

**UNIVERSITY AUXILIARY SERVICES AT ALBANY
BOARD OF DIRECTORS MEETING
Empire Commons, Conference Room
FEBRUARY 4, 2009, 3:00 P.M.**

President Murphy convened the meeting at 3:09 p.m. The following Directors were present:

Mr. Tom Bessette	Mr. William McCann
Ms. Sophia Hammett-Turner	Mr. William Jeremko
Mr. Colin Ebel	Ms. Leah Rotella
Dr. Richard Goldstein	Ms. Laurie Garafola
Mr. John Murphy	Ms. Carol Anderson
Mr. Kevin Wilcox	Mr. Joshua Sussman

Absent: Mr. Daniel Truchan, III; Ms. Karen Acosta McNeill; Ms. Samantha Bernstein

Also in attendance: Mr. Smith, UAS Executive Director; Ms. DiDonna, UAS Associate Executive Director; Ms. Kettlewell, UAS Associate Executive Director; Mr. Gorgas, UAS Director of Finance; Ms. McConville, UAS Director of Food Service; Ms. Obie, UAS Administrative Assistant; Ms. Mathis Peterson, Chartwells Resident District Manager (through first part of “Old Business”).

PUBLIC COMMENT

None at this time.

MINUTES

A motion was made to approve the minutes of the December 9, 2008 Board meeting by Mr. Bessette. This motion was seconded by Mr. Ebel and approved unanimously.

EXECUTIVE DIRECTOR’S REPORT

Mr. Smith thanked the Board for the opportunity to observe the December 9, 2008 Board meeting before he had actually joined UAS staff. He appreciated having that perspective before his first formal Board meeting today. He noted that the recent holiday recess had provided valuable time spent researching UAS’s history and foundational documents, which helped him to establish a sense of the UAS enterprise from both short- and long-term perspectives. As UAS prepares to celebrate its 60th anniversary in 2010, Mr. Smith noted that it is crucial that the organization be responsive to the economic situation facing our students and the University, and that our short-term priorities be focused on preserving quality services while reducing costs.

Mr. Smith noted that the contract discussions to follow under “Old Business” were based on these basic assumptions. He also announced a reorganization of his staff that will reduce personnel costs while ensuring services continue uninterrupted, as follows:

- The vacant Associate Executive Director position is eliminated, and contracts and responsibilities previously assigned there have been reallocated to existing staff.
- The SUNYCard office will be supplemented by two programmers assigned to the University's ITS office, and all SUNYCard staff members will report directly to the Associate Executive Director responsible for systems.
- The Director of Communications and Director of Finance will now report directly to the Executive Director.
- A newly created Human Resource Administrator position will be established, reporting to the Executive Director.

COMMITTEE REPORTS

Dining and Services Committee – Co-Chairman Mr. Jaremko reported that the Committee has met and reviewed meal plan details that will be presented to the Board later in this meeting. He noted that changes made will be beneficial to commuter students. Committee members present at the January 30, 2009 meeting have endorsed the proposed 2009-2010 meal plans; those not present also have had an opportunity to review the plans and have also endorsed them. A new strategy will be employed to communicate the plans to students, including using table tents directing students to the UAS website and face-to-face meetings in the dining halls.

Long Range Planning Committee – Chairman Mr. Bessette reported the Committee has not met since the holiday break, but plans to conduct a meeting the following Monday, February 9, 2009. Mr. Bessette continues to participate in Campus Center Architectural Planning meetings; there are no updates since November. Mr. Murphy noted having met with Vice President for Student Success, Christine Bouchard and architects for further discussions.

Program Committee – Co-Chair Ms. Rotella reported that Supplemental Program Fund Applications continue to be reviewed as they are received. The determination of a remaining program fund balance is expected.

Finance and Audit Committee – Committee Chair, Mr. Wilcox, reported that Mr. Gorgas provided to the Committee a review of current operations that will be distributed to the full Board via e-mail. In summary, UAS is well-positioned for the year. The Fiscal Year 2007-2008 financial audit is now complete, and it was agreed that auditors would be invited to present their findings directly to the Board at its next meeting.

Mr. Wilcox reported the Committee also reviewed a cash flow analysis presented by Mr. Gorgas and related to UAS expenses for Indian and State Quad renovation projects. Based on current bid schedules, UAS expects to transfer \$5.3 million to UAlbany for State Quad construction costs before March 1. Last year, the Board authorized UAS management to borrow up to \$12 million for these projects; based on current estimates, this is far more than will be necessary, and the actual amount to be borrowed should be between \$2 million and \$5 million.

Mr. Wilcox moved that Mr. Smith and Mr. Gorgas be authorized by the Board to issue an RFP to secure this financing, evaluating options in the \$2 million to \$5 million range. Mr. Smith and Mr. Gorgas will review proposals received with the Committee, and then be authorized to expedite the placement of this loan. Mr. Wilcox further moved that the prior \$12 million authorization be rescinded and replaced by this motion.

Mr. McCann inquired about potential financing and its long-term effects on UAS's financial position, especially in light of likely future construction costs for projects related to the Campus Center. Mr. Smith noted that the financing would allow us to keep the replacement fund intact for such work in the future, and Mr. Wilcox noted that successful re-payment of the relatively small loan proposed could help UAS secure credit for larger projects in the future. Mr. Ebel motioned to move forward with loan proposal RFPs. The motion was seconded by Mr. Bessette and carried unanimously.

Mr. Sussmann suggested that endowment related matters be addressed separately by both the UAS Long Range Planning and Program Committees. Mr. Murphy further acknowledged that a joint Committee meeting should be held; details of this meeting should be brought back to the Board.

Bookstore Committee – Ms. Anderson, Committee Chair reported that the Committee has not yet met, but that new information would be presented during the Old Business Section of the meeting.

OLD BUSINESS

Meal Plans: Mr. Smith presented the 2009-2010 commuter, residential and summer meal plans that UAS staff have negotiated with Chartwells. The commuter plans had previously been presented in December. Mr. Smith noted that in the future, all meal plans would be presented to the Board in December so that UAS staff could incorporate Board comments over the holidays, then solicit student input immediately after the break. This information will be reviewed with the Dining and Services Committee and re-presented to the full Board at its first January meeting of the semester, eliminating the need for two quick Board meetings in succession.

The fundamental principle underlying the meal plan negotiations was to preserve services while mitigating price increases to the students. The overall effective price increases range from 3.7% to 4.3% for various plans, which includes a 1.0% reduction in the UAS override (from 4.75% to 3.75%) charged on all meals. Key improvements to the meal plans included:

- All students will be able to swipe for meal trades in all Quads for all meals;
- Selected retail outlets in the Campus Center will be restricted in the afternoons for residential students, helping to reduce lines experienced by commuter students;
- The popular “Build Your Own” option was expanded for commuter students.

Mr. Smith requested the Board's preliminary approval of commuter, residential and summer rates so that he and his staff could present them to students for comment. Ms. Garafola motioned that the commuter plan be approved outright, so that it could be presented to the commuter and apartment students along with their dorm pricing information. The motion was seconded by Ms. Anderson and carried unanimously.

Mr. Smith also proposed to preserve the concept of a commuter-only dining venue in the Campus Center at peak hours, as proposed during the December Board meeting, once the Indian and State Quad construction projects are complete. It was agreed that resolution language would be drafted for this purpose and presented at the next Board meeting, along with the comments collected from students about the meal plan proposals. Mr. Smith further noted that his staff and Chartwells would use these meals plans as templates to develop a faculty/staff meal plan to be presented to the Board later this spring. Ms. Anderson noted that commuter accommodations also should be addressed by the Campus Center Planning Committee. Mr. Murphy pointed out the existence of a new commuter student group who were interested in developing a Campus Center commuter lounge.

Bookstore Contract: At the December 9, 2008 Board meeting, a proposal was made to extend the Barnes and Noble bookstore contract for four years after its June 2009 expiration. The Board requested UAS staff review and reconsider this position over the holiday break. Based on the results of this review, and on changes in the planning schedule for Campus Center renovations, Mr. Smith requested Board approval to extend the Barnes and Noble contract for one year only, through June 2010. In fall 2009, a complete RFP process will be initiated for the next long-term bookstore contract. Mr. Bessette motioned to enter in to a one year extension of contract with Barnes and Noble. The motion was seconded by Ms. Anderson and carried unanimously.

NEW BUSINESS

Ms. Garafola discussed a sustainability initiative implemented last fall that restricted all use of hot water in dorm washing machines. A student has recently expressed concern that cold water wash could cause a health concern on campus. Ms. Mallia, Environmental Sustainability Coordinator, plans to distribute to students during the spring break a comprehensive statement that addresses student concerns and carbon footprint issues. Mr. Wilcox noted the statement should address that the University did not provide hot water in washing machines as recently as seven years ago. Mr. Sussmann suggested the statement should, instead, take a health concern stand and be drafted by Dr. Vellis, Director of Student Health Services. Mr. Murphy and Ms. Garafola offered to follow up with Dr. Vellis, Ms. Bouchard, and Ms. Mallia.

Discussion followed related to a FOIL request from Pepsi on the UAS contract with Coca Cola Enterprises. The University had previously provided a redacted version of the Coca Cola contract, and Pepsi has appealed to SUNY Central to have the redacted portions of the contract restored. UAS, as a non-governmental, private operation, is not subject to FOIL requests. Mr. Wilcox is working with Mr. Sheehan, UAS legal counsel, regarding this issue.

Mr. Murphy reported recent discussion amongst GSO and SA students related to the possible appointment of a graduate student on the UAS Board. It was pointed out that graduate students are a significant population and seek to contribute to UAS. A draft resolution for presentation to the Board by a GSO representative is expected and will be forwarded to the Board for review via email.

Mr. Bessette invited Campus Center renovation suggestions from Board members, to be passed on to the Architectural Planning Committee, given the strong interest in re-creating recreational space, especially green, for students.

ADJOURNMENT

A motion was made by Ms. Anderson to adjourn the meeting. Seconded by Ms. Hammett Turner, and unanimously adjourned at 4:46 p.m.

Respectfully Submitted,

Leah Rotella
Board Secretary