

UNIVERSITY AUXILIARY SERVICES AT ALBANY
BOARD OF DIRECTORS MEETING
Dutch Penthouse, Dutch Quad
October 25, 2011, 11:30 A.M.

President Garafola convened the meeting at 11:50 a.m. The following Directors were present:

Ms. Carol Anderson	Mr. Matt O'Neil
Mr. Tom Bessette	Mr. Tremayne Price
Dr. Mike Christakis	Mr. Arthur Rushforth
Ms. Laurie Garafola	Mr. Fardin Sanai
Ms. Sophia Hammett Turner	Mr. Kevin Wilcox
Mr. Bill McCann	

Absent: Mr. Zafir Uddin, Ms. Gael Black, Ms. Candace Merbler, and Mr. Jay Wholly

Also in attendance: Mr. J. Eric Smith, UAS Executive Director; Ms. Michelle DiDonna, UAS Associate Executive Director; Ms. Karen Kettlewell, UAS Associate Executive Director; Ms. Emily Tracy, UAS Director of Human Resources; Ms. Cynthia Calautti, Director of Communications; Mr. Randy Simmons, Director of Accounting; Mr. Timothy Lawrence, Financial Staff Associate

PUBLIC COMMENT

None at this time

APPROVAL OF SEPTEMBER 12 BOARD MEETING MINUTES

A motion was made to approve the September 12, 2011 minutes by Mr. Bessette, seconded by Mr. Rushford and approved. Mr. McCann abstained, as he wasn't present at the last meeting.

EXECUTIVE DIRECTOR'S REPORT

Mr. Smith discussed the 18-month contract review in UAS's current contract with Barnes & Noble. This clause was built into the May 2010 contract to allow UAS to assess Barnes & Noble's new management team's performance before allowing Barnes & Noble to provide \$1.3 million in capital funding for the Campus Center renovation. This month marks the 18-month point, and Mr. Smith noted that Barnes & Noble has met or

exceeded all of the elements subject to evaluation under their contract. Based on this fact, Mr. Smith requested a Board motion to declare the 18-month contract review complete, thereby allowing UAS and Barnes & Noble to move forward with the Campus Center renovation and the remaining 42 months of their current contract. Mr. Christakis made the motion, and with second by Mr. Wilcox and no discussion it was approved unanimously.

COMMITTEE REPORTS

Finance and Audit: Mr. Wilcox stated that Mr. Price was elected as co-chair of the committee. He also reviewed details of the management letter presented to UAS from UHY Advisors. He stated that all items noted in the audit management letter were being addressed properly, along with the Form 990, which is on schedule and moving forward properly.

Governance: Ms. Anderson discussed the first meeting of the governance committee, where she was elected chair. The committee plans to review bylaws from other Auxiliary Service Corporations around the state, and plans to propose edits to the UAS bylaws in the fall semester. Ms Anderson also discussed the importance of recruiting new, strong board members with faculty board elections coming up in the spring.

Program Fund: Mr. Rushforth went over the highlights of the program fund committee meeting, mentioning that the meeting went smoothly with no problems. One application that had been originally denied funding, appealed. The committee, upon further review of the additional information supplied by the applicant, decided to grant funding.

Dining: Mr. Bessette went over highlights of dining meeting. He mentioned that the committee had begun discussing visits to other campus food service operations in preparation for the next RFP process. Mr. Bessette discussed how the committee will be pushing for better customer service. Mr. McCann noted related customer service concerns at the stadium football games. Mr. Smith stated that he and Ms. Kettlewell were aware of these concerns, and working with Chartwells to rectify them. Ms. Anderson asked about facilities updates. Mr. Smith stated that the new Business school will have retail and dining operations, and that Freedom Terrace will have a deli/convenience store when they open in fall 2012. Mr. Smith described current Phase II planning for the Campus Center Renovation, and also provided an overview of the new Football Stadium project, which will feature both concessions and catering spaces. Lastly, Mr. Smith stated that RossoVerde was well received by students and sales had been higher than ever before for that particular retail space.

NEW BUSINESS – UAS EXECUTIVE DIRECTOR SEARCH UPDATE AND RECOMENDATION

Mr. Wilcox moved that the Board go into Executive Session. This motion was seconded by Mr. Christakis and approved unanimously.

PUBLIC COMMENT

None at this time.

ADJOURNMENT

Regular session was adjourned at 1:00pm.

Respectfully Submitted,

Gael Black
Board Secretary