ridgell, AVP, Aux. Bus. Services, and Director of Finance & Administration
Anthony Victoria, Associate Director, Finance & Administration

1. Approval of the Agenda

No objections present regarding the agenda.

2. Approval of the Board of Directors Meeting Minutes for January.....**Action**

No objections; minutes approved unanimously.

II. Public Comment

There were no public comments.



III. **Resolution:** Approval of Student Board Directors for The University Corporation, San Francisco State, Fiscal Year 2018/19

- Ivy Tran
- Garrick Wilhelm.....**Action**

Since there are new faces, the chair decided to do round table introductions:

- Garrick is a graduating senior, with a conflict and resolution certificate. He is looking to go into social work, worked previously in mental health, it was the social justice piece that he liked. He feels that it is rewarding working in Associated Students. One of the current issues he's working on is financial aid reform at the Capitol.
- Ivy is a third year student, working on a B.S. in Chemistry. She has been in AS since freshman year. She has been an ambassador for Health Promotion & Wellness since Fall 2017 and became the lead ambassador. She tables at the food pantry, and is an intern for the Depot. She enjoys being involved and serving the community. It's important to do due diligence. She's excited to be on the UCorp board.

Gene – moved to approve the resolution, Kal seconded – vote to approve the resolution passed unanimously.

IV. Board Announcements/Constituent Reports

- Clerk of the Board Announcements
 - i. "Meet the Board" is now online! <https://ucorp.sfsu.edu/board/bios>
 - ii. Board Box Folder
 - 1. Repository for all board documents (except Beacon Pointe)
 - 2. Board docs will still be emailed in advance of meetings
 - iii. Need Conflict of Interest forms for new members
 - iv. Board Survey (Qualtrics) to be sent out via email
 - v. Board Retreat – Poll will be sent out for best day
 - vi. Taste of the Bay – Thursday, April 18th <http://cob.sfsu.edu/tasteofthebay>
- Ivy, Associated Students
 - i. 9th Annual Rhythms week – headlining concert this Thursday
 - ii. AS elections are this week, please encourage students to vote
 - iii. Greek week is coming up (2.5 weeks)
 - iv. Sexual Assault Awareness and Prevention Month is this April
 - v. Earth week is next week – ERC will have several events
 - vi. Minimum wage voted on by AS Board of Directors

V. UCorp Student Org Banking, Presentation by Ricardo Angeles, Accountant Lead

Ricardo presented an overview on student banking; The following is a summary of highlights:

- Per ICSUAM 3141.01 and Executive Order 1068, UCorp was tasked with student org banking.
- UCorp notified via Student Org Account Application for account activation.
- Currently 160+ active student organizations.
- Partner closely with SAE through the year regarding Student Org activity.
- UCorp has a dedicated bursar's window, email, and info page on website to assist students.



- Some of the banking services offered are: deposits, petty cash disbursements, check request submissions, event preparation, procedure-related information

Questions & Comments from the Board

- Do we have a bank behind us?
 - UCorp acts as the bank; every org is issued a fund number. We are not an official bank, but they use a portion of our balance sheet.
- Is registration for student orgs is changing?
 - That would be addressed with the Student Life side since we don't handle registration. However, if there are changes in members within a student org, we would need an updated signature authority so that funds can be withdrawn, etc.
- From the AS side: students have a lot of confusion between funding coming from UCorp versus AS funding. Maybe trying to work with AS a better way of communicating these differences to students.
 - We do work directly with Veronica in AS and we've noticed this as well and it does take a lot of coordination between us. I do give a presentation at the org symposium. Also, the additional Bursar's window was implemented to help this.
 - Does AS also speak at the Org Symposium? Yes, our President and VP, but there was a power outage at the last one. Student Orgs have ability to do an MOU to consolidate funding.
 - The most important difference is "funding" versus taking your money out of bank. We always recommend them to come directly to us and talk to us so we can help them.
- What is the cost of student orgs to bank with UCorp? Zero.

VI. Report from the Finance Committee Chair, Kal Salama

Kal Salama gave the following highlights on the last Finance Committee meeting on Tuesday, March 26, 2019.

- The FY got off to a good start; strong, then last quarter of 2018 was not great.
- For YTD 2019 equity markets are up, double digits.
- We are currently in the positive (about 0.5 million). We have a ways to go in order to meet projection but we are not in the negative.
- All of our investments are liquid except for the real estate.
- We voted during our last Board meeting to go Fossil Fuel Free (FFF). The portfolio is currently transitioning to support that.

VII. Report from the Nominating Committee Chair, Alison Sanders

Alison Sanders gave the following highlights on the last Nominating Committee meeting on Thursday, March 14, 2019.

- The Nominating Committee has reviewed all appointments that will expire at the end of the FY.
- Contacting folks to see if they are interested in extending.
- Working with Academic Senate to invite faculty.
- May meeting will be looking for Board vote for new members.
- We also have current students whose terms will expire on June 30, 2019.



VIII. Report from the Executive Committee Chair, Trevor Getz

Trevor Getz gave the following highlights on the last Executive Committee meeting on Monday, March 25, 2019.

- The Executive Committee agreed to have board retreat. We want to develop a strategic role for the board. Mary to coordinate.
- We discussed board engagement and perception on campus. Will ask Board members to talk to departments about what we do on campus. We want face-to-face communication, so there will be some education on campus about what we do.
- Board Survey to be distributed. We would like to know what works well, what doesn't. This is an engagement survey. We want to get a better sense of motivation and what you feel strongly about.

IX. Report from the Associate Vice President, Tammie Ridgell

Tammie Ridgell gave the following highlights on UCorp's February 2019 Financials:

- Presenting February numbers that were presented to the Finance Committee in March.
- The "Schedule of Net Assets" is our balance sheet; these are all of UCorp funds.
- UCorp has both restricted and unrestricted funds.
- Income Statement (2nd page) – is the full picture of the organization: revenue, all incomes.
- FSR (3rd page) – is our unrestricted revenue and expenses that we budget. This is the budget versus actual that we're spending.
- Note: Please see footnotes at the bottom for further info.
 - #1 - Food vending – we're projecting to be 26% over budget, due to pass through. There are also \$22k royalties from US Bank with "one card" program. This program was not successful; it will be discontinuing. Vending machines – uptick in revenue from commission in FY18-19. This figure also includes \$102,000k from welcome days for vendors. UCorp net is approx. \$5k.
 - #2 – Follett commission - 2% over in budget (minus revenue that belonged to prior fiscal year). Additional revenue here that was not budgeted.
 - #3 – Depreciation is significantly less than budget due to a change in how Ctrl+P leased equipment was handled. Capital vs Operating lease.
 - #4 – Audit expense is more than budget due to the additional expense charged by Grant Thornton to complete FY 17-18.
 - #5 – University support is higher than budget due to UCorp supporting the Hall of Fame with 3 tables (\$6,000) and Board allocating \$10k to Hope fund current use.
 - #6 – The actual cost for Open 24 is projecting higher than the budgeted allocation. It is higher because during the budget process we did not have true cost, just a limited estimation.
- It was noted that our investment income has increased. We're projecting that we'll end the year in the positive. Projecting based on budget for the remaining four months. Note, this could change drastically in the last month or quarter.
- Re: the Shops
 - Healthy U – flat, between budget and actuals.



- Ctrl+P – down a little, but still relatively flat. We’re doing credit card minimums because our fees increased. Looking to bring this back in alignment with the minimum that started in January.
- Open24 – revenue has increased – we had our first 500\$ day.

Board Questions & Comments

- Is the Student Org banking on our balance sheet?
 - Yes, under expenditures.
- Scholarships are down?
 - The programs that are issuing the scholarships, not UCorp. Depends on when you receive the requests for disbursement. We have discretionary funds that have been given to students, but UCorp itself doesn’t give out scholarships. Those come from donors or endowments from the Foundation.
 - Most scholarships don’t start until March – mid – April. So this number will still change.

X. Report from the Director of Operations, Chris Farmer

Chris Farmer gave the following highlights on UCorp’s operations and shops:

- Self-operated stores
 - Look sluggish on revenue side for stores; numbers are a little deceiving right now, due to start of semester that was later.
 - This is Feb, but we keep growing.
- Healthy U – better than lobby shop.
 - We face different challenges in our stores. Last year was staffing, lost a few good employees, trying to create career opportunities. We have restructured and some staff have risen to be new leads.
 - Maintenance issues on cooler. Staff have had to move inventory and put signage up. Sales haven’t declined at all.
 - Had biggest day ever – 6k day.
- CTRL+P
 - We restructured and now see growth.
 - 6% ahead of budget and 11% ahead of last year.
- Open24
 - Actuals are relatively flat; making small progress.
- Vendors
 - Year 5 for most of our vendors; leases are expiring, but they have option to extend. They have been checking in.
 - Crave space didn’t have option to continue. RFP was issued a month ago. Interested parties have visited.
 - We’ll be activating the RCSC. Committee was formed for this purpose so that when we get proposals we can come together.
 - July 1st will be first day of new vendor.
- Cesar Chavez Student Center
 - Continue to chip away at deferred maintenance. We have been meeting every 2 weeks for plan to chip away at bigger projects.
- Operations divisions working on UClub
 - Our division will have a hand in that – food, staffing, partnership with Academic Senate



- Lot 25
 - Identified as revenue opportunity. Andrew worked with Director of real estate. Contractor lease to park vehicles. Some money comes to UCorp and some to Parking & Transportation.
- Working with HPW to enhance availability and visibility of healthy items on campus.
 - Early in process. Working with vendors on healthier options, better signage, etc.
 - Looking at potential to put info on SF state app.
- New University pest control contract was put into place via Facilities.
- ESports working group created.
 - Gaming room, looking for space available.
- Station café
 - Significant remodel in the future – revisit redesign.
 - Conversations starting this summer, but following summer might be a good time.

Board Questions and Comments

- UCorp pays students SF minimum wage at entry level. Leads earn higher.
- Open24 has been a bit glitchy, so we've put off creating signage. Now we are re-visiting signage. Will also bring that to the RCSC in May. We do plan on doing more promotional things, but it's been problematic.
- G – My difficulty is that I can't use OneCard at the Shop24. Now have extra money that has little use.
 - C – We've been working with campus on a new one that will have all vendors accepting it
 - G – We would really like to see EBT accepted in the shops. It's being accepted at the farmers market. If I can help facilitate this, I'd like to be involved.
 - C – So far only Subway takes EBT Restaurant Meals, but EBT (CalFresh) would have a wider reach.

XI. Report from the Executive Director, Jason Porth

Jason Porth gave the following updates:

- Holloway update
 - Airhorn whenever they move the crane. Something big is happening.
 - We are ahead of schedule, even though we had to stop for a week. Phased approval. Fire marshal keeps up with you. Time and energy to mobilize workforce is significant. Other building was put behind schedule.
 - Holloway housing – UCorp has leased land to University, then subleased to developer.
 - LCA is state funded – the developer does not care as much re: timeline delivery.
 - Both are still on schedule overall.
- SF State minimum Wage
 - Students start in entry level position and move up, take on lead roles. We've had some success stories: One went to tesla, then another to a food distributor. They're able to take their experience off campus.
- Dramatic change to CA law re: independent contractor or employee.
 - This affects 1) how you pay them, 2) whether or not they're entitled to benefits, etc
 - New test put out by CA supreme court.



- We went to a lawyer recommended for auxiliaries in CSU to be compliant and best practices. Re: transactional law and real estate issues.
- Mr. Bromley completed an employee handbook review.
- Long-term employee retired – Lin Joe
 - We have a community that supports UCorp employees – we have long-term employees, we really value them. Worked close with AS in particular. We're in the process of hiring her replacement.
- Plastic Straws
 - Single use plastics, everyone is moving away from them. Andrew working on it since Executive Order came out from CSU
 - Working with vendors, message is that we're not banning them, but limiting availability.
 - Andrew, thank you for your hard work on this. RCSC charged us with being a good and trusted partner.
- UClub
 - Shared updated photos of the remodel progress onsite.
 - Updated the Academic Senate's Executive Committee on progress
 - Walls are closing soon; will be deciding on finishes (wall paint, countertops, wood benches)
 - The programming will be up to an Advisory Committee, which will be comprised of faculty, staff, students, and potentially alumni. There will also be a Program Director to execute the programming.
 - UCorp's role is fiduciary, site management and operations, such as food.

Board Questions and Comments

- Re: Advisory Committee – who will appoint this? The Academic Senate Executive Committee
- We will also be partnering with HTM, creating student employee opportunities, and a lab for courses. This will also be a safe space for students.

XII. FY18/19 Schedule of Meetings

Board of Directors

Meetings held at least bi-annually

Monday, May 13, 2019	3:00 p.m. to 4:30 p.m.	ADM 460
Monday June 24, 2019	3:00 p.m. to 4:30 p.m.	ADM 460

Audit Committee

Meetings held bi-annually

June/July 2019, Date TBA	TBA	3rd Floor, ADM 361 A
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Bookstore Advisory Committee

Meetings held bi-annually or as needed

Executive Committee



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San Francisco State**

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Meetings held as needed

Finance Committee

Meetings held at least quarterly

Tuesday, April 30, 2019	11:00 a.m. to 12:30 p.m.	3rd Floor, ADM 361 A
Tuesday, May 28, 2018	11:00 a.m. to 12:30 p.m.	3rd Floor, ADM 361 A
Tuesday, June 18, 2018	11:00 a.m. to 12:30 p.m.	3rd Floor, ADM 361 A

Nominating Committee

Meetings held annually

Thursday, May 2, 2019	11:00 a.m. to 12:00 p.m.	3rd Floor, ADM 361 A
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Retail and Commercial Services Committee

Meetings held bi-annually or as needed

Late April 2019	9:00 a.m. to 10:00 a.m.	3rd Floor, ADM 361 A
May 2019	9:00 a.m. to 10:00 a.m.	3rd Floor, ADM 361 A

XIII. Call for Adjournment

With no further business to discuss, the meeting was adjourned at 4:30 p.m.