

**UNIVERSITY AUXILIARY SERVICES AT ALBANY
BOARD OF DIRECTORS MEETING
Science Library Standish Room
December 8, 2009, 11:45 A.M.**

President Garafola convened the meeting at 11:46 a.m. The following Directors were present:

Ms. Laurie Garafola	Mr. William McCann
Ms. Candace Merbler	Mr. Tremayne Price
Ms. Sophia Hammett-Turner	Mr. Steven Berkowitz
Mr. Kevin Wilcox	Ms. Samantha Bernstein
Ms. Karen Acosta McNeill	Mr. Alex Pena
Dr. Richard Goldstein	Mr. Paul McCarthy
Mr. Joshua Sussman	Ms. Carol Anderson

Absent: Mr. Tom Bessette

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. Cynthia Calautti, UAS Director of Communications; Mr. Scott Gorgas, UAS Director of Finance; Ms. Emily Tracy, UAS Human Resources Administrator

PUBLIC COMMENT

None at this time.

APPROVAL OF OCTOBER 30, 2009 MINUTES

A change was noted by Ms. Anderson to clarify that the Expanded Bookstore Committee established to review the Bookstore RFP was established on an ad hoc basis, and was independent from the UAS Bookstore Committee. With this change accepted, a motion was made to approve the minutes of the October 30, 2009 Board meeting by Mr. Sussman. This motion was seconded by Ms. Merbler and approved.

EXECUTIVE DIRECTOR REPORT

Mr. Smith reported on the progress of the strategic planning initiative. He is evaluating three consultants competitively, has met with two of them, and has a proposal from one. Once he has met with and received proposals from all three, he will make a recommendation to the Long Range Planning Committee on how to proceed.

Mr. Smith stated that two town hall style meetings were held to discuss the bookstore RFP process with faculty and staff. Although the turnout at the meetings was light, positive discussions did take place. The presentation has been added to the UAS website, and Mr.

Smith has informed the Provost that he is willing to present on these matters again to other groups of faculty should she desire him to do so. Mr. Smith provided the Board with a process flowchart used in his presentation as a tool for discussing UAS's role in this and other contract processes on campus. (Copy attached).

2010-2011 MEAL PLAN PROPOSAL PRESENTATION

Mr. Smith presented the proposal for the 2010-2011 mean plan changes and rates. Please see the attached document for Mr. Smith's notes. Mr. Smith concluded the presentation by seeking board approval to post the proposed changes on the UAS website for comment and review. Motion to approve the posting of the proposed plans was made by Mr. Sussman, seconded by Ms. Hammett-Turner, and approved unanimously. UAS staff will work through the winter break and the week when students return from break to solicit input, and then will request final approval of the rates at the first Board meeting of the Spring semester.

COMMITTEE REPORTS

Finance and Audit Committee – Mr. Wilcox, committee chair, reported that the committee met on December 4, 2009 to review the 2009 UAS Tax Return, Form 990. The form was completed by UHY, LLC. The Finance and Audit committee reviewed and accepted the tax return. The committee also discussed the investment policy, and Mr. Wilcox requested that management obtain sample investment policies from similar nonprofit organizations and auxiliary services. Mr. Wilcox also discussed a plan to implement a Conflict of Interest policy for board members, noting that all board members should disclose, in writing, any actual or perceived conflicts of interest, as UAS staff do when they sign their employee handbooks. Mr. Wilcox also updated the board on the analysis comparing SUNY Equity Guidelines and the audited finance statements, as June 30, 2009 and 2008. Mr. Gorgas and the finance department completed the analysis and affirmed the Committee's observation that UAS had historically overfunded designated cash/investment for equipment replacement, and is currently underfunded (per SUNY Equity Guidelines) in unrestricted cash, because of significant payments made to support State and Indian Quad construction projects. Current budget projections will allow us to make up that difference within three to four years, which is acceptable per the Guidelines.

Program Committee – Ms. Acosta McNeil, committee chair, announced that the committee met on October 30, 2009, and discussed the Program Fund Monthly Trial Balance report. For the period ending December 31, 2009, \$529,118.49 was requested, \$268,155.00 was approved, and a balance of \$214,363.75 remained to be spent. Ms. Acosta McNeil also stated that the committee created a wiki page to upload applications, hoping to gradually create a paperless method for application submission and review, and that 35 out of the 76 applications were submitted online this cycle. Mr. Smith thanked the Committee for working hard to make sure that all allocated funds are spent.

Bookstore Committee – Ms. Anderson, committee chair, announced that the committee met on December 1, 2009. The bookstore RFP went out on November 13, 2009, and the bidders' conference was held on December 4, 2009. The committee will begin reviewing the proposals

in January, and the final recommendation to the Board about finalists will be made by February 12, 2010. Ms. Anderson also reminded the board that the proceedings are confidential and board members should inform Mr. Smith if they are approached by a prospective bidder.

Long Range Planning Committee – Ms. Garafola, committee chair, reported that the committee had not met since the October 22, 2009 meeting. Ms. Garafola stated that Mr. Smith is still in the process of researching consultants for strategic planning, and that the committee would have more to discuss in the upcoming semester.

Dining and Services Committee – Mr. Price, committee co-chair, announced that the committee met November 15, 2009 to discuss the 2010-2011 meal plan restructuring proposal. Mr. Price reported that Chartwells recently completed a customer satisfaction survey. Some ideas that came out of the plan include extending lunch hours and adding spice stations to the dining halls. Gap analysis (difference between how important a rated area is and how well it is rated) was performed to identify areas of greatest interest from a performance improvement standpoint in the year ahead.

NEW BUSINESS

None at this time.

PUBLIC COMMENT

None at this time.

ADJOURNMENT

A motion was made by to adjourn the meeting by Mr. Sussman. Seconded by Mr. Pena and unanimously adjourned at 12:43 pm.

Respectfully Submitted,

Alex Pena
Board Secretary