

California State University, Dominguez Hills
Donald P. and Katherine B. Loker University Student Union, Inc. (LSU)
Board of Directors Meeting Minutes ♦ Friday, April 8, 2016

1. Call to Order and Attendance

The meeting was called to order at 10:05 AM by Vice Chair, Kristina Chandler.

<u>Present</u>	<u>Absent</u>	<u>Staff</u>	<u>Guests</u>
Erin Hardimon	Sam Mori	Jaime Leal	
Kristina Chandler	Robert Fenning	Arnechia Bryant	
Edwin Avelar	Dr. William Franklin	Giselle Atallah	
Janette Solano	Tamala Lewis	Carole Dowell	
Adriana Gamino	Richard Chester		
Lily Yang			
Dr. Stephen Rice			
Jordan Sylvestre			
Cecilia Ortiz			
Dr. David Braverman			
Tiffany Bolling			

2. Approval of Agenda

Chair Hardimon moved to approve the agenda for April 8, 2016; Mr. Sylvestre seconded the motion. The motion passed unanimously.

Motion passed. 6-0-0

Student at Large, Janette Solano arrives at 10:08 AM.

3. Approval of Minutes

Chair Hardimon moved to approve the minutes for March 4, 2016 Board of Directors (BOD) meeting; Mr. Sylvestre seconded the motion. The motion passed unanimously.

Motion passed. 7-0-0

4. Chair's Report

Chair Hardimon expressed her excitement that the semester is moving along. No further report was provided.

5. Director's Report

Director Ortiz reported construction status of the meditation space, TV lounge and KDHR space. The annual financial audit has started early and as of February 2016 the LSU has made a \$41,664 contribution to the VEBA Trust, an amount which was indicated by the actuarial report. The LSU has conducted interviews for the professional staff vacancies – Services Manager and Facility Maintenance Assistant – and will be moving forward with the required background and reference checks.

On Monday, April 4, 2016 a survey has been distributed to freshmen, sophomores, and juniors to understand what the interest and needs are regarding programming throughout the campus. Within the first day and a half day there was around 266 surveys completed, the LSU finds it encouraging to see such strong numbers. Lastly, the LSU has received notice that a lawsuit has been filed for a slip and fall incident that occurred in the food court area. Through insurance, legal counsel has been assigned, Director Ortiz will be reporting updates to the Board.

6. Finance Committee Report

The Finance Committee met on March 22, 2016. The committee reviewed long-term financial planning and Fixed Asset Policy.

7. Personnel Committee Report

The Personnel Committee met on April 6, 2016. The committee reviewed the LSU Handbook and commenced setting interview times for potential Student at Large candidates.

8. Open Forum

No one from the Gallery addressed the Board.

9. Old Business

a. Risk Assessment Review – Legal

The risk assessment review is to refresh the Board – which stemmed from the compliance audit – to ensure that the Board is made aware of any risks associated with the running of the organization. Risk associated with managing events, human resources, finances and so forth have been reviewed; everything that has been reviewed to date, has legal implications. Director Ortiz shared with the Board the legal implications and the responsibilities as Board members of a public non-for-profit.

Public non-for-profit carry an obligation to the public and donors to acquire, manage and allocate financial resources to accomplish the mission. The LSU has stakeholders whom it is accountable to. The LSU's main responsibility is to ensure that the it stays true to the mission it was created for through it's practices. Non-for-profits have an obligation of stewardship of financial resources and maintain prudent reserves which is why the LSU does not exhaust all monies put away.

Each Board member has a duty of care such as but not limited to attending board meetings regularly, showing independent judgement, and being informed about organizational resources. There must be a duty of loyalty by giving undivided allegiance to the organization when making decisions that affect the organization such as avoiding conflict of interest. The Board ensures financial accountability by overseeing the organization's Director. There is a responsibility in evaluating the Director's performance and informing if the individual stays in the role, ensuring that no one person has sole control over finance, and maintaining accurate decision making documentation (Board meeting minutes). When making decision, the Board needs to ensure that all major decisions are aligned with the organization's core values.

Risk management is a key part of the Director's role is to ensure that information which is critical becomes Board knowledge through committees which may lead to committee recommendation for Board decision. For example, any event that can occur which interferes with the completion of the LSU mission, identify financial/operational/external risks and provide appropriate responses. Thus the Board makes changes in policy allowing for staff to create procedure and/or practice in support of board-approved policies.

As a reminder each Board member has a personal liability. Those who vote on behalf of the LSU Board (representing all of the stakeholders of the LSU) will be held liable if you personally vote to move in a direction that no longer serves the LSU mission.

10. New Business

a. Fixed Asset Policy – Finance Committee

Ms. Solano moved to discontinue 1) Fixed Assets Disposition Policy and 2) Depreciation Policy and adopt the Fixed Assets & Lease Hold Improvement Policy. The motion was seconded by Chair Hardimon.

Janette Solano, Chair of the Finance Committee presented a recommend policy to discontinue two existing policies and adopt a Fixed Assets & Lease Hold Improvement Policy. Discussion was held on the difference between the two policies. Ms. Solano shared that the two proposed discontinued policies will be combined into one policy. Concerned was shared that an informed decision could not be made until the proposed discontinued policies were brought to the board for comparison.

The motion did not pass.

Motion fails. 0-7-0

b. Director's Evaluation

Kristina Chandler, Chair of the Personnel Committee informed the Board to complete an evaluation for Director Ortiz to appraise her performance for this academic year. Upon completion forward evaluations to the attention of Dr. David Braverman at Welch Hall (WH) 410, who will generate a report then share it with the personnel committee before it is shared with the Director and the Board. The evaluation deadline is Friday, April 22, 2016.

c. Employee Handbook First Reading

Director Ortiz shared with the Board a drafted employee handbook. Currently the organization has two employee handbooks, one for student assistant employees and another for all other staff. With recent board-approved-action to hire student assistant employees directly and once all vacancies are filled, the LSU will become a FMLA employer – an employer of 50 or more employees – thus it is recommended that the LSU discontinue two handbooks and have one consolidated handbook for all LSU employees.

This combined handbook has been reviewed and is recommended language from employment attorneys. The LSU has made little change to handbook besides updating legal state, federal and CSU executive order language as well as eliminate redundant statement covered in state law, federal law or CSU executive order/s. For example, the LSU was an early adopter of the anti-bullying movement which now it is no longer relevant as it is addressed in violence in the workplace language. New laws and executive orders have also been added such as background check for sensitive part-time positions, this applies to individuals who have access to building keys, chemicals, IT network systems.

All language in the employee handbook is current with CSU executive order/s, federal and state law vetted through LSU employment attorneys.

11. Announcements

The LSU will be holding the End of Year Celebration on May 6, 2016 from 12:00 PM – 2:00 PM. There are two awards related to the Board, the Board Member of the Year and the Katherine B. Loker Spirit of Benevolence Award. These award nominations are due to Carole Dowell on Friday, April 22, 2016.

12. Adjournment

The meeting was adjourned at 10:59 AM by Vice Chair Chandler.

Approval of minutes: Edwin Avelar or _____
Secretary, Edwin Avelar Vice Chair, Kristina Chandler

Date of approval: 5/6/2016

