

COMMERCIAL AND STUDENT SERVICES BOARD MINUTES  
(formerly Store Operations Board)

February 24, 2012

Present: (Members and others)

|                                   |                                   |                                      |
|-----------------------------------|-----------------------------------|--------------------------------------|
| Dara Adib (OCF)                   | Anthony Galace (ASUC Senator)     | Michael Nicholas (Board member)      |
| Chris Alabastro (Executive VP)    | Elliot Goldstein (ASUC Senator)   | Vivi Nordahl (Auxiliary)             |
| Andrew Albright (ASUC Senator)    | Erin Gore (CFO)                   | Jonathan Poullard (Dean of Students) |
| Haitham Alloun (the Coffee Spot ) | Robert Jittrikawiphol (Auxiliary) | Amanda Reese (Asst.Bkst.Dir.)        |
| Hedy Chen (Board member)          | Sanjay Krishnan (OCF)             | David Robinson (Campus Counsel)      |
| Sydney Fang (ASUC Senator)        | Philippe Marchand (GA-AAVP)       | Marilyn Stager (Auxiliary)           |
| Robert Flaharty (Board member)    | Emily Marthinsen (Board member)   | Lynn Yu (Daily Cal)                  |
| Joey Freeman (EAVP)               | Bahar Navab (Board member)        |                                      |

## **SUMMARY OF THE MEETING**

This regular meeting of the ASUC Commercial and Student Services Board (formerly the Store Operations Board) was called to order at 3:34 in the ASUC Senate Chamber.

### **Public Comment**

Haitham Alloun, owner of the Coffee Spot, said he received a letter from the ASUC Auxiliary last year to terminate his lease. He believed that most of the letter was inaccurate. His lease calls for a certain amount of sales per year, and they doubled that last year and will do a little more this year. The letter said he wasn't using the Cal debit card and he believed he was the only one at the Food Court who's used it since it started.

When he remodeled, the hood system ended up being a lot more than planned, \$40K instead of \$15K. The investment was over \$100K, and he was promised a lease through 2016-17.

Mr. Alloun said he got a letter to terminate his lease in September of this year. The Coffee Spot does the best job in the Food Court. They follow all the rules, pay the rent, pay any charges, and are friendly with the customers. If they shut down, he believed that area would be a ghost town. He believed he had more sales than anyone else at the Food Court. He thought the letter was an insult, and there was no warning.

Jeff Deutsch, Director, Cal Student Store, said he has accepted a position at another school across the Bay and wanted to say "thank you" for five great years of partnership. Amanda Reese, Assistant Director, will oversee the transition.

Elliot Goldstein, ASUC Senator, said the Senate unanimously passed SB 57, Resolution In Support of the ASUC Office of Student Affairs. The bill talks about the urgent need for more staffing for the OSA. In

the last ten years the number of student groups has increased, with no increase in staff. The OSA came to the Senate and said that without more support, quality might decrease. SB 57 calls for a .5 FTE Work Study administrative position, to become a full-time, career staff position in July. And then, next fiscal year, in July, the position would transition to full-time position and do data entry and other things the OSA didn't have time to do because they're advising groups.

Mr. Marchand said two years ago the Food Court had three small, non-chain vendors. Mr. Alloun was the only one still there, even though the Board added competition to the Coffee Spot, with Tully's and Subway. So the Coffee Spot's story for the past few years was impressive.

### Closed Session

The Board met in closed session to discuss leases.

### Committee Reports

Ms. Epstein stepped down as Chair of the Auxiliary Committee.

The Bookstore Committee reported. During Lower Sproul construction, the Bookstore will need about 40,000 square feet minimum. Areas of the Store were to have remained open when construction was going to be phased. But now there will be one phase. Available space, including the northeast corner of the Union, the Tully's space, and Pauley, were only 20,000 square feet, with no loading dock.

Another concern was whether this would be a hit to the contract between Follett and the Auxiliary. There's no contract right now, and Follett would like to settle that before talking about payments during construction. The Auxiliary was also losing \$18K a month because of a previous Follett overpayment.

The revenue the Auxiliary would due to construction was more than what the project planned to cover to compensate the Auxiliary. Capital Projects suggested taking the money out of the \$30 million, which was unacceptable to the Bookstore Committee. There's a contingency budget for P193, and it seemed that this was a contingency. There are constraints, and tax counsel would have to be consulted.

It was suggested that a decision was needed whether the Bookstore would use Pauley during construction. Other options would need more data.

The Board discussed giving the bowling alley space to the Bookstore for a couple of years post-construction, for textbook sales and storage. The Store would decide whether to renovate it.

By unanimous voice-vote, the Board approved a motion to negotiate offering the bowling alley space to the Bookstore post construction.

The Board planned a meeting in two weeks to talk primarily about the Bookstore, the contract, and construction issues.

### Report from the Auxiliary

A copy of the financials as of January 31, 2012, were e-mailed to people. The Auxiliary gets monies from different divisions that come to the Auxiliary in different funds. So the Board had to look at an All-Funds budget.

Revenue for seven months, ending January 31, was \$1,856,000. Additionally, they expect about \$352,000 from Pepsi.

Auxiliary Event Services and the Art Studio were highlighted for improved net income over last year. They were doing an excellent job and were really supporting the Auxiliary. Lecture Notes Online was struggling. The Manager left August 1.

Total expenses were \$1,879,000. They've spent \$23,000 more than they brought in from revenues. This comes out of their reserves, at \$2,424,000. They're down \$127,000 to budget, with Pepsi to offset that loss.

Expenses year-to-date are \$200,000 below YTD budget.

#### Report from the ASUC Auxiliary Assistant Director

The Auxiliary is working with Vendor Relations to find out the Auxiliary's liability with leases.

The Auxiliary was having a very difficult time trying to talk with Saigon Eats, and to come to a settlement to end the lease.

Cal Lodge damage from snow melt was repaired. They're looking at about \$135,000 for insurance on the claims settlement. There was considerable structural damage, but it wasn't unsafe.

Interviews are being held for the Lecture Notes manager, a difficult position to fill due to the skill sets needed.

The Art Studio was doing very well, as was Event Services. The campus was now hearing that facilities will be closed in January, 2013, and it was a shock. The Auxiliary was trying to find venues. Conversations were starting for a one-stop shop, a service component to MOU 2.

#### Lower Sproul Update

Students have been really pushing for more outlets around student eating areas. There were some concerns over where bus stops were being located by Eshleman and Bancroft. The bridge was happening, but might not be fully enclosed. The west façade of the King addition was also still in flux.

The Lower Sproul plan was presented to the Berkeley Foundation, which will hopefully result in some alumni donations. A panel that includes the Berkeley Business Association, vendors in the City, and City Council people, met about the project and had a lot of questions and concerns.

#### Spring Retreat

The Board discussed committee structure. The Food Committee was very busy, and per a proposal to have just two committees, thought that might be too much work.

Another person was needed to chair the Auxiliary Committee.

### OLD BUSINESS

#### Tully's

People in the group that operated Tully's are at odds with each other. The Auxiliary has had terrible meetings with them and things were on hold. Tully's lease is not easily broken. The Auxiliary hoped to get communications going.

#### Naia Lounge

Naia Lounge is being used by the Art Studio. The Board needed to think about what it will look like in the future.

#### Open Computing Facility

The Board heard from Dara Adib, OCF General Manager, who was concerned about OCF space being categorized as commercial activity space. It was noted that the OCF would be in the Naia Lounge, which was also allocated for a media center and for student activities. The Board gave this up as commercial space. The hope was that other commercial space, like the Cal 1 office, might become available. The minutes will be checked to make sure these steps were taken.

#### Discussion on the Northeast Corner Space

The Food Committee didn't anticipate the northeast corner of the Upper Sproul level of the Union being used for food vending. There was a question of whether infrastructure should be installed, at \$1-2M, to allow for a possible food vendor to be located there in the future. Other uses for the space were being considered.

In a unanimous vote, the Board decided to not have a food vendor in the northeast corner of MLK.

By a majority vote, the Board voted to recommend that infrastructure for a possible restaurant in the northeast corner of MLK not be a priority.

#### Closed Session on Outsourcing Vendor Relations

The Board met in closed session to discuss outsourcing vendor relations, for a firm that does all commercial activities and daily management, other than the Bookstore.

The Board unanimously voted to outsource to a third-party firm management of all Auxiliary commercial activities, aside from the Bookstore.

#### Office of Student Affairs Staffing

The Board met in closed session to discuss OSA staffing, including a .5 FTE Work Study position. The matter was tabled.

Proposal to Grant an Equity Increase to Thomas Spivey

The Board met in closed session to discuss an equity increase to Mr. Spivey. The matter was tabled.

The meeting adjourned at 5:27 p.m.

**End Summary of the Meeting**

This regular meeting of the ASUC Commercial and Student Services Board Operations Board (formerly the Store Operations Board) was called to order by Bob Flaharty at 3:34 in the ASUC Senate Chamber.

Mr. Flaharty said he wanted to identify a guest, Erin Gore.

PUBLIC COMMENT

Mr. Flaharty said he would introduce Haitham Alloun, the owner of the Coffee Spot, who has requested to address the Board.

Haitham Alloun introduced himself and said he runs the Coffee Spot. He received a letter from the ASUC Auxiliary last year to terminate his lease. He didn't know if people had a copy of the letter. Mr. Spivey said it was provided to the Board. Mr. Alloun said he believed that most of the letter was inaccurate.

According to his lease, he was supposed to have a certain amount of sales per year, and they doubled that last year. And he believed they'll do a little more this year. The second inaccuracy was saying that he wasn't using the Cal debit card. He believed he was the only one at the Food Court who's taken the card since it started to be used; and the Coffee Spot was doing really well with the card.

The third point was to be certified green. There's a long waiting list to become certified through Alameda County. They're all working with the County on a regular basis on becoming green. The campus, as people knew, was shooting to become 100% green by 2015 or '16. The Coffee Spot was working with the campus and does whatever the campus asks them to do.

Mr. Alloun said the last point was the point of sales system. When he did the remodeling originally, it wasn't supposed to cost as much. The Coffee Spot promised to put in \$25,000 towards a hood system, and they ended up putting in a lot more than that. That's because, as everybody knew, people don't always get what they plan; and everything went up. So they spent a little under \$40,000 instead of

\$15,000 on the hood system alone. The investment was over \$100,000, and he was promised a lease through 2016-17. He believed that was the option on his lease.

And now he got a letter to terminate his lease in September of this year. Mr. Alloun said he came to meeting to tell the Board that the Coffee Spot does the best job in the Food Court. They always follow all the rules, pay the rent, and pay whatever charges they get. They're friendly with the customers. People could check them out on Yelp. The Coffee Spot gets nothing but good comments. He didn't want to brag, but he could guarantee that if they shut down, that area would be a ghost town. He believed he drew more customers, more foot traffic, than anybody else at the Food Court. They could compare his sales, and he thought he did more in sales than even the Pub. And the same with Subway.

Mr. Alloun said they put a lot of effort into the Coffee Spot, which is pretty much a family operation. He's the only owner, and everybody else was just an investor. He operates a business. The ASUC took the Taqueria out and put a new one in. He thought it was doing very good. The first year it wasn't doing that great. But people started getting to know them and giving them a chance.

Mr. Alloun said he thought the letter he received was an insult. He's spent all his life, pretty much, on campus, dedicated to the students. Again, people could check them out on Yelp. Or they could ask students about them, or ask their neighbors. The Coffee Spot is friendly, reasonably priced, with good customer service and good quality food. He didn't think anybody on campus could match what they do. Pretty much all their food is fresh. They have nothing old. They shop every day. He does everything himself.

Mr. Alloun said the letter was not really something that he looked forward to seeing. Instead of being rewarded, they got this letter. There was no warning. For him, it was out of the blue. The letter said "Thanks, bye," instead of "You did a great job, can we work with you and do this and that." The POS system was \$15,000 to put one in, for a short period of time.

Again, as for sales, they'll see that last year and this year, he didn't think anybody else could match it.

Mr. Alloun said he wanted to thank the Board very much for listening to him. He hoped to hear from them soon.

Mr. Flaharty said he wanted to thank him.

Mr. Spivey said that Jeff Deutsch, from the Bookstore, would like to make a public comment.

Jeff Deutsch, Director, Cal Student Store, said that some of them might know, but some of them don't, so he wanted to announce that he has accepted a position at another school. He wanted to say "thank you" for five great years of partnership and to let them know the transition plan. He didn't know all of it, but Amanda Reese, the Assistant Director, will oversee the transition. The position is posted. They have notified Mr. Poullard as well as the two student body Presidents. He was inviting them to participate in any way they could. He'll be part of the hiring committee. The hope is that he'll be able to train people before he leaves. He'd come back and transition. It will mostly be about partnerships and making introductions.

Mr. Deutsch said he hoped to get some time with each Senator and probably bring the person to a Senate meeting. Mr. Deutsch said he was available and was there and available through the end of next month, and through Spring Break. If people have any questions then or now, if there's time, he could answer them.

Mr. Flaharty said he wanted to thank Mr. Deutsch. Mr. Deutsch said it's been a pleasure to work with them and thought they've done a great job.

Mr. Flaharty said that Mr. Landis wasn't present that evening. Mr. Flaharty said he's Vice Chair, so he was Acting Chair; and Ms. Chen was stepping in as Co-Chair.

Mr. Alabastro said he would like to invite Sen. Goldstein to make a public comment.

Mr. Goldstein said he was there to announce that the Senate passed Senate Bill 57 unanimously last night, In Support of the ASUC Office of Student Affairs. The bill talks about the urgent need of Student Affairs to have more staffing support. The OSA deals with all of the student groups the ASUC sponsors, and all of the events. There's been an increase over the last ten years of the amount of student groups that are sponsored, but there's been no increase in staffing support. The Office of Student Affairs at this point has come to the Senate to tell them that they really need support, or the quality might decrease. Mr. Goldstein said it was the ASUC's primary objective to make sure that student groups get service, and therefore, that their staff needs are met. They're looking at creating an administrative position effective immediately, a .5 FTE Work Study position. And then, in the next fiscal year, in July, this position would transitioned to a full-time position that could do data entry and all kinds of other things that the OSA doesn't have time to do because they're advising groups.

Ms. Gore asked if this will also be a Work Study position next year. Mr. Goldstein said the idea next year is to have a career staff.

Mr. Alabastro said he spoke to Mr. Landis, and Mr. Alabastro said they weren't able to put this on the agenda. He would move to add this issue as a separate topic on the agenda, to be considered at the end of the meeting.

Mr. Marchand said he wanted to mention something about the Coffee Spot. He didn't know if people on the Board now realized that two years ago, when they still had the Taqueria, there were three small, non-chain vendors in the Food Court. Because of costs of the Food Court, their rents had to be increased quite abruptly. Mr. Alloun is the only one who was still there. And that was despite the fact that the Board added competition from another vendor that was added, Tully's, in what was really a prime location. And Tully's actually pays less than the Coffee Spot for the location. And it's obvious competition to the Coffee Spot, for the coffee market.

Also, it was said that they put a good package together to attract Tully's, and that's why Tully's had a better deal than the Coffee Spot. The other thing is that they brought in Subway, which actually competes

with the sandwich function of the Coffee Spot. So in a way, two of the three other vendors compete directly with the Coffee Spot, and that vendor's story for the past few years is impressive.

### CLOSED SESSION

Mr. Flaharty said the Board would go into closed session for approximately 20 minutes, with one of their guests, David Robinson, Associate Campus Counsel, to discuss leases.

### COMMITTEE REPORTS

Ms. Epstein said the Auxiliary Committee did not meet that month, and she didn't feel she could chair the Auxiliary Committee that semester and would like to see if there was anybody else who would like to do that. They want to see if they could work out a deal with the Art Studio. Mr. Flaharty asked if there were any volunteers.

Reporting for the Bookstore Committee, Ms. Navab said the report was mostly about construction and contractual issues. The Committee met with Capital Projects and representatives from construction and MRY to talk about space for the Bookstore during construction. The Bookstore provided the number of square feet it needs, about 40,000 square feet, based on its sales model and the types of things they need to put on the floor. That was the minimum the Store said it needed. Of that, 10,000 square feet is for storage; 8,000 is for textbooks; and the rest is for computers, clothing, general books, things like that.

Ms. Navab said the original plan the Bookstore Committee heard from Capital Projects was to phase the Bookstore during construction, with some parts of the Store open and some closed. Some changes were made, partially from Fire Marshall requirements and also because they thought phasing wasn't that great an idea, and wanted permanent spaces open.

Ms. Navab said they came back with a new set of designs of what the Store would look like during construction. What it will look like was a little problematic in that all the Lower Sproul level would be closed during construction. So the main Bookstore space would not be available and the bowling alley space would not be available. That leaves the northeast corner, the Tully's space, and Pauley Ballroom. All entrances would be on the Upper Sproul level. That's only about 20,000 square feet, and includes stairwells and other stuff like that. There would also be no loading dock, so they wouldn't be able to bring textbooks in. So they're 20,000 square feet under what the Bookstore would need, including loading space, storage and textbooks. The concern was finding additional space.

Ms. Navab said another issue was whether this would be a hit to the contract between Follett and the Auxiliary, and with the amount of money the Auxiliary needed to be paid. One potential solution they talked about was if surge and Abram Hardin could help to find storage space near campus, although not

necessarily on campus, since Mr. Hardin has told them that there is no more space on campus for surge. But then there's the issue of where textbook sales would go.

Ms. Navab said one option was to try to find 8-9,000 square feet somewhere on campus for textbooks, which only needed to be open twice for three months each. Another option that Follett offered was to rent space across the street. The Bookstore Committee thought that would be chaos.

Another issue is that Follett doesn't have a contract with the Auxiliary right now. Follett would like to settle that before starting to talk about what the payments would look like during construction. The Auxiliary was already losing \$18,000 a month currently because it hasn't signed a contract and Follett overpaid \$200,000, which the Auxiliary has been paying back over time. So the Auxiliary was losing that money. If they came up with an agreement to renew the contract or to do something to stop that payback, then they'd stop losing that amount, which would be great.

Ms. Navab said she asked Alicia Rosenthal, a Capital Projects representative, if they couldn't give the Bookstore the space the Store was talking about, which wasn't an ideal space, and if the Auxiliary would lose some of its money, and what that would mean for the Auxiliary. The amount could be millions of dollars over the next two or three years. The question was where that would come from, since that's more than what the project planned to cover to compensate the Auxiliary. Ms. Rosenthal said it would come out of the \$30 million, and that they'd have to sacrifice something. Ms. Navab said her response was that that wasn't the deal they had and that it wasn't acceptable and wasn't a solution.

Ms. Navab said the other part of the issue is that if they do give the Bookstore the entire 20,000 square feet, two floors, that would assume that Tully's was not in that space. But Tully's contract hasn't been settled yet. If they had to buy them out, that would be an additional cost. Alternatively, to build walls around Tully's space and have the Bookstore in the rest of that space might not be ideal. Also, the conditions they're giving the Bookstore are not ideal. There are no bathrooms Porta Potties would be used. There are two entrances, but they don't really cover Lower Sproul at all. There's only one elevator, which was ADA accessible. So there are several issues.

Ms. Navab said the Board needed to decide if they'll give the Bookstore the Pauley space. If they don't give that to them, Capital Projects would prefer that it only be a construction site and that it not be used for another purpose. Ms. Navab said that's a decision she would like the Board to make that afternoon. That would assume the northeast corner of the Union wouldn't get renovated after 2015. That's an issue Ms. Navab said she was going to bring up with Ms. Gore. Ms. Navab said that when she and Ms. Loomba talked about separating that out, the idea was that those things would be simultaneous, not afterwards. If they're going to do simultaneous projects, that also means they can't use that space, and the Bookstore wouldn't have 20,000 square feet there. So they need to figure some of those things out.

The other portion of the conversation that Mr. Landis and she had originally planned to bring forward was whether the Board could decide on the bowling alley that afternoon, to make that Bookstore space or not. The northeast corner is a separate conversation. A decision about the bowling alley space would be for the short-term; it didn't need to be a Bookstore forever, just for the short-term.

Ms. Chen asked if the question was either Pauley or the bowling alley. Ms. Navab said the bowling alley wouldn't be available during construction. This would be post-construction. She asked if the Board agreed to use the bowling alley for the Bookstore.

Ms. Marthinsen said there were two different things. One set of questions related to the construction period, and then there were questions about post-construction.

Ms. Gore said using the bowling alley for the Bookstore was a CSSB decision, but the programming of that has already gone through the working group. Ms. Navab said they'd go back to the working group. Ms. Loomba said that was correct.

Ms. Navab said that if they plan to do construction in Pauley or any component of the northeast corner, or where Tully's is, then they can't bank on that being the Bookstore during surge. That's a decision partially for the Board because if they're not going to put the Store there, they needed to figure out where it would go. And if the Store isn't on campus, the question was whether the Auxiliary would be willing to pay for the Store's rent elsewhere. Ms. Loomba said that should be paid by surge.

Ms. Gore said there was a complication on paying it through surge in terms of how they sized the original rent replacement. It was sized within bond limitations. So it's not a slam dunk. They said they want to do this, but it's not certain that they can. They had pushback in doing that in general.

Ms. Navab said they have a contingency budget for P193, and asked what that was for. For her, this situation was a contingency. Ms. Gore said that using that for this cost causes a tax problem. Ms. Navab said she wasn't saying to use this to pay the rent, but to cover the loss of revenue. Ms. Gore said she'd have problems with the IRS with that. Even if they had an extra \$10 million, they were getting pretty close to the line before. Ms. Navab said that if they can't use that contingency for that purpose, she asked if they could use that money to give the Store another space so they can continue to pay the ASUC. Ms. Gore said there are constraints with that, and she would need to talk to tax counsel. There's no easy answer to any of those questions.

Ms. Navab said this was a lot of information to process for the Board. Her concern is that if they wait until the next Board meeting, that was too long a wait. So her question to the group was whether they were willing to make a decision now or to have another meeting between now and the next CSSB meeting, in a month.

Mr. Flaharty said he would suggest they bifurcate that and talk about the future space commitment, which maybe the Board could decide upon that afternoon. He didn't see how they could decide on the other option without a whole bunch of more data.

Ms. Navab asked if the Board would be open to having a meeting in two weeks. Some of these things were really time sensitive issues.

Mr. Flaharty said part B of the conversation was whether to give the bowling alley space to the Bookstore post-construction. Ms. Navab said that would be at least for the short-term, say a couple of years post-construction. Mr. Flaharty said it would be a couple of years or longer. That was a question he would ask Ms. Marthinsen. As he recalled, the last time she had some comments about that space being remotely feasible.

Ms. Marthinsen said that Ms. Navab may have been talking with Ms. Rosenthal and others about what was possible to use it for. They're talking about probably using it for storage. Ms. Navab said it would also involve textbook sales.

Mr. Flaharty said that space could not be very easily renovated for other uses. Ms. Navab said it wouldn't be part of the construction and it wouldn't be renovated. They'd just give it to the Bookstore, and the Store could decide whether or not it wanted to renovate it. They would just have the Bookstore use it rather than using it for practice and performance space, or space for another vendor.

Ms. Chen said that if they gave the Store the bowling alley space, she asked if the northeast corner was out of the question. Ms. Navab said that in the conversation with her, Mr. Poullard, Mr. Spivey, Ms. Loomba, of which Ms. Stager has been a part, their thought was to give the Store the bowling alley, but essentially, not the northeast corner. They could talk about the ideas people have for the northeast corner. They could work with the Bookstore with that, but if they don't, they have other options for that space.

Ms. Chen asked if the bowling alley was enough square footage. Ms. Navab said the Bookstore would like more square footage than that. In terms of what the models are that they've gotten from an architect, Richard Destin, they don't think the Bookstore needs as much space. Ms. Navab said she thought the reality was somewhat in the middle. The amount Mr. Destin wanted to give the Store was too little, and what the Bookstore wants is not something the Auxiliary could potentially offer. So she thought there was a middle ground.

Mr. Poullard said there were many other considerations for this decision. Just for now, they should keep this conversation separate, between post-construction and what needed to happen now. He's been talking with Mr. Hardin, Mr. Spivey, Ms. Navab, and Ms. Stager, to figure out the model and to provide the Bookstore with what it needs to be the Auxiliary's vendor, and simultaneously keep all their other obligations.

Ms. Navab said that without saying the northeast corner would or wouldn't be the Bookstore, the question was whether the Board could at least promise the bowling alley.

Mr. Deutsch said something else that might be worth considering is that Follett's contract goes through the end of next June. He asked what the RFP looks like for the next Bookstore contract, and what the duration would be. It's almost part of that same conversation, not about construction, but bifurcation, in talking about what the RFP will look like. They're not that far away from that point in time.

Mr. Flaharty asked if there was a motion to either decide on allocating the bowling alley to the Bookstore in the future, or if they want to postpone the entire conversation until they have all the facts.

Ms. Gore moved to have the bowling alley allocated to the Bookstore. Ms. Navab said the motion would be to allow Mr. Poullard, the Bookstore Committee, Ms. Stager, and Mr. Spivey, to negotiate offering the bowling alley to the Bookstore. The motion was seconded by Mr. Nicholas.

#### THE MOTION TO NEGOTIATE OFFERING THE BOWLING ALLEY TO THE BOOKSTORE POST-CONSTRUCTION PASSED UNANIMOUSLY BY VOICE-VOTE.

Ms. Navab said her second motion was to schedule a meeting in two weeks to talk primarily about the Bookstore, the contract, and construction issues.

Mr. Flaharty said he didn't think they need a motion for that. Ms. Navab said she'd simply talk about that with Mr. Landis. Mr. Flaharty said the Bookstore Committee will set up a subsequent meeting on that

topic. They'll let the Committee drive the CSSB meeting. Ms. Navab said that hopefully by then they can have more concrete information.

Mr. Poullard asked how much time they need to get the information for the Board to consider. Ms. Navab said she could have it in a week. Mr. Spivey said they had to talk to Real Estate and Capital Projects and had to get information and find out options.

Ms. Gore said she'll talk to counsel that weekend.

Ms. Navab asked if they could meet March 9.

Mr. Flaharty said they'll do the best they could and make sure they could get a quorum for the Board to meet. It was in the form of an action item to schedule a board meeting not later than two weeks out to talk about Bookstore construction.

Ms. Chen said she would let Mr. Landis schedule a meeting.

Ms. Marthinsen said she could help send out scenarios.

#### REPORT FROM THE AUXILIARY DIRECTOR

Ms. Stager said she distributed a copy of the financials that were e-mailed to people last week. She'd talk about the format briefly. The very first page was "All Funds," the second page was "Operating Fund," and the third page was a brief analysis of the second page, "Operating Fund Analysis." All pages were as of January 31, 2012. The reason she did that is because the Auxiliary is part of the campus, and as part of the campus, they get monies from different divisions that come to the Auxiliary in different funds. So to get the total picture of what the Auxiliary really looked like, they had to look at an All-Funds budget.

The second page, the Operating Fund, is the revenues the Auxiliary brings in from the Bookstore contract, from food services, etc., minus the Auxiliary's operating expenses, meaning their staffing, their supplies, PG&E bills, etc. All those things run through the Auxiliary's operating expenses.

Ms. Stager said that to give them a picture of the entire Auxiliary, they need to see the All Funds statement. She thought the Operating Fund, on the first page, was ultimately what the Board would have the most interest in.

Under All Funds, "Sources of funds" was another word for "revenues." Numbers were in thousands of dollars. So \$1.856 in revenues for seven months, ending January 31, was \$1,856,000.

There are some revenues in the wings that are coming in from the Pepsi contract. The Auxiliary is awaiting about \$352,000 to come in from Pepsi, which the Auxiliary has not received yet. That will increase the revenue line.

Ms. Stager said she wanted to highlight Auxiliary Event Services and the Art Studio. Net income this year is \$69,000, which was \$161,000 better than last year. For the Art Studio, the net revenue at that time was \$71,000, which is \$156,000 greater than last year. ?? Those two entities were really supporting the Auxiliary. They're going gangbusters and are doing an excellent job. So kudos to Vivi Nordahl and her staff and Katelyn Nomura-Weingrow and her staff.

Ms. Stager said that Lecture Notes Online is struggling. Last year they had year-to-date revenue of almost \$36,000 and this year they're having a net loss of almost \$14,000. James Walters, the Lecture Notes and Marketing Manager, left August 1. The Auxiliary really struggled to build courses in Lecture Notes. Fortunately, they have the other two activities, Event Services and the Art Studio, that have offset the Lecture Notes loss.

The next section of All Funds, "Uses of Funds," is another term for "expenses." It includes staff salaries, other compensation, vacation, etc. They've \$1,000 more in vacation than they have accrued in expenses. Employee Benefits is \$304,000. UCRP is what the employer pays. Uses of Funds includes Supplies & Expenses and Travel. Total expenses are \$1,879,000.

The next line, "Net for Year," is the difference between the revenues subtotal at the top and expenses, the second subtotal. So in All Funds they have spent \$23,000 more than they brought in from revenues.

People could see what this means to the Auxiliary's fund balances. The next section of All Funds, "Beginning Balance 7/1/11," shows \$2,447,000 in reserves. Their reserves have decreased \$23,000, for a balance of \$2,424,000.

Ms. Stager said she broke that down below the line so Board members could see where the takes are, "Net for Year by Source." The operating revenue of the Auxiliary is down \$113,000, their net loss. The Green Initiative Fund has brought in student fees greater than expenses by \$54,000. The Student Fee Maintenance Fund is used to repair the buildings. Since they're not repairing anything more than they need to, because buildings will be torn down anyway, they've actually saved some money there. So they have \$71,000 more in student fees for this than expenses.

The Lower Sproul project, a loss of \$39,000 is a timing issue. The Auxiliary got reimbursed for that. And then there's \$4,000 in gifts that come in. All this is what made up the \$23,000 loss. Most of it is in Auxiliary operating.

Ms. Stager said that on the second page, "Operating Budget," under "Net for year to date," they'll see the same minus \$113,000, compared to what was budgeted up to this time, for seven months. Net revenue is \$14,000, or a plus. So they're actually down \$127,000 to budget. Again, they're looking forward to \$352,000 from Pepsi, which will totally offset that loss.

They've also had salary savings from two open positions, the Executive Director and the Marketing and Communications Manager. Also, Supplies and Expenses are down, mostly from facilities. Facilities costs are down. Those are the areas where they've been saving money.

As they could see, expenses year-to-date, are \$1,741,000, or \$200,000 below YTD budget. She called for any questions. If people have any questions, Ms. Stager said she was available, and would ask them to please ask.

REPORT FROM THE AUXILIARY ASSISTANT DIRECTOR

Mr. Spivey said that for the vendor contracts update, they've spent a lot of time with that. He's working on a liability sheet, through Vendor Relations, to find out what the Auxiliary's liability is with leases. They're combing through the leases to see about language about buy-out clauses, for leases with that language.

Subway gave them more information than needed and Mr. Spivey said they're trying to find out what the real costs are. Some of the expenses they gave the Auxiliary will not be reimbursed, such as licensing fees. That isn't a cost the Auxiliary would absorb.

The Auxiliary still hasn't gotten the remodeling fees for Saigon Eats, and they're having a very difficult time talking to that vendor. They're trying to engage the owner to come to a settlement to end the lease. The Auxiliary is looking at all the leases. He was hoping that by the second or third week in March he'll have a report on potential liability and what the costs might be to extricate their leaseholders. They'll have to pay for some of them.

Mr. Spivey said the Cal Lodge damage due to snow melt has been repaired. It was health and safety related, and they had to bolt back two emergency stairwell exits on the building. They also had to rebuild a propane structure and rebury the pipes. That was added to the insurance settlement. They're looking at about \$135,000 for insurance on the claims settlement, with Lloyd's of London. He hasn't heard back. The claim was late, due to the distance of managing the site and the unknown damage due to the Lodge being buried in snow. Submitting a late claim has come back to bite him as the manager of the Lodge because the delay has caused suspicion with the adjustors. He went to an interview and explained why there was a delay and what they have done. As a landlord, the Auxiliary has taken the necessary measures to render the Lodge safe and habitable; and he thought that was commendable. There was considerable structural damage, but it wasn't unsafe.

Regarding Lecture Notes, Mr. Spivey said they're interviewing for the Lecture Notes manager, and hoped to have a candidate shortly. It's a very difficult position to fill due to managing a note taking business and marketing. So two different skill sets are needed. They usually get a very good journalism-type candidate, or a very good marketing candidate, and don't usually get both. People will have very strong backgrounds in marketing but have never run a business. This is the second time they've held interviews, since the candidates they interviewed about a month ago were not suitable.

Mr. Spivey said they changed this position to a contract position. That means is that the position will be a full-time job, with benefits, at the end of the year. They're waiting for the Transition Planning Team to come back with recommendations, so they're not quite sure where this will go. After talking to Human Resources, Mr. Spivey said this could become a career position.

Regarding the Art Studio, it's doing very well. He just saw the way they schedule classes, and it's a cool system. There's a lot of excitement there. During the meeting somebody walked in and said they'd been on campus so long and had just learned about the Art Studio. The Studio gets that every day. So word of mouth was important, and people should go to the Art Studio.

Regarding Event Services, it's doing very well. The Manager was present, Ms. Nordahl, who was beating her budget targets. They're very excited. They're getting a lot of questions about Event Services that the campus was now hearing that they'll be closed in January, 2013. That's putting out a shockwave on campus. Units like the Career Center are wondering about where they'll hold big events. It's taking a lot of the Auxiliary's time figuring out where they could find venues. There's also a service component to MOU 2 where Event Services is a one-stop shop for students, and the students are now getting the message of where they'll have their meeting space. Those discussions with Jeff Woods, at CSL, are starting in earnest. So they're starting to work out a possible plan for that to handle that clientele.

### LOWER SPROUL UPDATE

Ms. Navab said the Program Committee will meet on Monday. There have been some slight changes to the outside of MLK, the side facing the Plaza. They lowered the roof line a little to allow for a better view from the upstairs balconies. It's not really finalized. It changes the look of the building a little bit.

Ms. Navab said they're also looking at plugs and outlets in the Plaza area. They were determining whether to put in a light and sound system off the building itself or built into the Plaza, rather than SUPERB wheeling things in and out. They're still figuring that out. They talked about putting some general usage bathrooms in Eshleman, especially after some student groups requested that. Ms. Navab said that she, Ms. Loomba, and other students, have been really pushing for more outlets around student eating areas. They want students to sit out there with their laptops and do work and other things.

There were some concerns over where bus stops were being located on Eshleman and Bancroft. They felt some of them blocked the entrance to the Bookstore and blocked the new landscaping. So they asked for options for that and how to make that work for the campus' needs as well as the needs of transit.

Ms. Loomba said the bridge was happening, but it might not be fully enclosed. They're looking at how much it would cost to fully enclose it. It's a fire and safety issue.

Ms. Marthinsen said the bridge was the main factor for the architectural point of view. That and the west façade of the King addition were still in flux.

Ms. Navab said she, Ms. Loomba, MRY, and Cathy Koshland, presented the plan that morning to the Berkeley Foundation. They seemed quite excited about the project. So hopefully, that will result in some alumni donations. Ms. Loomba said they were all very enthusiastic. Also, she and Mr. Spivey sit on a panel that includes the Berkeley Business Association, vendors from Telegraph and Shattuck, and City Council people. There were a lot of questions and concerns of whether people were working with local vendors in terms of what kind of vending was brought in, but also the façade of the building and how that would work with the City. There were also a lot of concerns about the transit stops.

Mr. Spivey said they were concerned about issues on Telegraph. Ms. Marthinsen said she would be interested in hearing more about that because the campus has been working with them.

Ms. Navab said that Ms. Gore's group is working on bringing different vendors from the area to the campus and talking about all the different places the vendors could potentially open up shop on Berkeley properties, including ASUC spaces, and having them meet with campus reps, look at the spaces, and give vendors campus guidelines and what the campus was looking for. They'd bring in people who were excited, and not just from Berkeley, but vendors from San Francisco and neighboring areas. She thought the timeline for that was sometime in the next month.

Mr. Flaharty asked what kind of vendors they were talking about. Ms. Navab said they were food vendors. Mr. Flaharty said they haven't come up with a program statement or RFP. Ms. Gore said it was more of an open house type of thing. They're trying to bundle everything, to spark ideas and discussion. It's actually trying to generate interest, in a way Berkeley hasn't really done before. They still had to go through a process after that. This was a good way to exchange information. Ms. Navab said it will put the campus on people's radar.

Ms. Marthinsen asked who was working on that. Ms. Gore said it was Bob Hatheway and Bob Harley.

### SPRING RETREAT

Mr. Flaharty said they still need to finish up the mission statement and the proposal to reduce their committee structure, from three committees to two, an Auxiliary committee and a commercial activities committee, which would include the Bookstore and food space. Maybe they could discuss or vote on that.

Ms. Navab said she understood the motivation and thought the change made a lot of sense. Her only concern is that there's a lot of work and that it could be overwhelming. The Bookstore and food vendors are big issues. But she was interested in hearing other people's thoughts.

Ms. Chen said that since the retreat, the Food Committee has had three meetings and they'll be meeting every week instead of every two weeks. And every time they meet they have a packed agenda. She wouldn't suggest merging the two commercial activities. Also, they need another chair for the Auxiliary Committee, and asked Ms. Navab if that was something she'd be interested in. Ms. Navab said there were other grad students in the room who were not as overly committed. She said they'd come back to that.

Mr. Flaharty said nominations could be made before the next meeting.

Mr. Flaharty said they didn't foresee the committee change as taking a vote, as opposed to just opening the topic, so feedback was fine. One comment he'd make is that the amount of work they're going through now was exponentially greater than it will be. So maybe they should put this topic off and later revisit committee structure.

Mr. Flaharty called for any other discussion on the mid-year retreat. Ms. Navab said she loved Patrick Bailey.

## OLD BUSINESS

### Tully's

Mr. Spivey said that Tully's was a really difficult process because the JG Group is at odds with each other. Some of this was hearsay, but he believed they took on a new member. Partners are asking about information on other partners. He and Ms. Stager have had terrible meetings with them. He wasn't sure if they've entered an agreement or franchise with another company. Things were really on hold. They're trying to get communications started because of the renovation project. Tully's lease is old and was not easily broken.

Mr. Flaharty asked if Tully's no longer being the licensee it used to be was not sufficient cause to terminate the lease. Mr. Spivey said that might be possible. But the litigation was within the company itself. A security deposit hasn't been paid, money is owed, and the franchise changed. There are many, many things they could bring up. But the Auxiliary was hoping to get communications going.

### Naia Lounge

Mr. Spivey said Naia Lounge is being used by the Art Studio, which was very appreciative of that. The Auxiliary was still getting solicitations for the space, but it was too late.

Ms. Navab said she didn't think this agenda item was about the current Naia Lounge, but about the renovations. There are some new plans for that space, which include an office for the Yearbook, OCF, a lounge shared by OCF and publications, CalTV, and the Blue & Gold Yearbook. The question was partially about the Art Studio and what the agreement will be about OCF. The Art Studio is using it now and the Board needed to think about what it will look like in the future. Some community members had some questions.

Ms. Navab said the Open Computing Facility General Manager was present and would like to address the Board. Mr. Flaharty said he would ask to postpone that until the next meeting during public comment since they were behind schedule at this meeting.

Mr. Adib said this dealt with a previous decision of the Board. Mr. Flaharty said he should go ahead.

### Open Computing Facility

Dara Adib, OCF General Manager, said the OCF has had a history regarding commercial activity space, and was concerned about that. In 2000 they moved to Heller Lounge, and \$150,000 was invested in that

space. They later found out it was commercial activity space. In 2008, as he understood it, the OCF was asked to move, after which that space became student activity space, and was given to the Multicultural Center. The OCF just wanted to make sure that for this space, all the procedures were correct and that it's a student activity space. They want to make sure they go to a proper space, and not one that was a revenue generating space.

Ms. Navab said that when they voted to move OCF into that space, part of the agreement was that the Board was giving up commercial space for a student activity. In addition, they hoped to gain other commercial space, such as if the Cal 1 office became available.

Ms. Chen said that moving forward, it will be a student activity space.

Mr. Spivey said it was voted to not be student activity space. Ms. Navab said it was to be used as OCF and media space. Mr. Spivey asked if the Board did that. Ms. Navab said she believed that was the case. Mr. Spivey said that the Board did vote, then. Ms. Navab said they should look at the minutes, but she believed they made that decision.

Mr. Flaharty asked if that decision was consistent with the Lower Sproul plans. Ms. Navab said it was. If they decide to not use the space in that way it would create major programming problems for them.

Mr. Nicholas said there was a meeting where everybody was invited, but only students attended. They took this idea to the Lower Sproul Workgroup. The feedback was that the Workgroup needed to hear from the whole Board.

Mr. Spivey said commercial activity space is already identified.

Ms. Navab said this just dealt with the boundaries of the media center space.

Mr. Spivey said the Board's purview for the Lower Sproul project was to discuss whether the revenue from commercial activity space was viable going forward in future years. That's what the Board will look at. So if it's been voted on in the past to not become commercial space, that would be part of that discussion.

Ms. Navab said it won't be decided to use commercial space. They agreed for the time being, for the foreseeable future, that the Naia Lounge would be allocated to a media center space and to student activities. She believed that's how the vote was framed.

Mr. Spivey said that vote took the space out of commercial activities, which addresses OCF's concern as to whether the space will change in the future.

Mr. Adib said the OCF just wanted to make sure the proper procedure was followed so that there's no debate on this later on.

Ms. Marthinsen said they should check the minutes. Ms. Navab said that maybe they could ask the Chair and Vice Chair to confirm that. Mr. Flaharty said he'd search the minutes.

Discussion on the Northeast Corner Space

Ms. Chen said the Food Committee met three times since the retreat and had two items they would like a vote on that day. The first issue was whether or not the northeast corner should be a food vendor and the second issue was whether to have a third-party contractor for vendors.

As to whether the northeast corner should be a food vendor, Ms. Chen said they decided it shouldn't be.

Ms. Marthinsen said it wasn't that it should or shouldn't be a food vendor, but the issue was whether it should have infrastructure that could allow it to be a food vendor in the future.

Ms. Navab said she thought there were two different votes involved. One was whether to allow the northeast corner of the Union to be capable of having a food vendor in the future as they do construction. And second question was whether they'd agree that for the foreseeable future, they didn't want that space to be used for a food vendor. She thought those were two separate votes.

Ms. Chen said they decided they don't see it as a food vendor in the foreseeable future. That leads to whether to have the infrastructure installed that would allow it to be a food vendor in the future. The Committee didn't explicitly talk about the infrastructure part, but that assumption impacts possible infrastructure. The Committee really focused on getting the right mix of vendors. They already have four vendor spaces and thought that was enough to get the right mix.

Mr. Flaharty asked about the potential cost to include the infrastructure if the northeast corner were to be a food space. Ms. Marthinsen said she talked with Alyosha Verzhbinsky and Beth Piatnitza about this. To preserve their flexibility for the long-term future, to put in the infrastructure now would be a small investment for the mechanical systems, not including the hood. It would be a huge investment to do that in the future. The range was \$1-2 million now, compared to \$25 million in the future if a change was made without the infrastructure already present. It was penny wise, pound foolish not to do it. Mr. Verzhbinsky has many examples in his own practice about being flexible. Putting in the infrastructure wouldn't mean getting it ready for a restaurant business, but would allow people in the future to consider a restaurant there as a possibility. They don't want improvement there right now, but she thought it's a better investment to get the infrastructure up.

Mr. Nicholas asked what systems would be included if a hood wouldn't be done. Ms. Marthinsen said they'd install the mechanical system such as duct work that would allow a hood to be installed later. Mr. Nicholas asked if there was anything else that would hinder what the space could be used for. Ms. Marthinsen said that Mr. Verzhbinsky and Ms. Piatnitza talked to her about taking all the mechanical and plumbing to the wall, where it is, so there was nothing in the space itself. So if they ever wanted to put a hood or sink in, they'd only have to work on that space, and not the rest of the building.

Mr. Nicholas asked if this would be one of the items added to P30 that the CSSB would vote on. Ms. Chen said the first vote would be whether to bring the infrastructure up to the boundary and the second vote was whether they see it being presented in the foreseeable future. Ms. Navab said they would decide on the infrastructure being there. The Board would be making a recommendation to the Workgroup and the Program Committee.

Ms. Navab said her second concern was in looking at the financial projections for what that space would bring in as a food vendor. She didn't foresee a situation anytime in the next 20 or 30 years where a food vendor would bring in enough revenue where the infrastructure expense would be worth it. There are other businesses they need to look at that would bring in more money. She also thought they had an extensive list of things they want to cover under the \$30 million, and \$1-2 million for this would be a significant chunk. It would mean they'd have to give up many other items. So she wasn't sure if adding infrastructure was a worthwhile effort.

Ms. Epstein asked what vendors would theoretically go in that space if they didn't add the infrastructure. Ms. Navab said they talked about that a little at the retreat. She didn't know if they wanted to say that in open session at this point. Mr. Flaharty said the space could be used for any service or retail business that didn't need the capacity to cook.

Mr. Nicholas said the Auxiliary might go with a third-party vendor, and third-party management might see something to put in that location that the Board hadn't thought of, which might bring in revenue. Ms. Navab said that revenue was just one component. They wanted something that was open late and would not just generate revenue, but would bring people to that space and to keep the Plaza lively around the clock. Food vending, by and large, could not achieve that, and wouldn't remain open until 2:00 or 3 a.m. And food vending doesn't make that much money. She and Mr. Poullard have talked about this a lot, along with Ms. Loomba.

Ms. Loomba said she agreed with Ms. Navab. They're looking at revenue services that students need and are exploring different services. There will be food vending options in other areas. This was a prime location and it seemed logical to put in a service there that would be open late. Ms. Loomba said that if people in 20 or 25 years want food vending there, she didn't think spending \$2 million now was wise for something they don't see in the foreseeable future. They already have a list for the \$30 million with things that have a higher priority.

Mr. Flaharty called for any motions.

Ms. Navab moved that for the foreseeable future, to not have the northeast corner space as a location for a food vendor. That's what the Food Committee was recommending. The motion was seconded by Ms. Chen.

**THE MOTION TO NOT HAVE A FOOD VENDOR LOCATED IN THE NORTHEAST CORNER OF MLK PASSED UNANIMOUSLY BY HAND-VOTE.**

Mr. Flaharty called for any motions on the question of infrastructure. He noted that this would just be a recommendation.

Ms. Chen moved to recommend that the infrastructure for the northeast corner is not a priority. The motion was seconded by Ms. Navab.

**THE MOTION TO RECOMMEND THAT INFRASTRUCTURE FOR A POSSIBLE RESTAURANT IN THE NORTHEAST CORNER OF MLK NOT BE A PRIORITY PASSED BY HAND-VOTE.**

Closed Session on Outsourcing Vendor Relations

Mr. Flaharty said the two last topics the Board had were in closed session. He asked all those not Senators, Board members, or staff, to please leave the room. This meeting entered into closed session to discuss outsourcing vendor relations.

Back in open session, Ms. Chen said the question was whether or not to outsource to a third-party firm for vendor relations and day-to-day management for the new Lower Sproul.

Ms. Loomba moved to outsource to a third-party.

Mr. Spivey said they have a Food Court, a staging kitchen, and a liquor component, and coffee shops. So they should look at the whole breadth of what they offer, and put that out there to see what comes back.

Ms. Chen said they're not just looking for a food vending, but a firm that does all commercial activities and daily management, other than the Bookstore.

Ms. Chen moved to outsource to a third-party firm that would handle all of the Auxiliary's commercial activities and management of commercial space other than the Bookstore. The motion was seconded by Ms. Loomba.

THE MOTION TO OUTSOURCE TO A THIRD-PARTY FIRM MANAGEMENT OF ALL AUXILIARY COMMERCIAL ACTIVITIES, ASIDE FROM THE BOOKSTORE, PASSED UNANIMOUSLY BY VOICE-VOTE.

Office of Student Affairs Staffing

The Board met in closed session to discuss OSA staffing, including a .5 FTE Work Study position. After discussion, the matter was tabled.

Proposal to Grant an Equity Increase to Thomas Spivey

The Board met in closed session to discuss an equity increase to Mr. Spivey. After discussion, the Board tabled the matter until the next meeting in order to receive additional information.

This meeting adjourned at 5:27 p.m.

These minutes respectfully submitted by,

Steven I. Litwak  
Recording Secretary

DECISIONS OF THE BOARD

Procedures

- Nov. '11 Voted to have the Store Operations Board (SOB) also known as the Commercial and Student Services Board (CSSB)
- Nov. '11 Allocated up to \$25,000 to match the campus contribution for a search firm for the executive director position
- Nov. '11 Discussed and agreed to procedures for the Board.
- Sept. '11 Established standing rules for Board meetings.
- July '11 Elected Mr. Landis as Board Chair
- Nov. 10 Voted to give Senators access to SOB bSpace material, with the Board Chair to remove confidential material.
- Nov. '10 Decided to have shorter minutes.
- Oct.'10 Mr. Zuo elected as Board Chair
- Oct.'10 Ryan Landis joins the Board, undergraduate representative.
- Sept.'10 Mr. Daal elected as Board Chair.
- Sept.'10 Prof. Edwin Epstein joins the Board.
- Sept.'10 Approved Resolution on Board Authorization of Minor Lease Negotiation, whereby negotiations on a minor lease may be stopped by Board vote.
- June '10 Approved up to \$13,000 for the search and selection of a Lower Sproul consulting architect and for a LS student relations position.
- April '10 Amended Section 3.3 of the CAA to define "minor leases" at \$150,000.
- March '10 Emily Marthinsen joins the Board, replacing Ms. Griscavage.
- Dec. '09 Welcomed to the Board Khira Griscavage.
- Nov. '09 Established a Food Subcommittee for the Bear's Lair Food Court.
- Sept. '09 Heard a presentation from Business Services on RFP procedures.
- Sept. '09 Voted to have \$20,000 from ASUC reserves, held by the Auxiliary, to be used for the Lower Sproul campaign.

Procedures (cont'd)

- July '09 Welcomed to the Board Prof. Myers and Dean Poullard.
- July '09 Elected Mr. Rajan and Mr. Poullard as Chair and Vice Chair.
- July '09 Established a subcommittee to consider amendments to the SOB Charter and By-laws.
- July '09 Approved an operating principle of perspective vendors submitting an ROI to the Auxiliary before having the matter come to the Board.
- May '09 Welcomed Mr. Zuo and Ms. Coleman to the Board, undergrad reps in two-year and one-year terms respectively.
- May '09 Approved proposed changes to the CAA that would have the ASUC and the GA share commercial revenue.
- Dec. '08 Asked the Auxiliary to look into whether confidential contract documents could be delivered to members prior to Board meetings.
- Nov. '07 Welcomed Marilyn Stager to the Auxiliary, Business Services Officer.
- Sept. '07 Welcomed to the Board Prof. Cluff and Mr. Ortega, GA rep.
- Aug. '07 Elected Mr. Dally and Mr. Nguyen as Chair and Vice Chair for 07-08.
- May '07 Mr. Smith's first Board meeting as undergraduate representative.
- May '07 Mr. Spivey's first Board meeting as ASUC Auxiliary Associate Director.
- Dec. '06 Amended the Commercial Activities Agreement, to list the Blue & Gold Yearbook under Exhibit A, Part B, Number 11, to allow the Yearbook to receive student addresses from the Registrar's Office.
- Nov. '06 Elected Mr. Dally as Vice Chair of the Board and elected to have Ms. Putnam-Smith serve as Chair for the remainder of her term, ending at the conclusion of Spring Semester, '06-7
- July '06 Mr. Permaul's first Board meeting as Auxiliary Director.
- June '06 Unanimously endorsed the efforts of the Chancellor and the UC President to utilize programs such as the Designated Suppliers Program, or other means of preventing the use of sweatshops in the production of University apparel and goods.

Procedures (cont'd)

- April '05 Mr. Dally joined the Board as undergrad representative.
- Dec. '05 Asked the Finance Committee to discuss with Internal Audit the ASUC's Use of the BFS accounting system.
- Dec. '05 Elected Ms. Putnam-Smith as Chair of the Board.
- June '05 Voted to have committees, after the August meeting, agree upon meeting Times, during normal business hours, and for the Finance Committee to meet at least quarterly, and for each committee to have representation of faculty, staff, and students.
- June '05 Re-elected Mr. Cohen as SOB Chair and elected Ms. Putnam-Smith as Vice Chair.
- Feb. '05 Mr. Miles and Mr. Williamson joined the Board.
- August '04 Formed an ad hoc committee to study increasing efficiency in information technology.
- July '04 Elected Elliot Cohen as Acting Chair of the SOB, for 2004-5.
- April '04 Considered and amended ASUC Auxiliary Budget Principles.
- Jan. '04 Agreed to send another letter to the ASUC Senate and the GA asking to resolve the question of GA representation on the Board.
- Dec. '03 Voted to send a letter to the ASUC and the GA asking to resolve the question of GA representation.
- Oct. '03 Approved the establishment of ad hoc committees: Commercial Operations, Auxiliary Services, and Finance.
- Aug. '03 Heard a report on the establishment of the Space Assessment Committee for Eshleman and MLK.
- June '03 Elected Ms. Quindel and Mr. Bucklin as Board Chair and Vice Chair, 2003-4.
- June '03 Formed a Subcommittee on Committees to determine a committee structure for the Board.

Procedures (cont'd)

- June '03 Agreed to hold a Board members orientation by August 30.
- May '03 Agreed on the need for a Board members orientation to be held before the start of the school year.
- Dec. '02 Enhanced Board minutes by adding "Decisions of the Board."

VENDORS

- Feb. '12 Offered the bowling alley space to the Bookstore post-construction.**
- Feb. '12 Voted to not have a food vendor in the northeast corner of MLK.**
- Feb. '12 Voted to not pursue having infrastructure for a possible restaurant in the northeast corner of MLK.**
- Feb. '12 Voted to pursue having a third-party firm manage Auxiliary commercial activities other than the Bookstore.**
- Nov. '11 Gave up Naia commercial space, after LS renovation, for use as a media center, contingent upon renovations paid by the \$30M in savings.
- April '11 Elected Hedy Chen elected as SOB representative on the Daily Cal Board.
- Mar. '11 Heard from a consultant on Lower Sproul and heard the results of a major survey.
- Mar. '11 Formed a committee to envision Lower Sproul food, retail, and the Bookstore.
- Feb. '11 Voted for a month-to-month lease for the Pub, and to go out to RFP.
- December '10 Voted to extend the Follett lease for one year, to 2014, in exchange for an overpayment by Follett.
- September '10 Paramjit Singh, Subway, and Henry Pham, Saigon Eats, welcomed to the Auxiliary.
- September '10 Approved Kaplan lease for space formerly occupied by STA Travel.
- April '10 Approved the preparation of leases for space Nos. 2 and 3, Saigon Eats and Subway Sandwiches, for a maximum of seven years, with vendors to invest over \$100,000 in infrastructure and appearance of the spaces.

Vendors (cont'd)

- April '10      Approved the extension of the Coffee Spot lease by two years.
- April '10      Voted down a motion to prepare an RFP for copying services at the Postal Annex site.
- Jan. '10        Voted to enter into negotiations with Subway Sandwiches and Saigon Eats.
- Dec. '09        Passed a Resolution to extend the Taqueria lease until May 31, 2010; gave the Taqueria until January 10, 2010, to accept terms that were presented in July. A negative response or no response would have the Auxiliary issue an RFP on January 11, 2010,
- Dec. '09        Determined weights for the Bear's Lair RFP scorecard.
- Nov. '09        Reduced CUBS' rent 50% for the summer months the space was inaccessible due to University issues.
- Nov. '09        Decided to charge a \$500 deposit to CALPIRG.
- Nov. '09        Offered to extend the lease of the Taqueria through May, 2010.
- Oct. '09        Extended the lease of Healthy Heavenly Foods through May, 2010.
- Oct. '09        Extended the Daily Cal lease to September 30, 2012, adding CPI and electrical monitoring.
- July '09        Approved a one-year contract extension for the Daily Cal, through 2012.
- July '09        Approved Mr. Zuo as SOB rep to sit on the Daily Cal Board.
- July '09        Voted to present the SOB's contract to Food Court vendors, and to go to RFP if the terms were accepted.
- May '09        Approved an amendment to the Naia lease, to allow the sales of sushi and salads, with Naia to reopen in the fall.
- May '09        Approved a five-year lease extension for CALPIRG, with new lease terms.
- May '09        Agreed to a three-year lease extension for the Daily Cal, and on terms to repay deferred rent payments, with an SOB member to sit on the Daily Cal Board until repayment.
- April '09        Amended the Panda Express contract and voted to renegotiate.
- April '09        Agreed to present draft contracts to the Coffee Spot, the Taqueria el Tacotento, and Healthy Heavenly Foods, going to RFP's if necessary.

Vendors (cont'd)

- March '09      Approved the Tully's Coffee contract.
- Feb. '09        Voted to approve the CUBS contract.
- Feb. '09        Voted to move forward with the Tully's contract.
- Jan. '09        Voted to continue negotiations with Panda Express and Tully's Coffee.
- Dec. '08        Voted to go out to bid for all Bear's Lair Food Court vendors.
- Nov. '08        Approved Action Vending proposal to increase vending prices.
- Sept. '08       Agreed to Daily Cal terms for deferment and reduction of rent.
- Sept. 08        Heard the terms of a possible Panda Express contract.
- June '08        Approved the concept of bringing the Brazil Café to the ASUC.
- June '08        Approved a Letter of Intent to negotiate with Panda Express.
- May '08        Approved Letters of Intent to: renegotiate leases with Bear's Lair Food Court vendors, ESI (English Studies Institute), the Daily Cal; to negotiate leases with a flower vendor, a bicycle vendor, Panda Express, and a major coffee vendor; and to amend the Coffee Spot lease for coffee cart operations at Anthony Hall.
- Dec. '07        Heard a presentation by CUBS.
- Nov. '07        Received "Roadmap to Redevelopment at the ASUC: A Conceptual Draft for Physical Improvements to ASUC Commercial Operations."
- June '06        Unanimously approved having Mr. Rolle look for someone to manage the Lodge, with the same relationship as with the previous manager, removing restrictions for a leaseholder.
- March '06      Approved a five-year lease option exercised by the Jupiter Pub.
- May '09        Voted down approval of the proposed Panda Express contract.
- May '09        Voted to go to RFP, on June 30, for the STA Travel space, and any other spaces that become vacant in the coming year.
- May '09        Revised the agreement with CampusLink to end its monopoly on Student Union advertising.

Vendors (cont'd)

- Feb. '06 Authorized pursuit of a judgment against the previous Cal Lodge leaseholder on behalf of the ASUC and the ASUC Auxiliary.
- Sept. '05 Authorized the Chair to write a letter to Associate Vice Chancellor LeGrande about the rate and usage of the Cal 1 Card.
- March '05 Heard a presentation by Daryl Ross and agreed to investigate the possibility of a "green" restaurant in the southeast corner of the Student Union.
- Nov. '04 Approved the transfer of ownership of The Taqueria to the owner's nephew.
- July '04 To advertise the Store, the ASUC worked to give CalSO counselors a \$5 gift certificate and RAs a 15% discount card.
- June '04 Approved a five-year extension for the STA Travel lease.
- June '04 Approved the Resolution In Support of Follett Contract Performance Review.
- June '04 Approved changes to the terms of the Pub's lease.
- April '04 Authorized negotiations for a 12-month contract with the current Bear's Lair tenant, and to terminate the lease if negotiations failed, and to issue an RFP.
- March '04 Agreed to a four-with pilot project for the New York Times Readership Pilot Project.
- March '04 Rejected contract proposals submitted by Pub management, called upon the Commercial Operations Committee to initiate a student survey on use of Pub space, and approved sending out an RFP for the space.
- March '04 Recommended signing the Follett contract, dated Feb. 26, '04.
- Jan. '04 Agreed to publish a letter in the Daily Cal to the general campus community promoting Auxiliary businesses.
- Jan. '04 Voted to send a letter of apology to the Bookstore manager for the content of a flier for the ASUC Bookswap.
- Dec. '03 Heard from John Martin, operator of the Pub.

Vendors (cont'd)

- Nov. '03 The Daily Cal lease was signed, and printing of the ASUC government page began.
- Nov. '03 Heard a presentation on Coca-Cola business practices in Colombia.
- Aug. '03 Amended the Daily Cal lease to have a code of conduct for the paper discussed by the campus community at-large.
- July '03 Approved a five-year lease with the Daily Cal.
- July '03 Authorized an engineering study of the Cal Lodge, for use in negotiations with the lessees.
- Sept. '05 Approved used of an inspector suggested by the Alumni Association to inspect the Cal Lodge, to authorize pursuing an agreement for the Alumni Association to manage the Lodge.
- May '05 Approved the further exploration with Daryl Ross of placing a green café at the southeast corner of the Student Union.
- Nov. '04 Approved a two-year lease extension, begin Jan. 1, '05, to the Taqueria and Healthy Heavenly Foods.
- Aug. '04 Decided to offer the Pub, after consulting with counsel, a reduction in rent, with conditions.
- July '04 Heard a counter proposal from the Pub regarding a contract revision. Authorized the Director to seek legal counsel.

MLK STUDENT UNION / PAULEY BALLROOM

- Nov. '11 Voted to recommend an elevator be placed in the northeast corner of the Union, Upper Plaza level.
- Nov. '11 Approved the Studio to use Naia space until Lower Sproul construction, with no commitment for future usage or investment.
- Oct. '11 Approved rates for the use of Eshleman Library, as commercial space.
- Sept. '11 Voted to not charge for student government use of Eshleman Library until the next SOB meeting, when policy would be re-evaluated.
- April '11 Voted to make the Tilden Room meditation and reflection space.

MLK Student Union / Pauley Ballroom (cont'd)

- Feb. '11      Approved a \$1,900 contribution to open the Senate Chamber for study space during finals.
- September '10 Welcomed Lawrence Lawler as new Student Union Director.
- June '03      Formed a subcommittee to further consider the Daily Cal lease.
- May '03      Heard a presentation by Coca-Cola representatives on the company's business practices in Colombia.
- Dec. '02      Added a fair-trade coffee option into the lease of the Coffee Spot.
- Dec. '02      Authorized a letter to Coca-Cola expressing the Board's concerns with allegations of human rights abuses in Colombian bottling plants, and requested a company representative speak to the Board.
- April '10      Approved an appropriation of up to \$3,000 from Auxiliary reserves for Lower Sproul, BEARS Referendum-related expenses.
- Nov. '09      Allocated \$30,000 out of Auxiliary reserves to fund a study on a maximum build-out option for Lower Sproul redevelopment.
- May '09      Learned that due to a possible FEMA grant, phase 3, of the Student Union seismic project would be postponed until the summer of 2010, including the Pub, and the Store, and the Multicultural Center.
- Dec. '08      Work began on the seismic retrofit of MLK.
- Oct. '08      Heard from, gave feedback to, Brailsford & Dunleavy, on Lower Sproul redevelopment.
- June '07      Approved up to \$35,000 for Student Union improvements, estimates, and studies, including the Tilden Room, Pauley Ballroom, and the Food Court.
- May '05      Voted to approve the LoSpro lounge proposal for the space in the Student Union occupied by the Bearcade.
- May '05      Voted to explore options for the expansion of the Art Studio.
- Oct. '04      Authorized ASUC President Leybovitch, with matching funds from H&D, to spend up to \$2,500 for a Student Union/food service survey.

Budget

- May '03      Approved agreement with the Chancellor's proposal on the multicultural lounge; to enter into negotiations on costs and the Auxiliary's role in managing the facility; and to approve a negotiating committee. Current Officers will negotiate, with new Officers to shadow them until current Officers leave.
- May '03      Approved having Mr. Cordi and Mr. Rolle submit a proposal to support student use of Pauley Ballroom by the June SOB meeting.
- April '03     Received a proposal, as part of the 2003-2004 budget, to allocate 20,000 for the Senate and the GA to use for Pauley Ballroom fee waivers.
- Feb. '03      Approved a subcommittee to look into policies for Pauley Ballroom and for fee waivers.
- Feb. '10      Had a session to envision the Auxiliary budget.
- July '09      Approved the 2009-10 Auxiliary budget.
- April '06     Approved the 2006-7 Auxiliary budget.
- April '05     Approved the 2005-6 Auxiliary budget.
- Sept. '04     Approved a motion to state that the Board alone had authority to shift funding; to determine 03-04 residual profit at \$103,208; and to transfer \$50,000 from residual profit to the Auxiliary Contingency Fund, making up for a transfer of that amount to the ASUC to balance its 04-05 budget.
- May '04      Approved a motion to urge the future SOB, 04-05, to consider as a high priority, fully funding one position for the OSA and a half OSA position for the GA.
- April '04     Approved the ASUC Auxiliary FY 2004-5 budget, including a transfer to the ASUC of \$50,000 from Auxiliary Contingency Reserves.
- Feb. '03      Received "ASUC Auxiliary Revenue and Expense Report, July-December 2003."

Budget (cont'd)

June '03      A committee was formed to balance the Auxiliary budget. The Subcommittee on Committees will determine if this should be an ad hoc committee.

May '03      Approved the 2003-4 budget, and charged the Auxiliary Services Committee to determine cuts to balance the budget. Absent a recommendation by August 30, agreed to staff the security desk in Eshleman.

## SPECIAL MEETING

### COMMERCIAL AND STUDENT SERVICES BOARD MINUTES

(formerly the Store Operations Board)

March 7, 2012

Present: (Members and others)

Chris Alabastro (Executive VP)

Hedy Chen (Board member)

Mollie Epstein (Board member)

Robert Flaharty (Board member)

Ryan Landis (Board member)

Todd LaPorte (Board member)

Vishalli Loomba (ASUC President)

Emily Marthinsen (Board member)

Bahar Navab (Board member)

Michael Nicholas (Board member)

Mimi Ritzema (Engl. Studies Inst.)

Vivi Nordahl (Auxiliary)

Jonathan Poullard (Dean of Students)

Amanda Reese (Asst.Bkst.Dir.)

Tom Spivey (Auxiliary)

Marilyn Stager (Auxiliary)

## **SUMMARY OF THE MEETING**

This Special Meeting was called to order at 12:10 p.m.

### Presentation by the English Studies Institute

The Board heard from Mimi Ritzema, Academic Director of the English Studies Institute. A packet of information was distributed. The ESI has been in the ASUC for over 20 years. It's rented a small office on the 4th floor of MLK for the last 8 years and rents classroom space on the 4th floor on a daily basis, between 9:00 and 5:00, when classroom space wasn't otherwise usually used.

The Board heard from several ESI instructors, students, and administrators.

The ESI offers partial and full scholarships to Cal, which benefits a lot of international students.

The ESI's Cal Partners Program is a language exchange program between Cal students and international students. It works in close partnership with the Japanese, Chinese, and Arabic language programs. Language programs on campus have lost funding for tutoring and labs, and this free program benefits Cal students.

The ESI has ongoing relationships with campus departments to provide language support, such as with UC Village in Albany, the I-House, and Haas.

The ESI generally operates Monday through Thursday, from 9:00 to 5:00, during off-peak hours. The ESI wants to continue to rent classroom space and office space in MLK. They have one more year on the lease. They understand construction will occur and that they'll have to move out for two years. But they want to continue the lease.

The Food Committee will consider this further, considering the ESI as a general vendor.

The ESI is a self-funded, private entity. Being on campus was extremely important for it. They'll lease other space when MLK is closed. The ESI did that before, when MLK went through a retrofit in the summer. They moved to Eshleman. They're working with Ms. Nordahl.

The ESI's clientele was largely international students, with 20-25% from Cal. Some courses are 100% UC students.

### Old Business

#### Equity Raise Discussion

The Board met in closed session to discuss an equity raise for Tom Spivey. By a vote of 6-0-3, the Board approved an equity increase for Mr. Spivey, to the stated level, retroactive to July 1, 2011.

#### Discussion of Follett Space

The Board met in closed session to discuss Follett space during construction. By a vote of 6-0-0, the Board authorized Ms. Navab and Mr. Spivey to negotiate a ten-year contract with Follett, and to offer Follett a space arrangement outside MLK.

The meeting adjourned at 1:15 p.m.

## **End Summary of the Meeting**

This Special Meeting of the ASUC Commercial and Student Services Board Operations Board (formerly the Store Operations Board) was called to order by Ryan Landis at 12:10 p.m. in the ASUC Senate Chamber. He said there were two items under Old Business, and he'd asked for a motion to discuss them in closed session. Considering them in closed session wasn't indicated on the agenda. It was so moved and seconded by Ms. Chen and Mr. Alabastro and passed with no objection.

Mr. Landis called for any public comment, and said there was no requests.

### PRESENTATION BY THE ENGLISH STUDIES INSTITUTE

Mimi Ritzema introduced herself and said she's the Academic Director of the English Studies Institute. She wanted to thank the Board very much for sparing a few minutes of their time at the meeting. The Institute currently rents a small office space on the 4th floor of the ASUC building. People from the ESI

were present that afternoon to tell the Board a little about their business and what they do. A packet of information was distributed stating many of the things they do as well as several letters of support from different entities and customers.

The English Studies Institute has been based in the ASUC for over 20 years. For the last 8 years they've had a small office space on the 4th floor of MLK. But for the previous 12 years, they rented classroom space on the 4th floor.

Ms. Ritzema said they are also currently renting classroom space on the 4th floor, which they do on a daily basis. But they've been doing that for many, many years, now. They rent during the daytime, between 9:00 and 5:00, when classroom space was usually not used.

Ms. Ritzema said she wanted to introduce Bonu Ghosh. Ms. Ghosh introduced herself and said she's a Cal alumna as well as a former instructor in the English Language Program, a department until 2004. She'd talk about the ESI's relationship with students and with the campus community.

Ms. Ghosh said that one thing that ESI does that was a little bit different from other vendors was to work with Cal students on a regular basis. Realizing that students have small budgets, they've offered partial and full scholarships to Cal students since 2004, the year she started. These scholarships are really geared towards helping students with the language skills they need to succeed in academic programs. A lot of international students benefit from this, and the Board will hear from one of their visiting scholars at Cal who has been studying at ESI, who will talk about how it's benefitted him.

Ms. Ghosh said ESI also has the Cal Partners Program, which forges relationships between Cal students and international students, to create global understanding and well as cross-cultural communications. This program basically creates the ability to do language exchange with Cal partners. So the ESI works in close partnership with the Japanese, Chinese, and Arabic language programs. The students basically match up with ESI students and get the opportunity to practice language skills and get a better understanding of different cultures. ESI students also get the same benefits. Recently, the language programs on campus haven't had the funding to have tutorial programs and labs. So this was a way that language students in Cal programs can actually benefit for free. And of course, international students at ESI benefit.

The ESI also has ongoing relationships with departments on campus, providing language support. One of those departments is UC Village, which has housing for international students and families. Ms. Ghosh said the ESI started a program, America 101, which came about because of a tragic incident at the Village, where a breakdown in cross-cultural understanding led to a suicide. So Cal created the initiative to help these residents succeed and survive in this environment. Since 2001, ESI's course, America 101, has been recognized and has received the Chancellor's Award for providing this service, a service that was very needed.

Ms. Ghosh said that packet that was distributed includes a letter from Mark Yudof, who talked about this program. It was also featured on National Public Radio and there have been magazine stories about it.

With the Berkeley International Office, at the I-House, the ESI also provides a free orientation workshop every Fall and Spring Semester. More than 4,500 international students have gone through the program.

It's basically an orientation on how to be clear in English, how to communicate, and how to be very successful, basically, while these students were here.

Ms. Ghosh said the other department with which ESI has worked with very closely is the Haas School of Business. The ESI created a course, Accent Reduction, and that's been ongoing since 2007. It's been over enrolled every time she taught the course, and they have a wait list. And students have requested a follow-up course. Haas has been very involved in having ESI provide this service. There's a letter in the info packet from Haas as well. This is the program that Mr. Povia will tell the Board more about.

Fabio Povia introduced himself and said he was a Brazilian MBA student at the Haas School of Business. As they knew, communicating, speaking clearly, and being understood were major challenges, in addition to all the challenges students have in all the other contexts in which they operate. Leveraging this excellent workshop that ESI provides was really useful in helping him communicate. It made a lot of difference to be understood in one's job, or in a recruiting process, or with internships. In addition, Mr. Povia said his wife came with him, and it was very important for wives who don't speak English to be inserted into this environment and to be able to communicate and relate to their community. They were offered a full scholarship for his wife, which made a lot of difference, and helped her understand. She's pregnant and now she can talk with friends and doctors. It's an entirely different world for her now, because she's not a hostage of this new environment. It's made a lot of difference for her to be able to make sense and communicate. And he and his wife were really thankful for that.

Felippe Serigati introduced himself and said his situation was different. His English wasn't as good as Fabio's. He is also Brazilian and is a visiting scholar in the Economics Department. The interest for him was not just in the world of science and academics. Good communication and generating an idea and making details clear sometimes involved a correct word, good vocabulary, or sometimes the correct pronunciation. English for him wasn't an easy language. He really appreciated all the efforts made by the professors, the teachers, ESI, and its staff, who have been helping many students like him to improve their language. He wanted to thank the Board.

Chris Carlisle introduced himself and said he's the Administrative Manager at ESI. He wanted to get to the meat of the matter as to why ESI was there to talk to the CSSB. They just told the Board about the services they provide to the campus and the relations they've had with the campus over a long period of time. The real reason they were there dealt with them being renters in the MLK building for eight years. And before that, they were with UC Extension in the English Language Program.

Mr. Carlisle said they wanted to give the Board an idea of what the rental was like and what the financial impact was of ESI being in that building. It's been a longstanding relationship. The ESI leases office space on the 4th floor of the MLK Student Union, which they invite Board members to look at. They also rent classrooms. During the daytime there's not too much activity. It was somewhat sporadic. But the ESI was one of the major renters of classroom space. Generally, they operate Monday through Thursday, from 9:00 to 5:00. A lot of the student groups come in to use rooms in the evenings; so it works out. It's been a very beneficial relationship in terms of the ESI being a daytime renter during off-peak hours. And it provides extra income for the ASUC, during downtime for the ASUC.

Mr. Carlisle said the ESI definitely wanted to continue renting classroom space and office space in MLK. They have a very small office, 12 X 16.5 feet, or about 200 square feet, roughly the space inside the

tables that people were seated at. The ESI's interest was in continuing to be in that space. That's why they were there at the meeting that afternoon. That was the meat of the matter.

Mr. Carlisle said that obviously they know that the Lower Sproul project was coming up, which was also why they were there. There will be a lot of disruption and a lot of uncertainty, and there were many players involved. They've been talking to Tom Spivey and Vivi Nordahl, and they know students are involved. And there are other groups, such as Lower Sproul subcommittees. The ESI understood that.

Another important point was that the ESI has one more year left on its lease. They understand that all of this was happening, that there was a lot of uncertainty, and that they had to move out of the building for two years when construction occurs. But they basically want to continue their lease and continue to be in their office space. That was basically the ESI's request to them. They want to continue.

In terms of what the Institute understood about the process, the next step was to go to the appropriate subcommittee and discuss the issue of their lease and continuing their lease after construction. And that was basically the ESI's request to the CSSB. They want to be part of the process so they can continue in that space. That was basically their request to the Board. They'd be happy to take any questions and they'd like to thank the Board for its time.

Mr. Landis said he thought they'd put this matter under the Food Committee, as a general vendor, or the Bookstore Committee. Ms. Chen said having the Food Committee consider would be fine. Mr. Landis said they would vet this through the Food Committee.

Mr. Carlisle said the next step will be to set up a meeting. Ms. Chen said she'd reach out to them.

Mr. Flaharty asked about the ESI's funding source. Mr. Carlisle said they're a self-funded, private entity. Mr. Flaharty asked if the ESI office had to be on campus, or if it could be near campus. Mr. Carlisle said being on campus was extremely important. Ms. Ritzema said it was also important to be close to the rooms they'd potentially rent. But downstairs by CUBS would also be fine.

Ms. Marthinsen asked if they have plans for their classrooms when MLK is closed. Mr. Carlisle said they'll lease other space. They've actually done this before, because a couple of years ago there was a retrofit going on in the summer and the ESI moved over to Eshleman in the summer. So they're flexible. And they've been working with Ms. Nordahl. The Institute was quite flexible, all they really wanted was to maintain that space and come back.

Mr. LaPorte asked if their clientele was exclusively the UC community. Mr. Carlisle said it wasn't. Their clientele was largely international students. But as they've described, there are many, many ways UC students are involved, and a lot of what the ESI does was to relate their international students with UC students in various ways.

Mr. LaPorte asked about the proportion of UC community people versus others. Mr. Carlisle said that off the top of his head, he'd say that UC would be 20-25%. Ms. Ritzema said that for all their students, English is not their first language. Mr. LaPorte asked if UC community members included spouses. Mr. Carlisle said it did. They have various programs, regular courses, and then customized courses. One example was Speaking and Editing for visiting scholars. That course was 100% UC Berkeley students. So it kind of depended on the course. But globally, he'd say about 20% of their clientele are UC students.

Mr. Landis said he would like to thank them for coming in and presenting, and said Ms. Chen will reach out to them.

### OLD BUSINESS

Mr. Landis said they would meet in executive session and all who were not on the Board or a Senator, would be asked to leave. For the first part of the discussion, he'd ask Ms. Stager and Mr. Poullard to remain.

### Equity Raise Discussion

This meeting entered into closed session to discuss an equity raise for Tom Spivey.

Back in open session, Ms. Loomba asked for a clarification of the motion. Ms. Stager said her request was to make the increase retroactive to July 1 of last year.

Mr. Landis asked if they could have the exact language so it's on the record. Ms. Stager said she was requesting that the Board grant Tom Spivey an equity increase over his current salary, as discussed, retroactive to July 1, 2011.

THE MOTION TO APPROVE THE EQUITY INCREASE FOR MR. SPIVEY, TO THE STATED LEVEL, RETROACTIVE TO JULY 1, 2011, PASSED BY HAND-VOTE 6-0-3.

### Discussion of Follett Space

The Board returned to closed session to discuss Follett space during construction.

Back in open session, Ms. Navab moved to authorize her and Mr. Spivey to start negotiating with Follett for a ten-year contract, and to offer Follett some kind of space arrangement outside of MLK. It was so moved and seconded by Ms. Loomba and Mr. Alabastro. THE MOTION PASSED BY HAND-VOTE 6-0-0.

Mr. Landis said he would like to thank everybody for coming, and on short notice. Hopefully this will be the Board's March meeting.

This meeting adjourned at 1:15 p.m.

These minutes respectfully submitted by,  
Steven I. Litwak  
Recording Secretary

DECISIONS OF THE BOARD

Procedures

- Nov. '11 Voted to have the Store Operations Board (SOB) also known as the Commercial and Student Services Board (CSSB)
- Nov. '11 Allocated up to \$25,000 to match the campus contribution for a search firm for the executive director position
- Nov. '11 Discussed and agreed to procedures for the Board.
- Sept. '11 Established standing rules for Board meetings.
- July '11 Elected Mr. Landis as Board Chair
- Nov. 10 Voted to give Senators access to SOB bSpace material, with the Board Chair to remove confidential material.
- Nov. '10 Decided to have shorter minutes.
- Oct.'10 Mr. Zuo elected as Board Chair
- Oct.'10 Ryan Landis joins the Board, undergraduate representative.
- Sept.'10 Mr. Daal elected as Board Chair.
- Sept.'10 Prof. Edwin Epstein joins the Board.
- Sept.'10 Approved Resolution on Board Authorization of Minor Lease Negotiation, whereby negotiations on a minor lease may be stopped by Board vote.
- June '10 Approved up to \$13,000 for the search and selection of a Lower Sproul consulting architect and for a LS student relations position.
- April '10 Amended Section 3.3 of the CAA to define "minor leases" at \$150,000.
- March '10 Emily Marthinsen joins the Board, replacing Ms. Griscavage.
- Dec. '09 Welcomed to the Board Khira Griscavage.
- Nov. '09 Established a Food Subcommittee for the Bear's Lair Food Court.
- Sept. '09 Heard a presentation from Business Services on RFP procedures.
- Sept. '09 Voted to have \$20,000 from ASUC reserves, held by the Auxiliary, to be used for the Lower Sproul campaign.

Procedures (cont'd)

- July '09 Welcomed to the Board Prof. Myers and Dean Poullard.
- July '09 Elected Mr. Rajan and Mr. Poullard as Chair and Vice Chair.
- July '09 Established a subcommittee to consider amendments to the SOB Charter and By-laws.
- July '09 Approved an operating principle of perspective vendors submitting an ROI to the Auxiliary before having the matter come to the Board.
- May '09 Welcomed Mr. Zuo and Ms. Coleman to the Board, undergrad reps in two-year and one-year terms respectively.
- May '09 Approved proposed changes to the CAA that would have the ASUC and the GA share commercial revenue.
- Dec. '08 Asked the Auxiliary to look into whether confidential contract documents could be delivered to members prior to Board meetings.
- Nov. '07 Welcomed Marilyn Stager to the Auxiliary, Business Services Officer.
- Sept. '07 Welcomed to the Board Prof. Cluff and Mr. Ortega, GA rep.
- Aug. '07 Elected Mr. Dally and Mr. Nguyen as Chair and Vice Chair for 07-08.
- May '07 Mr. Smith's first Board meeting as undergraduate representative.
- May '07 Mr. Spivey's first Board meeting as ASUC Auxiliary Associate Director.
- Dec. '06 Amended the Commercial Activities Agreement, to list the Blue & Gold Yearbook under Exhibit A, Part B, Number 11, to allow the Yearbook to receive student addresses from the Registrar's Office.
- Nov. '06 Elected Mr. Dally as Vice Chair of the Board and elected to have Ms. Putnam-Smith serve as Chair for the remainder of her term, ending at the conclusion of Spring Semester, '06-7
- July '06 Mr. Permaul's first Board meeting as Auxiliary Director.
- June '06 Unanimously endorsed the efforts of the Chancellor and the UC President to utilize programs such as the Designated Suppliers Program, or other means of preventing the use of sweatshops in the production of University apparel and goods.

Procedures (cont'd)

- April '05 Mr. Dally joined the Board as undergrad representative.
- Dec. '05 Asked the Finance Committee to discuss with Internal Audit the ASUC's Use of the BFS accounting system.
- Dec. '05 Elected Ms. Putnam-Smith as Chair of the Board.
- June '05 Voted to have committees, after the August meeting, agree upon meeting Times, during normal business hours, and for the Finance Committee to meet at least quarterly, and for each committee to have representation of faculty, staff, and students.
- June '05 Re-elected Mr. Cohen as SOB Chair and elected Ms. Putnam-Smith as Vice Chair.
- Feb. '05 Mr. Miles and Mr. Williamson joined the Board.
- August '04 Formed an ad hoc committee to study increasing efficiency in information technology.
- July '04 Elected Elliot Cohen as Acting Chair of the SOB, for 2004-5.
- April '04 Considered and amended ASUC Auxiliary Budget Principles.
- Jan. '04 Agreed to send another letter to the ASUC Senate and the GA asking to resolve the question of GA representation on the Board.
- Dec. '03 Voted to send a letter to the ASUC and the GA asking to resolve the question of GA representation.
- Oct. '03 Approved the establishment of ad hoc committees: Commercial Operations, Auxiliary Services, and Finance.
- Aug. '03 Heard a report on the establishment of the Space Assessment Committee for Eshleman and MLK.
- June '03 Elected Ms. Quindel and Mr. Bucklin as Board Chair and Vice Chair, 2003-4.
- June '03 Formed a Subcommittee on Committees to determine a committee structure for the Board.

Procedures (cont'd)

- June '03      Agreed to hold a Board members orientation by August 30.
- May '03      Agreed on the need for a Board members orientation to be held before the start of the school year.
- Dec. '02      Enhanced Board minutes by adding "Decisions of the Board."

VENDORS

- March '12      Authorized negotiations for a ten-year contract with Follett, and to offer Follett a space arrangement outside MLK.**
- Feb. '12      Offered the bowling alley space to the Bookstore post-construction.
- Feb. '12      Voted to not have a food vendor in the northeast corner of MLK.
- Feb. '12      Voted to not pursue having infrastructure for a possible restaurant in the northeast corner of MLK.
- Feb. '12      Voted to pursue having a third-party firm manage Auxiliary commercial activities other than the Bookstore.
- Nov. '11      Gave up Naia commercial space, after LS renovation, for use as a media center, contingent upon renovations paid by the \$30M in savings.
- April '11      Elected Hedy Chen elected as SOB representative on the Daily Cal Board.
- Mar. '11      Heard from a consultant on Lower Sproul and heard the results of a major survey.
- Mar. '11      Formed a committee to envision Lower Sproul food, retail, and the Bookstore.
- Feb. '11      Voted for a month-to-month lease for the Pub, and to go out to RFP.
- December '10 Voted to extend the Follett lease for one year, to 2014, in exchange for an overpayment by Follett.
- September '10 Paramjit Singh, Subway, and Henry Pham, Saigon Eats, welcomed to the Auxiliary.
- September '10 Approved Kaplan lease for space formerly occupied by STA Travel.

Vendors (cont'd)

- April '10 Approved the preparation of leases for space Nos. 2 and 3, Saigon Eats and Subway Sandwiches, for a maximum of seven years, with vendors to invest over \$100,000 in infrastructure and appearance of the spaces.
- April '10 Approved the extension of the Coffee Spot lease by two years.
- April '10 Voted down a motion to prepare an RFP for copying services at the Postal Annex site.
- Jan. '10 Voted to enter into negotiations with Subway Sandwiches and Saigon Eats.
- Dec. '09 Passed a Resolution to extend the Taqueria lease until May 31, 2010; gave the Taqueria until January 10, 2010, to accept terms that were presented in July. A negative response or no response would have the Auxiliary issue an RFP on January 11, 2010,
- Dec. '09 Determined weights for the Bear's Lair RFP scorecard.
- Nov. '09 Reduced CUBS' rent 50% for the summer months the space was inaccessible due to University issues.
- Nov. '09 Decided to charge a \$500 deposit to CALPIRG.
- Nov. '09 Offered to extend the lease of the Taqueria through May, 2010.
- Oct. '09 Extended the lease of Healthy Heavenly Foods through May, 2010.
- Oct. '09 Extended the Daily Cal lease to September 30, 2012, adding CPI and electrical monitoring.
- July '09 Approved a one-year contract extension for the Daily Cal, through 2012.
- July '09 Approved Mr. Zuo as SOB rep to sit on the Daily Cal Board.
- July '09 Voted to present the SOB's contract to Food Court vendors, and to go to RFP if the terms were accepted.
- May '09 Approved an amendment to the Naia lease, to allow the sales of sushi and salads, with Naia to reopen in the fall.
- May '09 Approved a five-year lease extension for CALPIRG, with new lease terms.
- May '09 Agreed to a three-year lease extension for the Daily Cal, and on terms to repay deferred rent payments, with an SOB member to sit on the Daily Cal Board until repayment.

Vendors (cont'd)

- April '09 Amended the Panda Express contract and voted to renegotiate.
- April '09 Agreed to present draft contracts to the Coffee Spot, the Taqueria el Tacotento, and Healthy Heavenly Foods, going to RFP's if necessary.
- March '09 Approved the Tully's Coffee contract.
- Feb. '09 Voted to approve the CUBS contract.
- Feb. '09 Voted to move forward with the Tully's contract.
- Jan. '09 Voted to continue negotiations with Panda Express and Tully's Coffee.
- Dec. '08 Voted to go out to bid for all Bear's Lair Food Court vendors.
- Nov. '08 Approved Action Vending proposal to increase vending prices.
- Sept. '08 Agreed to Daily Cal terms for deferment and reduction of rent.
- Sept. '08 Heard the terms of a possible Panda Express contract.
- June '08 Approved the concept of bringing the Brazil Café to the ASUC.
- June '08 Approved a Letter of Intent to negotiate with Panda Express.
- May '08 Approved Letters of Intent to: renegotiate leases with Bear's Lair Food Court vendors, ESI (English Studies Institute), the Daily Cal; to negotiate leases with a flower vendor, a bicycle vendor, Panda Express, and a major coffee vendor; and to amend the Coffee Spot lease for coffee cart operations at Anthony Hall.
- Dec. '07 Heard a presentation by CUBS.
- Nov. '07 Received "Roadmap to Redevelopment at the ASUC: A Conceptual Draft for Physical Improvements to ASUC Commercial Operations."
- June '06 Unanimously approved having Mr. Rolle look for someone to manage the Lodge, with the same relationship as with the previous manager, removing restrictions for a leaseholder.
- March '06 Approved a five-year lease option exercised by the Jupiter Pub.
- May '09 Voted down approval of the proposed Panda Express contract.

Vendors (cont'd)

- May '09 Voted to go to RFP, on June 30, for the STA Travel space, and any other spaces that become vacant in the coming year.
- May '09 Revised the agreement with CampusLink to end its monopoly on Student Union advertising.
- Feb. '06 Authorized pursuit of a judgment against the previous Cal Lodge leaseholder on behalf of the ASUC and the ASUC Auxiliary.
- Sept. '05 Authorized the Chair to write a letter to Associate Vice Chancellor LeGrande about the rate and usage of the Cal 1 Card.
- March '05 Heard a presentation by Daryl Ross and agreed to investigate the possibility of a "green" restaurant in the southeast corner of the Student Union.
- Nov. '04 Approved the transfer of ownership of The Taqueria to the owner's nephew.
- July '04 To advertise the Store, the ASUC worked to give CalSO counselors a \$5 gift certificate and RAs a 15% discount card.
- June '04 Approved a five-year extension for the STA Travel lease.
- June '04 Approved the Resolution In Support of Follett Contract Performance Review.
- June '04 Approved changes to the terms of the Pub's lease.
- April '04 Authorized negotiations for a 12-month contract with the current Bear's Lair tenant, and to terminate the lease if negotiations failed, and to issue an RFP.
- March '04 Agreed to a four-with pilot project for the New York Times Readership Pilot Project.
- March '04 Rejected contract proposals submitted by Pub management, called upon the Commercial Operations Committee to initiate a student survey on use of Pub space, and approved sending out an RFP for the space.
- March '04 Recommended signing the Follett contract, dated Feb. 26, '04.
- Jan. '04 Agreed to publish a letter in the Daily Cal to the general campus community promoting Auxiliary businesses.
- Jan. '04 Voted to send a letter of apology to the Bookstore manager for the content of a flier for the ASUC Bookswap.
- Dec. '03 Heard from John Martin, operator of the Pub.

Vendors (cont'd)

- Nov. '03 The Daily Cal lease was signed, and printing of the ASUC government page began.
- Nov. '03 Heard a presentation on Coca-Cola business practices in Colombia.
- Aug. '03 Amended the Daily Cal lease to have a code of conduct for the paper discussed by the campus community at-large.
- July '03 Approved a five-year lease with the Daily Cal.
- July '03 Authorized an engineering study of the Cal Lodge, for use in negotiations with the lessees.
- Sept. '05 Approved used of an inspector suggested by the Alumni Association to inspect the Cal Lodge, to authorize pursuing an agreement for the Alumni Association to manage the Lodge.
- May '05 Approved the further exploration with Daryl Ross of placing a green café at the southeast corner of the Student Union.
- Nov. '04 Approved a two-year lease extension, begin Jan. 1, '05, to the Taqueria and Healthy Heavenly Foods.
- Aug. '04 Decided to offer the Pub, after consulting with counsel, a reduction in rent, with conditions.
- July '04 Heard a counter proposal from the Pub regarding a contract revision. Authorized the Director to seek legal counsel.

MLK STUDENT UNION / PAULEY BALLROOM

- Nov. '11 Voted to recommend an elevator be placed in the northeast corner of the Union, Upper Plaza level.
- Nov. '11 Approved the Studio to use Naia space until Lower Sproul construction, with no commitment for future usage or investment.
- Oct. '11 Approved rates for the use of Eshleman Library, as commercial space.
- Sept. '11 Voted to not charge for student government use of Eshleman Library until the next SOB meeting, when policy would be re-evaluated.
- April '11 Voted to make the Tilden Room meditation and reflection space.

MLK Student Union / Pauley Ballroom (cont'd)

- Feb. '11        Approved a \$1,900 contribution to open the Senate Chamber for study space during finals.
- September '10 Welcomed Lawrence Lawler as new Student Union Director.
- June '03        Formed a subcommittee to further consider the Daily Cal lease.
- May '03        Heard a presentation by Coca-Cola representatives on the company's business practices in Colombia.
- Dec. '02        Added a fair-trade coffee option into the lease of the Coffee Spot.
- Dec. '02        Authorized a letter to Coca-Cola expressing the Board's concerns with allegations of human rights abuses in Colombian bottling plants, and requested a company representative speak to the Board.
- April '10        Approved an appropriation of up to \$3,000 from Auxiliary reserves for Lower Sproul, BEARS Referendum-related expenses.
- Nov. '09        Allocated \$30,000 out of Auxiliary reserves to fund a study on a maximum build-out option for Lower Sproul redevelopment.
- May '09        Learned that due to a possible FEMA grant, phase 3, of the Student Union seismic project would be postponed until the summer of 2010, including the Pub, and the Store, and the Multicultural Center.
- Dec. '08        Work began on the seismic retrofit of MLK.
- Oct. '08        Heard from, gave feedback to, Brailsford & Dunleavy, on Lower Sproul redevelopment.
- June '07        Approved up to \$35,000 for Student Union improvements, estimates, and studies, including the Tilden Room, Pauley Ballroom, and the Food Court.
- May '05        Voted to approve the LoSpro lounge proposal for the space in the Student Union occupied by the Bearcade.
- May '05        Voted to explore options for the expansion of the Art Studio.
- Oct. '04        Authorized ASUC President Leybovitch, with matching funds from H&D, to spend up to \$2,500 for a Student Union/food service survey.

Budget

- March '12**     **Approved an equity increase for Tom Spivey, retroactive to July 1, 2011.**
- Feb. '10        Had a session to envision the Auxiliary budget.
- July '09        Approved the 2009-10 Auxiliary budget.
- April '06        Approved the 2006-7 Auxiliary budget.
- April '05        Approved the 2005-6 Auxiliary budget.
- Sept. '04        Approved a motion to state that the Board alone had authority to shift funding; to determine 03-04 residual profit at \$103,208; and to transfer \$50,000 from residual profit to the Auxiliary Contingency Fund, making up for a transfer of that amount to the ASUC to balance its 04-05 budget.
- May '04         Approved a motion to urge the future SOB, 04-05, to consider as a high priority, fully funding one position for the OSA and a half OSA position for the GA.
- April '04        Approved the ASUC Auxiliary FY 2004-5 budget, including a transfer to the ASUC of \$50,000 from Auxiliary Contingency Reserves.
- June '03        A committee was formed to balance the Auxiliary budget. The Subcommittee on Committees will determine if this should be an ad hoc committee.
- May '03         Approved agreement with the Chancellor's proposal on the multicultural lounge; to enter into negotiations on costs and the Auxiliary's role in managing the facility; and to approve a negotiating committee. Current Officers will negotiate, with new Officers to shadow them until current Officers leave.
- May '03         Approved having Mr. Cordi and Mr. Rolle submit a proposal to support student use of Pauley Ballroom by the June SOB meeting.
- May '03         Approved the 2003-4 budget, and charged the Auxiliary Services Committee to determine cuts to balance the budget. Absent a recommendation by August 30, agreed to staff the security desk in Eshleman.
- April '03        Received a proposal, as part of the 2003-2004 budget, to allocate 20,000 for the Senate and the GA to use for Pauley Ballroom fee waivers.
- Feb. '03         Approved a subcommittee to look into policies for Pauley Ballroom and for fee waivers.

Decisions of the Board (cont'd)

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Budget (cont'd)

Feb. '03      Received "ASUC Auxiliary Revenue and Expense Report, July-December 2003."

## COMMERCIAL AND STUDENT SERVICES BOARD MINUTES

(formerly Store Operations Board)

April 24, 2012

Present: (Members and others)

Shahryar Abassi (ASUC Senator)  
Chris Alabastro (Executive VP)  
John Bolduc (Bookstore Mgr.)  
Hedy Chen (Board member)  
James Ephrati (rep applicant)  
Robert Flaharty (Board member)  
Anthony Galace (ASUC Senator)  
Elliot Goldstein (ASUC Senator)  
Erin Gore (Board member)  
Gordon Hoople (GA AAVP-elect)

Chen-Chen Huo ( Senator-elect)  
Ryan Kang (Senator-elect)  
Prabh Kehal (staff)  
Ryan Landis (Board member)  
Connor Landgraf (ASUC Senator)  
Tom Lee (Senator-elect)  
Vishalli Loomba (ASUC President)  
Emily Marthinsen (Board member)  
Michelle Nacouzi (rep applicant)  
Bahar Navab (Board member)

Michael Nicholas (Board member)  
Vivi Nordahl (Auxiliary)  
Deejay Pepito (ASUC Sen. -elect)  
Richie (rep applicant)  
David Robinson ( Campus Counsel)  
Sadia Saifuddin (ASUC Sen.-elect)  
Justin Sayarath (ASUC Sen.)  
Tom Spivey (Auxiliary)  
Marilyn Stager (Auxiliary)  
Emily White (ASUC Sen.-elect)  
Jean Yin (Budget Office)

## SUMMARY OF THE MEETING

The meeting was called to order at 3:13 p.m.

### Public Comment

Mr. Goldstein and Mr. Abassi presented a proposal from members of the Senate about the ASUC and the Auxiliary. The proposal would expand Senate involvement with the CSSB. The proposal was distributed, "ASUC Senate Recommendation to the CSSB, April 27, 2012." Senators would become *de jure* ex officio members on the Board, without voting power. The Board could revoke that status such as for a breach of executive session confidentiality. There would be two Senate seats on CSSB committees. ASUC By-laws would be amended to mandate Senate attendance at CSSB meetings. Because the Auxiliary will be relying much more on revenue stream, Senate collaboration with the CSSB was critical. The proposal would couple Senators' understanding of campus issues with the Board's understanding of business operations.

In the past, the Senate and the Board have shared a lot of co-responsibilities. One example was study space.

### Introductions

Introductions were held of people present.

### Report from the Director

The Auxiliary budget will be e-mailed out next week.

The final report of the Transition Planning Team was due to Vice Chancellor LeGrande on Monday, April 30. The TPT was currently going through feedback.

The ASUC has filed an insurance claim with Lloyd's of London for about \$183,000 in damages to the Cal Lodge. Lloyd's offered \$3,000. The ASUC attorney and Lloyd's attorney are in communication.

The Cal Lodge will probably lose about \$30,000 again that year. The students will repay that amount to the Auxiliary, since the Cal Lodge is not an asset of the Auxiliary, even though the Auxiliary carries it on its books during the year.

The Executive Director search is in process. Phone interviews have been done of seven candidates. Three candidates will visit the campus in May and talk to many constituents, including CSSB members. They hope to have an offer accepted by the end of May.

Saigon Eats is \$68,639 in arrears in rent. The Coffee Spot has not given the Auxiliary sales reports. Pepsi commissions are growing, and were \$7,000 in April.

The Auxiliary will have to buy-out vendor leases.

Lecture Notes has hired a new Manager, Silvia Baroni.

A marketing rep was needed from among incoming Senators to work alongside the Auxiliary Marketing Manager.

The ASUC will move to the Anna Head space in January.

By a vote of 9-0-0, the Board approved Mr. Spivey proceeding with a pay-or-quit notice to Saigon Eats.

#### Report from the Bookstore Committee

Capital Projects and Risk Management would like to keep MLK closed during construction. The Board had talked about using MLK for the Bookstore, but new locations now had to be considered.

By a vote of 9-0-0, the Board approved requesting the Bookstore Committee to negotiate a ten-year lease with Follett, or a lease during construction followed by a ten-year lease. They hope for a response in May.

#### Report from the Food Committee

The final goal of the Food Committee was to finish the mission statement for what they want with the new Lower Sproul.

#### Report from the Auxiliary Committee

The Committee will really start to get going after the selection of the ED.

Lower Sproul Update

The P30 list was approved on Wednesday.

There will be a meeting with Capital Projects and student stakeholders who want to be located in space that was currently still under CSSB purview.

#### Spring Retreat Update / Follow-Up

Patrick Bailey and Lisa Walker have been contacted to facilitate the Board's retreat in August.

#### Update on Tully's

Tully's is now Coffee Bean & Tea Leaf. Under advice from counsel, contact hasn't been initiated with them yet.

#### Date and Time for the May and Summer Meetings

Ms. Chen will coordinate the time for the May meeting.

#### Bookstore Update and English Studies Institute Update

The Board met in executive session to discuss updates on the Bookstore and the ESI.

By a vote of 9-0-0, the Auxiliary approved relocation terms for the English Studies Institute.

#### Planned Resignation of the Chair

Mr. Landis and Mr. Flaharty resigned as Chair and Vice Chair. By a vote of 9-0-0, the Board approved Ms. Chen to be CSSB Chair. By a vote of 8-0-0, the Board approved again Mr. Flaharty as Vice Chair.

The meeting adjourned at 4:21 p.m.

## **End Summary of the Meeting**

This regular meeting of the ASUC Commercial and Student Services Board Operations Board was called to order by Ryan Landis at 3:13 p.m. in the ASUC Senate Chamber.

#### PUBLIC COMMENT

Elliot Goldstein and Shahryar Abassi, ASUC Senators, introduced themselves.

Mr. Goldstein said that the Board has a proposal from members of the Senate to create a stronger ASUC in the future, given all of the organizational changes going on. He's been a Senator for two years and has seen the often tense relationship between the Board and the ASUC Senate. He thought that was a detriment to the overall functioning of the ASUC, as an organization.

Within the Transition Planning Team that was underway at that time, they're re-thinking the organization as a whole. He thought this was an opportunity to actually start providing Senators, the elected officials, with a sense of informed responsibility over the entire ASUC, and to connect the business and finance of the ASUC Auxiliary with student government. He said that Mr. Abbasi would talk about the proposal.

Mr. Goldstein said that it's a very common complaint of Board members, and with due reason, that in the past, certain Senators have come to Board meetings only when meetings dealt with a particular interest the Senators ran on, and that they politicized the Board by acting in a perhaps rash way, and making the Board an ineffective body. On the flip side, a lot of Senators have felt the Board was making decisions that affect the student government directly without taking into account their voice, and that this organization, the ASUC, actually stems from student government. It's important that Senators have a voice in this body. There's often an antagonistic relationship, but they think they could fix that by changing some of the structure of the Board and ASUC By-laws.

Mr. Abbasi said that because of the BEARS Initiative, the ASUC is far more reliant on revenues and will be working a lot more with the University. When it comes to business operations, that's why they think there's a need for this, especially with the transition. One of the biggest changes since 1998 for the Senate was to be far more knowledgeable and aware and to work on these issues.

Mr. Abbasi said they distributed the proposal, "ASUC Senate Recommendation to the CSSB, April 27, 2012." This was something Senators have been thinking about, and they were very open to ideas and suggestions. The goal would be for Senators to become *de jure* ex officio members on the Board, without voting power. That status, for individual, elected officials, could be revoked by the Board if there was a breach of executive session confidentiality or other issues the Board would like to present.

Mr. Abbasi said the CSSB committees that year were great, and some Senators came and sat in on different committees. The goal of the proposal was to encourage Senators to do that more by institutionalizing two Senate seats on the committees. Right now, Senators can come on an ad hoc basis, but he thought having Senate committee members would give them more agency and more ability to get involved in these issues. Each committee would also have one or two student-at-large seats. Right now it's kind of informal, and students can come and sit on the Food Committee or the Bookstore Committee. But this proposal would formalize that as part of the move into this large transition in the ASUC.

Mr. Abbasi said there would also be a change in ASUC By-laws that would mandate Senate attendance at CSSB meetings. With all due respect to the Board, Senators sit there and observe, but they understand what's going on and have the ability to act as *de jure* ex officio members. Senators see a variety of benefits to this proposal, which were listed on the hand-out.

The main point is that because they're relying so much more on revenue stream, Senate collaboration with the CSSB was really critical in the next few years. This proposal would allow Senators to really couple their understanding of different campus issues with the CSSB. The Board has a great understanding of what's going on with business operations and Senators have a great understanding of what's going on

with different campus communities and student groups. They want to bridge that understanding and provide the best lifestyle for students in the upcoming years, as the ASUC goes through changes.

Mr. Abbasi said they also think a better connection to the Auxiliary and to Board members would allow Senators to far better achieve their goals and platforms. Overall, he thought this would improve the democratic nature of the ASUC and make it much more inclusive, at that time when they were going through so much change. He said that Mr. Goldstein would talk about the ways Senate collaboration has benefited in the past.

Mr. Goldstein said that in the past, there have been a lot of co-responsibilities of the Senate and the Board. One example was study space. Last year he and other Senators attended a Board meeting, and out of that, in a co-operative decision with the Bookstore, the Board and the Senate provided 24-hour study space for students. This Board was also the "Student Services" Board, and that decision was a great example of co-responsibility.

Mr. Goldstein said that this year, space waivers overlapped with finance, where student government funded things in the past. He would ask Board members to please read over the proposal. It was just a proposal, and they'd like to hear back from Board members moving forward. He would like to thank them. Mr. Abbasi said he would like to thank the Board for its time.

## INTRODUCTIONS

Mr. Landis said there will be a lot of change in terms of Board seats that are filled, so he'd like everybody to go around and introduce themselves, including applicants.

Introductions were held:

Ryan Landis, current Chair of the Board, an undergraduate representative. He'll be on the review committee for the undergraduate applicants.

Bob Flaharty, an administrative representative and CFO for RSSP;

Marilyn Stager, Acting Director of the Auxiliary and Finance Manager;

Tom Spivey, Associate Director of the Auxiliary;

David Robinson, Associate Campus Counsel, not on the Board but present that afternoon to give legal advice on one of the matters on the agenda;

Hedy Chen, an undergraduate student representative on the Board, who will also be at the rep selection interviews;

Michael Nicholas, grad student representative;

Emily Marthinsen, Assistant Vice Chancellor for Physical and Environmental Planning, an administrative representative;

Jean Yin, from the Budget Office, representing Erin Gore;

Connor Landgraf, President-elect of the ASUC;

Introductions (cont'd)  
Approval of the Minutes

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Justin Sayarath, ASUC Executive VP-elect;  
Chris Alabastro, current and ongoing Executive VP;  
John Bolduc, the Store Director;  
James Ephrati, applying to be an undergraduate representative;  
Michelle Nacouzi, applying to be an undergrad rep;  
Richie, applying to be an undergrad rep;  
Tom Lee, Senator-elect;  
Prabh Kehal, staff;  
Emily White, Senator-elect;  
Chen-Chen Huo, Senator-elect;  
Ryan Kang, Senator-elect;  
Gordon Hoople, GA Assembly Affairs VP-elect;  
Deejay Pepito, Senator-elect;  
Vivi Nordahl, Auxiliary, Director of Events;  
Shahryar Abbasi, ASUC Senator and External Affairs VP-Elect.

Mr. Landis said the Presidents of the ASUC and the GA, Vishalli Lomba and Bahar Navaba, will be there soon.

Mr. Landis said he would like to thank them and welcome the new members who will be taking part in this journey for the next year. It will be a fun one.

#### APPROVAL OF THE MINUTES

Mr. Landis called for a motion to approve the minutes from the March meeting. It was so moved and seconded. THE MOTION TO APPROVE THE MINUTES OF THE MARCH 7, 2012 CSSB MEETING PASSED UNANIMOUSLY BY VOICE-VOTE.

Mr. Landis said Ms. Navab would be there shortly and will give an update on a committee, so if they could move to Auxiliary reports, that would be great.

#### AUXILIARY REPORTS

Report from the Director

Ms. Stager they're still in the process of tweaking the budget, which got transmitted on Thursday. They're doing the overall last review before she presents the Board with the figures. At the end of next week she'll e-mail it out, since she believed that not all of them have access to the shared site.

Ms. Stager said that part of the backlog with the budget was because they've been busy with the Transition Planning Team. The final report was due to Vice Chancellor LeGrande on Monday, April 30, so they've been spending a lot of hours on it. There are still things being worked out. A draft was presented to Auxiliary employees, to the Senate, and to other stakeholders. They got feedback from all those different people and are in the process of going through that feedback and considering what was appropriate, what isn't, etc. The Senate will also meet on Sunday to give more feedback. All that will be taken into account as the Transition Planning Team does the final writing on Monday. After that it will go to Vice Chancellor LeGrande, and they hope that within a month, he'll have a response back to them.

Ms. Stager said she also gave the Senate a report on Wednesday evening about the Cal Lodge. Although it's an asset of the students', this was something they usually talk about under Mr. Spivey's reports. She wanted to let the Board know that the ASUC has filed an insurance claim with Lloyd's of London for about \$183,000. Lloyd's came back and said it would cover \$3,000. So the ASUC is in the process of working those details out. The ASUC attorney has sent a letter to Lloyd's describing why he felt Lloyd's was in breach of contract. Lloyd's has now hired an attorney to review the case. That's where the matter currently stands.

Ms. Stager said the other item dealt with Cal Lodge financials. They will probably be about \$30,000 in the hole again at the end of this year. That money comes back to the Auxiliary from the students. The Auxiliary bills the students, who actually pay back the Auxiliary. That's because the Cal Lodge is not an asset of the Auxiliary, even though the Auxiliary carries it on its books during the year. It's zeroed-out at year end. This year, as in past years, they'll be in the hole, and the students will have to reimburse the Auxiliary and zero that out.

As for the Executive Director search, Ms. Stager said it's in process. Phone interviews have been done of seven of the candidates. She thought the Selection Committee was very excited about the candidates they talked to. They have three candidates coming May 14, 15, and 16. Those candidates will be very busy, and will talk to many constituents, including CSSB members, who will have an opportunity to meet the candidates, ask questions, get a feel for who they are, and give input. They hope to find the right candidate and have the offer accepted by the end of May.

Mr. Spivey said he wanted to point out to the Board that one of their vendors, Saigon Eats, was in serious arrears in its rent. He would like the Board to direct him to proceed with demanding payment or else asking the restaurant to leave. It's currently \$68,639 in arrears in rent. The restaurant promised to catch up with rent that last fall and hasn't.

Mr. Spivey said another vendor, the Coffee Spot, has not given the Auxiliary sales reports. So the Auxiliary doesn't know what the business' sales reports are, which the Auxiliary has requested many times.

The Pepsi commissions are growing: \$5,000 in January and February; \$6,000 in March; and \$7,000 in April. So the Auxiliary's Pepsi vending machines are doing well and were growing business, which was rather exciting.

Mr. Spivey said the rest of the rents are being collected. He was asked to look for liability the Auxiliary might have in paying for buy-outs, and the Board will talk about that in closed session, for when leases end. If they ask a tenant to leave that has two years left on the lease, what usually happens is that the tenant is paid the monthly payments, as if they were here, and then asked to go. The businesses usually agree, although sometimes they don't, which gets into Mr. Robinson's legal world. The Auxiliary was currently negotiating with vendors to exit out of their leases since the Auxiliary will be closing shop sometime in the fall.

Mr. Spivey said one issue before the Board that afternoon is a settlement, which they'll talk about in closed session, and hopefully approve.

Mr. Spivey said that Lecture Notes has hired a new manager, Silvia Baroni, who comes with both commercial experience in running a business in San Francisco, and editorial experience, in Milan, Italy. She joined the Auxiliary at the beginning of the month and the Auxiliary was very excited. She survived Cal Day and she was very excited to get started and to help cross-promote the ASUC.

Mr. Spivey said that for those representatives of the ASUC from the next Senate, a marketing representative was needed to work alongside the Auxiliary Marketing Manager to assist in getting the out the messages of ASUC government. He looked forward to that relationship.

Mr. Spivey said Event Services is working with the Center for Student Leadership on outdoor space on the campus. Also, the ASUC will be moving to the Anna Head space in January, and a lot of exciting things were going on there, with CSL and RSSP.

The Art Studio has brought in a ten-week class for the summer instead of eight weeks. Half the spots are already sold, as of that day. Sharay Pinero, the Facilities Manager, is working on surge. She's been reclassified as Facilities Manager and is helping the Auxiliary surge. Students have already gone through this, and it will be the Auxiliary's turn. Ms. Pinero is working with the campus to relocate the Auxiliary. He called for any questions.

Ms. Chen asked about the timeline for Saigon Eats and if they'll still be there over the summer. Mr. Spivey said he didn't know, and said the business has been non-responsive. He couldn't speculate.

Ms. Navab asked if he could elaborate on paying the rent or else. She asked if it was "pay us or leave." Mr. Robinson said the business is given a three-day notice to pay rent or quit. If the business doesn't pay immediately, they then proceed to evict it. And then the business could also be sued for the money owed.

Mr. Spivey said Saigon Eats has also not provided the construction costs to build up the site, as required by the lease. That was a cost. Subway, for example, provides the Auxiliary with construction numbers as part of the lease. When the lease is over, they'll settle up. They started a discussion for the rent that would have been paid and are in the process of negotiating the end of the lease.

Ms. Navab asked if they could, at that time, replace Mollie Epstein's seat with Gordon Hoople. Mr. Landis said they could.

Mr. Landis said that introductions had been held, and asked people who came in after them to introduce themselves: Bahar Navab, Graduate Assembly President, outgoing and incoming; Vishalli Lomba, out

going ASUC President; and Erin Gore, CFO of the campus. Mr. Landis said he also wanted to introduce his mom, in the back. So he would ask people to please be nice to him.

Mr. Landis called for any other questions for Mr. Spivey in terms of how to proceed with what he suggested to do.

Ms. Navab asked when he hoped to have the vendors out of the building, and if that involved buying contracts out, and if so, which contracts. Mr. Spivey said they don't know the date they'll ask the vendors to leave. They have a meeting next Thursday with Capital Projects to get a firm time, after which they'll work their way backwards based on the leases. Some leases will end in September. It all depends on the date they draw the line when they say people had to get out. And they usually offer compensation for buy-outs. That's part of the negotiating process. Mr. Robinson said the leases were all different.

Ms. Navab asked if they might have to buy some out. Mr. Spivey said that was correct.

Mr. Flaharty moved that the Board authorize Tom Spivey to proceed with the pay-or-quit notice to Saigon Eats immediately. The motion was seconded by Mr. Alabastro.

THE MOTION TO PROCEED WITH A PAY-OR-QUIT NOTICE TO SAIGON EATS PASSED UNANIMOUSLY BY HAND-VOTE 9-0-0.

### STANDING COMMITTEE REPORTS

#### Report from the Bookstore Committee

Ms. Navab said the Bookstore Committee has started to talk to Follett about the terms of a contract for the future. They talked as a Board about giving them a 10-year lease. She would like to ask the Board to approve an option of offering Follett either a 10-year lease, starting with construction, or offering them a lease during construction, with a separate 10-year lease post-construction. Her request was to be able to negotiate either of those terms depending on what worked best for the CSSB and for Follett.

Secondly, Ms. Navab said it was pretty clear that Capital Projects and Risk Management would like to keep MLK closed during construction. The Board had talked about using MLK for the Bookstore during surge. But that was looking less and less like an option. Since the Board last met, the Bookstore Committee has talked about new locations for the Bookstore. If the Board wanted to talk about those spots, they'd have to go into closed session.

For the new Bookstore space, Ms. Navab said they originally allocated the bowling alley in Lower Sproul to the Bookstore at a previous Board meeting. The way the plans were initially drawn, people couldn't go from the bowling alley to the Lower Sproul level without exiting the building and coming back. After some negotiations, they've come back with a proposal that would allow the two spaces to be connected. That hasn't yet been approved by the Workgroup, and it should be coming up. But it's a promising direction to be heading in, and puts them to the target spaces that the Bookstore needs.

Mr. Landis asked if the Board needed to hear the different possible locations for the Bookstore. Ms. Loomba said she thought it was worthwhile for people to hear that. Mr. Landis said they could put that at the end of the meeting, if that was okay, and do that in closed session.

Ms. Navab asked if they could vote on the lease. The motion was to allow the Bookstore Committee that's negotiating with Follett, including herself, Ms. Stager, Mr. Spivey, Jonathan Poullard, and any other Board members who would like to join them, to offer Follett either one 10-year lease or a construction-term lease followed by a ten-year lease. The motion was seconded by Ms. Chen.

THE MOTION PASSED UNANIMOUSLY BY HAND-VOTE 9-0-0 TO ALLOW THE BOOKSTORE COMMITTEE TO NEGOTIATE WITH FOLLETT EITHER A 10-YEAR LEASE OR A LEASE DURING CONSTRUCTION FOLLOWED BY A 10-YEAR LEASE.

Ms. Navab said they hoped to have the answer on Follett by mid- to late May.

#### Report from the Food Committee

Ms. Chen said the Food Committee has not met for a couple of weeks. That was her fault because she was out of town for two weeks after Spring Break. The Committee's one final goal for the end of the year was to finish the mission statement for what they want with the new Lower Sproul. The Board already voted to switch to a third-party vendor for food operations, and per that discussion, decided how they might frame the mission statement. For example, they might want a percentage to be organic food, or vegetarian, or vegan. They hoped to have one more meeting before the end of the year to set that up. The other thing that came up is that somebody from Haas wanted to set up a farmers' market up there. That's something the Food Committee might vet out to the community. She wasn't sure if that was really the Food Committee's purview, but there could be potential to get some of the vendors involved in that farmers' market if they do it once a month at Haas. That was another item for discussion.

Ms. Chen said that the English Studies Institute issue was settled outside of the Food Committee. The Committee didn't plan to meet with any other third-party vendors since it was still early. That will probably be something for the next Board to consider, or even the Board after that.

Mr. Goldstein said that to clarify, in one of the earlier MOUs, it was stated that a farmers' market would be on Lower Sproul. He asked if the Food Committee has talked about that, or talked about it being up at Haas. Ms. Chen said they're separate. This wasn't something that Haas was thinking about doing for next year. It's separate from the one she thought Mr. Goldstein was thinking about. They're still in the planning stages and don't know how it will work out, or if it can work out. Ms. Gore said that hasn't been signed yet in an MOU.

#### Report from the Auxiliary Committee

Mr. Landis said that once they have a new Executive Director, the Committee will really start to get going. That should take place in May.

Ms. Navab said that on that note, the three candidates who visit the campus on May 14, 15, and 16. She believed interview times were set for the CSSB. They'll e-mail that information out. Mr. Landis said he would send that out to everybody, and ideally, everybody hope can make them will attend and give input on the three candidates. Ms. Navab said that if people couldn't make the CSSB time slot, there was a time slot for the GA and for Auxiliary staff, and they could probably negotiate squeezing people into another time slot.

Mr. Flaharty asked if they had any updates on the third-party vendors. Ms. Gore said they didn't.

#### LOWER SPROUL UPDATE

Ms. Navab said the P30 list, the scope, was just approved on Wednesday by the Program Committee. It includes increases to revenue replacement, increases to TI (Tenant Improvement) allowances for their vendors, moving the Open Computing Facility, the Yearbook, etc., to Naia Lounge space, and converting that to a media center space.

Ms. Navab said the other thing with Lower Sproul was that she and Ms. Loomba have a meeting with Capital Projects and student stakeholders who want to be located in space that was currently still under CSSB purview. That includes groups like Bicy-Cal and SUPERB. In the next couple of months they'll need to have a conversation about what spaces they're allocating to these groups, including the Food Co-operative. If anybody wanted the P30 scope list, she'd be happy to show it to them. It needed to get vetted past one more group, the PCP. Ms. Gore said that will happen in June.

Ms. Chen asked if it was the case that they'd have to figure out in the next couple of months where those groups will be going, or if they'd be in Lower Sproul. Ms. Navab said it was if they'd give Lower Sproul space and where they'd go. Ms. Loomba said that she and Beth Piatnitzka will come up with proposals on where they think they could fit groups in. It will be up to the CSSB to decide to do that or not. With that said, there really wasn't a space for the Food Co-operative in Naia spaces. She thought the Food Co-operative wanted to talk to the Food Committee about what the options are.

#### SPRING RETREAT UPDATE / FOLLOW-UP

Mr. Landis said that in this part of the agenda, the Board usually does an update or follow-up from the August retreat. But he wanted to dedicate this segment more to the next one. He reached out to Patrick Bailey and Lisa Walker and let them know that the Board planned to have another August retreat. It will be for two days. The idea was for new members to be there both days, with maybe some of the returning members able to skip the morning session on one of the days. He asked if there was anything specifically that people feel they should have addressed, or that they want Mr. Bailey or Ms. Walker to cater the

Spring Retreat / Follow-up (cont'd)

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Update on Tully's

Bookstore Contract Extension Update

Date and Time for the May and Summer Meetings

retreat around. They did a good job last time. They'll have the Auxiliary Committee work with them in the planning process, and hopefully, Committee will talk to them throughout June and July and then come August, to work with them very closely. And that way, they'll have something going forward for next year.

## OLD BUSINESS

Update on Tully's

Mr. Spivey said that Tully's is now Coffee Bean & Tea Leaf. He didn't have an update because under advice from counsel, he hasn't been initiating contact with them yet. The business' attorney was supposed to contact Mr. Robinson, and hasn't.

Mr. Landis said there was Coffee Bean & Tea Leaf coffee available in the back, if anybody wanted any.

Bookstore Contract Extension Update

Mr. Landis said he would propose that if they discuss this in closed session, they could discuss that with the ESI update, so there was just one session in closed session and people wouldn't get kicked out twice. If people were okay with that.

## NEW BUSINESS

Date and Time for the May and Summer Meetings

Mr. Landis said that Ms. Chen will coordinate the meeting time for the May meeting, since there were a lot of new members on the Board. She'll also schedule the August retreat dates. So people should expect e-mails about these. It will be kind of hectic because usually no one can make anything, so he'd ask people to please be flexible. They're trying to schedule this far enough in advance so that everybody can attend and so people's schedules can be accommodated.

Mr. Landis said the May meeting will probably be the week after finals. That seemed to be the week that worked for most people. Members should keep their eyes open for an e-mail.

Ms. Chen said that last summer, Board meetings were combined for June and July. They only had one meeting during that time, and this year will probably be the same, unless a pressing issue arises where the

Date and Time for the May and Summer Meetings (cont'd)  
Bookstore Update and ESI Update  
Planned Resign of the Chair

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Board would need to meet twice. Unless something came up with Lower Sproul, e.g., that was urgent, she thought one meeting would be fine.

Mr. Landis said he would recommend that the Board decide how to do online voting in May.

Mr. Flaharty said that given all the issues on a short timeframe, that was probably the most practical solution. He asked if they had to amend the By-laws. Mr. Landis said they didn't, and there was a way they could have online.

#### Bookstore Update and English Studies Institute Update

Mr. Landis said he would combine updates on both the Bookstore and the English Studies Institute into one 20-minute closed session.

Ms. Navab suggested that they ask to remain elected officers, incoming officers, Auxiliary staff, Mr. Robinson, Ms. Nordahl, and Ms. Yin. The motion to meet in closed session was made and seconded and passed with no objection. This meeting entered into closed session to discuss updates on the Bookstore and the ESI.

Back in open session, Ms. Chen moved to give Mr. Spivey permission to move forward with the ESI relocation. Mr. Robinson said the terms of the tenant agreement with ESI are that ESI will be paid \$13,900 as part of a lease modification, and in exchange for that, ESI will move out on June 15. The Auxiliary will make some accommodations for ESI with regard to allowing the Institute to keep a non-ringing voicemail line on their phone for two years and that they continue to get mail at their ASUC address for two years. The Auxiliary surge is just for two years, and the English Studies Institute will be considered as a potential tenant, one that has been a successful tenant in the past, if there ends up being any space available for rent in Lower Sproul after the project is completed. It was so moved and seconded by Ms. Chen and Mr. Alabastro.

**THE MOTION TO APPROVE THE ENGLISH STUDIES INSTITUTE RELOCATION TERMS  
PASSED UNANIMOUSLY BY HAND-VOTE 9-0-0.**

#### Planned Resignation of the Chair

Mr. Landis said he would be stepping down as Chair. It's been great working with all of them. He really appreciated their support and the contributions they've made to the Cal community. Before he leaves he'll write his annual report, after finals, and make sure everybody gets access to it. He will remain as a member of the Board until the new undergraduate representative is appointed, which will hopefully happen on Wednesday at the upcoming Senate meeting. He'll be around all summer if people have any questions.

With that, Mr. Landis said they would go through a unique procedure. At the end of the meeting he'll give away his spot. Mr. Flaharty said that he was resigning as Co-Chair co-terminus with Mr. Landis.

Mr. Landis said they needed to elect a new Chair. Ms. Loomba nominated Ms. Chen. The motion was seconded by Mr. Alabastro. Mr. Landis called for any other nominations, and seeing none, said they would take a vote.

THE MOTION TO APPROVE HEDY CHEN TO BE CSSB CHAIR PASSED UNANIMOUSLY BY HAND-VOTE 9-0-0.

Mr. Landis said they now needed a new Vice Chair. He nominated Mr. Flaharty. The motion was seconded by Ms. Gore. Seeing no other nominations, Mr. Landis said they would come to a vote.

THE MOTION TO APPROVE ROBERT FLAHARTY AS CSSB VICE-CHAIR PASSED UNANIMOUSLY BY VOICE-VOTE, 8-0-0.

Mr. Landis said he would like to congratulate Ms. Chen and Mr. Flaharty.

Mr. Landis called for a motion to adjourn. It was so moved and seconded.

This meeting adjourned at 4:21 p.m.

These minutes respectfully submitted by,

Steven I. Litwak  
Recording Secretary

## APPENDIX I

### ASUC Senate Recommendation to the CSSB

#### “A Stronger Relationship for a Stronger ASUC Future”

April 27, 2012

Proposed by Senator Goldstein, President-Elect Landgraf, EAVP-Elect Abbasi, and EVP-Elect Sayrath

#### VISION

The entire ASUC will be transformed next year because of the Transition and a change in reporting line. The B.E.A.R.S Initiative prompted a significant shift in the relationship of the ASUC with campus, strengthening students’ and the Boards’ business partnership with the University. The vision of the ASUC business operations is to have a far-thinking business strategy, as recommendations in the TPT report indicate. This recommendation seeks to build on the broader vision of creating a stronger ASUC organization by bringing the Senate into a role of greater information of CSSB decisions while increasing their sense of accountability and responsibility in the ASUC business plan.

The SOB/CSSB, the body charged with commercial and business responsibility of the ASUC Auxiliary, has maintained an often tense and sometimes antagonistic relationship with the ASUC Senate. This has been to the detriment of the ASUC organization as a whole. A common complaint of many CSSB members is a perception that the Senate “politicizes” the Board and only attends meetings when an issue that is important to their own interests arises, and they act without a full picture of the Board’s decision-making process or ASUC finances. A common complaint of many Senators is a lack of voice at the Board while experiencing disempowerment, and a lack of agency over decisions of the CSSB that affect the student government directly.

This past history need not continue to divide the ASUC’s various bodies from acting in the best interest of the organization as a whole, even when we disagree. As the organization faces historic changes, we think that there is room to make the CSSB a more inclusive and effective body of the ASUC. We advocate to bring the Senate into a closer working relationship and partnership with the Board members in order to increase each Senator’s sense of accountability over the operations of the Student Union. Should elected Senate officials be required to attend all CSSB meetings as well as some Senators serving on committees, we hope to increase their level of knowledge and sense of responsibility for the success of the long-range business plan of the ASUC Auxiliary. Further, this will increase their overall understanding of the financial workings of the ASUC and make them better able to act in regards to overlapping responsibilities.

#### PROPOSAL

The Board and Senate should consider adopting the following recommendations regarding amendments to the CAA and ASUC By-laws:

- Senators to become *de jure* ex-officio members without voting power on the Board, subject to having individual elected official's ex-officio status revoked by the Board if there's a breach of executive session confidentiality.
- Each CSSB committee should include two (2) institutionalized Senate seats, to be appointed by the Senate at the beginning of the year and approved by the Board.
- Each committee shall have one or two student-at-large seats, to be nominated by the Senate and confirmed by the Board.
- ASUC By-law changes that mandate Senate attendance of CSSB meetings and appointed committee meetings.

### BENEFITS

We see a variety of benefits resulting from these changes. As the entire organization faces unprecedented reform, a shift in the interactions and culture between the CSSB and Senate is also possible.

- As the ASUC will be relying significantly more on revenue streams, collaboration with CSSB is critical. This allows Senators to cultivate their business acumen, while coupling their understanding of campus communities and groups to allow for a more comprehensive service to students.
- Better connection to ASUC Auxiliary and Board members will allow Senators to better achieve their platform goals.
- This proposal increases the democratic and inclusive nature of the CSSB. Through increased student voice in decisions, the Board's decisions will be more informed and representative of the student body's needs.

### POSITIVE CASES OF CO-RESPONSIBILITIES

#### Study Space

The SOB/CSSB and ASUC Senate have taken collective action with the Bookstore during the 2010-2012 year to provide 24-hour study space in the Chavez building during RRR Week and Finals week. Study space is a key student service that the Board and Senate exist to provide, and this is an example of positive interactions between the Senate and Board that were generated last fiscal year when members of the Senate were fully participating with the Board.

#### Space Waivers

The deficit spending of the ASUC Auxiliary is impacted by the ASUC Senate's allocation of fee waivers for event spaces. While it was proposed by some members of the Board to set a cap on Senate and Graduate Assembly waivers unilaterally, what ended up working out in the best interest of the entire ASUC organization was bringing the Senate into the decision-making process to amend its own policies limiting fee waivers while maximizing space to needy student groups. The co-responsibilities of the Board and Senate require communication and "team work" in achieving joint budgetary issues.

OSA Staff Load

The ASUC Senate has taken action this year in response to the OSA staff informing us of the overload of work that they have. By temporarily freezing new student group sponsorship, the Senate acted in the best interest of the Auxiliary staff and thus the organization as a whole. While the organizational structure of student advising is being reviewed currently in the TPT, we believe that the Board should be in closer working relationship in order to ensure quality of Auxiliary staff services.

DECISIONS OF THE BOARD

Procedures

- April '12      Hired Silvia Baroni as Lecture Notes Manager.**
- April '12      Elected Ms. Chen as Board Chair and re-elected Mr. Flaharty as Vice Chair.**
- Nov. '11      Voted to have the Store Operations Board (SOB) also known as the Commercial and Student Services Board (CSSB).
- Nov. '11      Allocated up to \$25,000 to match the campus contribution for a search firm for the executive director position.
- Nov. '11      Discussed and agreed to procedures for the Board.
- Sept. '11      Established standing rules for Board meetings.
- July '11      Elected Mr. Landis as Board Chair.
- Nov. 10      Voted to give Senators access to SOB bSpace material, with the Board Chair to remove confidential material.
- Oct.'10      Mr. Zuo elected as Board Chair
- Oct.'10      Ryan Landis joins the Board, undergraduate representative.
- Sept.'10      Mr. Daal elected as Board Chair.
- Sept.'10      Prof. Edwin Epstein joins the Board.
- Sept.'10      Approved Resolution on Board Authorization of Minor Lease Negotiation, whereby negotiations on a minor lease may be stopped by Board vote.
- June '10      Approved up to \$13,000 for the search and selection of a Lower Sproul consulting architect and for a LS student relations position.
- April '10      Amended Section 3.3 of the CAA to define “minor leases” at \$150,000.
- March '10      Emily Marthinsen joins the Board, replacing Ms. Griscavage.
- Dec. '09      Welcomed to the Board Khira Griscavage.
- Nov. '09      Established a Food Subcommittee for the Bear's Lair Food Court.

Sept. '09 Heard a presentation from Business Services on RFP procedures.

Decisions of the Board (cont'd)

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Procedures (cont'd)

Sept. '09 Voted to have \$20,000 from ASUC reserves, held by the Auxiliary, to be used for the Lower Sproul campaign.

July '09 Welcomed to the Board Prof. Myers and Dean Poullard.

July '09 Elected Mr. Rajan and Mr. Poullard as Chair and Vice Chair.

July '09 Established a subcommittee to consider amendments to the SOB Charter and By-laws.

July '09 Approved an operating principle of perspective vendors submitting an ROI to the Auxiliary before having the matter come to the Board.

May '09 Welcomed Mr. Zuo and Ms. Coleman to the Board, undergrad reps in two-year and one-year terms respectively.

May '09 Approved proposed changes to the CAA that would have the ASUC and the GA share commercial revenue.

Dec. '08 Asked the Auxiliary to look into whether confidential contract documents could be delivered to members prior to Board meetings.

Nov. '07 Welcomed Marilyn Stager to the Auxiliary, Business Services Officer.

Sept. '07 Welcomed to the Board Prof. Cluff and Mr. Ortega, GA rep.

Aug. '07 Elected Mr. Dally and Mr. Nguyen as Chair and Vice Chair for 07-08.

May '07 Mr. Smith's first Board meeting as undergraduate representative.

May '07 Mr. Spivey's first Board meeting as ASUC Auxiliary Associate Director.

Dec. '06 Amended the Commercial Activities Agreement, to list the Blue & Gold Yearbook under Exhibit A, Part B, Number 11, to allow the Yearbook to receive student addresses from the Registrar's Office.

Nov. '06 Elected Mr. Dally as Vice Chair of the Board and elected to have Ms. Putnam-Smith serve as Chair for the remainder of her term, ending at the conclusion of Spring Semester, '06-7

July '06 Mr. Permaul's first Board meeting as Auxiliary Director.

Procedures (cont'd)

- June '06 Unanimously endorsed the efforts of the Chancellor and the UC President to utilize programs such as the Designated Suppliers Program, or other means of preventing the use of sweatshops in the production of University apparel and goods.
- April '05 Mr. Dally joined the Board as undergrad representative.
- Dec. '05 Asked the Finance Committee to discuss with Internal Audit the ASUC's Use of the BFS accounting system.
- Dec. '05 Elected Ms. Putnam-Smith as Chair of the Board.
- June '05 Voted to have committees, after the August meeting, agree upon meeting Times, during normal business hours, and for the Finance Committee to meet at least quarterly, and for each committee to have representation of faculty, staff, and students.
- June '05 Re-elected Mr. Cohen as SOB Chair and elected Ms. Putnam-Smith as Vice Chair.
- Feb. '05 Mr. Miles and Mr. Williamson joined the Board.
- August '04 Formed an ad hoc committee to study increasing efficiency in information technology.
- July '04 Elected Elliot Cohen as Acting Chair of the SOB, for 2004-5.
- April '04 Considered and amended ASUC Auxiliary Budget Principles.
- Jan. '04 Agreed to send another letter to the ASUC Senate and the GA asking to resolve the question of GA representation on the Board.
- Dec. '03 Voted to send a letter to the ASUC and the GA asking to resolve the question of GA representation.
- Oct. '03 Approved the establishment of ad hoc committees: Commercial Operations, Auxiliary Services, and Finance.
- Aug. '03 Heard a report on the establishment of the Space Assessment Committee for Eshleman and MLK.
- June '03 Elected Ms. Quindel and Mr. Bucklin as Board Chair and Vice Chair,

## Decisions of the Board (cont'd)

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Procedures (cont'd)

- June '03 Formed a Subcommittee on Committees to determine a committee structure for the Board.
- June '03 Agreed to hold a Board members orientation by August 30.
- May '03 Agreed on the need for a Board members orientation to be held before the start of the school year.
- Dec. '02 Enhanced Board minutes by adding "Decisions of the Board."

VENDORS

- April '12 Approved giving Saigon Eats a notice to pay rent or vacate.**
- April '12 Approved negotiating a ten-year lease with Follett, to possibly start after construction.**
- April '12 Approved relocation terms for the English Studies Institute.**
- March '12 Authorized negotiations for a ten-year contract with Follett, and to offer Follett a space arrangement outside MLK.
- Feb. '12 Offered the bowling alley space to the Bookstore post-construction.
- Feb. '12 Voted to not have a food vendor in the northeast corner of MLK.
- Feb. '12 Voted to not pursue having infrastructure for a possible restaurant in the northeast corner of MLK.
- Feb. '12 Voted to pursue having a third-party firm manage Auxiliary commercial activities other than the Bookstore.
- Nov. '11 Gave up Naia commercial space, after LS renovation, for use as a media center, contingent upon renovations paid by the \$30M in savings.
- April '11 Elected Hedy Chen elected as SOB representative on the Daily Cal Board.
- Mar. '11 Heard from a consultant on Lower Sproul and heard the results of a major survey.

- Mar. '11 Formed a committee to envision Lower Sproul food, retail, and the Bookstore.
- Feb. '11 Voted for a month-to-month lease for the Pub, and to go out to RFP.

Decisions of the Board (cont'd)

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Vendors (cont'd)

- December '10 Voted to extend the Follett lease for one year, to 2014, in exchange for an overpayment by Follett.
- September '10 Paramjit Singh, Subway, and Henry Pham, Saigon Eats, welcomed to the Auxiliary.
- September '10 Approved Kaplan lease for space formerly occupied by STA Travel.
- April '10 Approved the preparation of leases for space Nos. 2 and 3, Saigon Eats and Subway Sandwiches, for a maximum of seven years, with vendors to invest over \$100,000 in infrastructure and appearance of the spaces.
- April '10 Approved the extension of the Coffee Spot lease by two years.
- April '10 Voted down a motion to prepare an RFP for copying services at the Postal Annex site.
- Jan. '10 Voted to enter into negotiations with Subway Sandwiches and Saigon Eats.
- Dec. '09 Passed a Resolution to extend the Taqueria lease until May 31, 2010; gave the Taqueria until January 10, 2010, to accept terms that were presented in July. A negative response or no response would have the Auxiliary issue an RFP on January 11, 2010,
- Dec. '09 Determined weights for the Bear's Lair RFP scorecard.
- Nov. '09 Reduced CUBS' rent 50% for the summer months the space was inaccessible due to University issues.
- Nov. '09 Decided to charge a \$500 deposit to CALPIRG.
- Nov. '09 Offered to extend the lease of the Taqueria through May, 2010.
- Oct. '09 Extended the lease of Healthy Heavenly Foods through May, 2010.
- Oct. '09 Extended the Daily Cal lease to September 30, 2012, adding CPI and electrical monitoring.
- July '09 Approved a one-year contract extension for the Daily Cal, through 2012.
- July '09 Approved Mr. Zuo as SOB rep to sit on the Daily Cal Board.

July '09 Voted to present the SOB's contract to Food Court vendors, and to go to RFP if the terms were accepted.

Decisions of the Board (cont'd)

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Vendors (cont'd)

May '09 Approved an amendment to the Naia lease, to allow the sales of sushi and salads, with Naia to reopen in the fall.

May '09 Approved a five-year lease extension for CALPIRG, with new lease terms.

May '09 Agreed to a three-year lease extension for the Daily Cal, and on terms to repay deferred rent payments, with an SOB member to sit on the Daily Cal Board until repayment.

April '09 Amended the Panda Express contract and voted to renegotiate.

April '09 Agreed to present draft contracts to the Coffee Spot, the Taqueria el Tacotento, and Healthy Heavenly Foods, going to RFP's if necessary.

March '09 Approved the Tully's Coffee contract.

Feb. '09 Voted to approve the CUBS contract.

Feb. '09 Voted to move forward with the Tully's contract.

Jan. '09 Voted to continue negotiations with Panda Express and Tully's Coffee.

Dec. '08 Voted to go out to bid for all Bear's Lair Food Court vendors.

Nov. '08 Approved Action Vending proposal to increase vending prices.

Sept. '08 Agreed to Daily Cal terms for deferment and reduction of rent.

Sept. '08 Heard the terms of a possible Panda Express contract.

June '08 Approved the concept of bringing the Brazil Café to the ASUC.

June '08 Approved a Letter of Intent to negotiate with Panda Express.

May '08 Approved Letters of Intent to: renegotiate leases with Bear's Lair Food Court vendors, ESI (English Studies Institute), the Daily Cal; to negotiate leases with a flower vendor, a bicycle vendor, Panda Express, and a major

coffee vendor; and to amend the Coffee Spot lease for coffee cart operations at Anthony Hall.

- Dec. '07 Heard a presentation by CUBS.
- Nov. '07 Received "Roadmap to Redevelopment at the ASUC: A Conceptual Draft for Physical Improvements to ASUC Commercial Operations."

Decisions of the Board (cont'd)

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Vendors (cont'd)

- June '06 Unanimously approved having Mr. Rolle look for someone to manage the Lodge, with the same relationship as with the previous manager, removing restrictions for a leaseholder.
- March '06 Approved a five-year lease option exercised by the Jupiter Pub.
- May '09 Voted down approval of the proposed Panda Express contract.
- May '09 Voted to go to RFP, on June 30, for the STA Travel space, and any other spaces that become vacant in the coming year.
- May '09 Revised the agreement with CampusLink to end its monopoly on Student Union advertising.
- Feb. '06 Authorized pursuit of a judgment against the previous Cal Lodge leaseholder on behalf of the ASUC and the ASUC Auxiliary.
- Sept. '05 Authorized the Chair to write a letter to Associate Vice Chancellor LeGrande about the rate and usage of the Cal 1 Card.
- March '05 Heard a presentation by Daryl Ross and agreed to investigate the possibility of a "green" restaurant in the southeast corner of the Student Union.
- Nov. '04 Approved the transfer of ownership of The Taqueria to the owner's nephew.
- July '04 To advertise the Store, the ASUC worked to give CalSO counselors a \$5 gift certificate and RAs a 15% discount card.
- June '04 Approved a five-year extension for the STA Travel lease.
- June '04 Approved the Resolution In Support of Follett Contract Performance Review.
- June '04 Approved changes to the terms of the Pub's lease.
- April '04 Authorized negotiations for a 12-month contract with the current Bear's Lair tenant, and to terminate the lease if negotiations failed, and to issue an RFP.

- March '04 Agreed to a four-with pilot project for the New York Times Readership Pilot Project.
- March '04 Rejected contract proposals submitted by Pub management, called upon the Commercial Operations Committee to initiate a student survey on use of Pub space, and approved sending out an RFP for the space.
- March '04 Recommended signing the Follett contract, dated Feb. 26, '04.

Decisions of the Board (cont'd)

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Vendors (cont'd)

- Jan. '04 Agreed to publish a letter in the Daily Cal to the general campus community promoting Auxiliary businesses.
- Jan. '04 Voted to send a letter of apology to the Bookstore manager for the content of a flier for the ASUC Bookswap.
- Dec. '03 Heard from John Martin, operator of the Pub.
- Nov. '03 The Daily Cal lease was signed, and printing of the ASUC government page began.
- Nov. '03 Heard a presentation on Coca-Cola business practices in Colombia.
- Aug. '03 Amended the Daily Cal lease to have a code of conduct for the paper discussed by the campus community at-large.
- July '03 Approved a five-year lease with the Daily Cal.
- July '03 Authorized an engineering study of the Cal Lodge, for use in negotiations with the lessees.
- Sept. '05 Approved used of an inspector suggested by the Alumni Association to inspect the Cal Lodge, to authorize pursuing an agreement for the Alumni Association to manage the Lodge.
- May '05 Approved the further exploration with Daryl Ross of placing a green café at the southeast corner of the Student Union.
- Nov. '04 Approved a two-year lease extension, begin Jan. 1, '05, to the Taqueria and Healthy Heavenly Foods.
- Aug. '04 Decided to offer the Pub, after consulting with counsel, a reduction in rent, with conditions.
- July '04 Heard a counter proposal from the Pub regarding a contract revision. Authorized the Director to seek legal counsel.

MLK STUDENT UNION / PAULEY BALLROOM

- April '12**      **The ASUC filed an insurance claim with Lloyd's of London for about \$183,000 in damages to the Cal Lodge.**
- Nov. '11      Voted to recommend an elevator be placed in the northeast corner of the Union, Upper Plaza level.

Decisions of the Board (cont'd)

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MLK Student Union / Pauley Ballroom (cont'd)

- Nov. '11      Approved the Studio to use Naia space until Lower Sproul construction, with no commitment for future usage or investment.
- Oct. '11      Approved rates for the use of Eshleman Library, as commercial space.
- Sept. '11      Voted to not charge for student government use of Eshleman Library until the next SOB meeting, when policy would be re-evaluated.
- April '11      Voted to make the Tilden Room meditation and reflection space.
- Feb. '11      Approved a \$1,900 contribution to open the Senate Chamber for study space during finals.
- September '10 Welcomed Lawrence Lawler as new Student Union Director.
- June '03      Formed a subcommittee to further consider the Daily Cal lease.
- May '03      Heard a presentation by Coca-Cola representatives on the company's business practices in Colombia.
- Dec. '02      Added a fair-trade coffee option into the lease of the Coffee Spot.
- Dec. '02      Authorized a letter to Coca-Cola expressing the Board's concerns with allegations of human rights abuses in Colombian bottling plants, and requested a company representative speak to the Board.
- April '10      Approved an appropriation of up to \$3,000 from Auxiliary reserves for Lower Sproul, BEARS Referendum-related expenses.
- Nov. '09      Allocated \$30,000 out of Auxiliary reserves to fund a study on a maximum build-out option for Lower Sproul redevelopment.
- May '09      Learned that due to a possible FEMA grant, phase 3, of the Student Union seismic project would be postponed until the summer of 2010, including the Pub, and the Store, and the Multicultural Center.
- Dec. '08      Work began on the seismic retrofit of MI K

- Oct. '08 Heard from, gave feedback to, Brailsford & Dunleavy, on Lower Sproul redevelopment.
- June '07 Approved up to \$35,000 for Student Union improvements, estimates, and studies, including the Tilden Room, Pauley Ballroom, and the Food Court.
- May '05 Voted to approve the LoSpro lounge proposal for the space in the Student Union occupied by the Bearcade.

Decisions of the Board (cont'd)

- x -

Budget

- May '05 Voted to explore options for the expansion of the Art Studio.
- Oct. '04 Authorized ASUC President Leybovitch, with matching funds from H&D, to spend up to \$2,500 for a Student Union/food service survey.
- March '12 Approved an equity increase for Tom Spivey, retroactive to July 1, 2011.
- Feb. '10 Had a session to envision the Auxiliary budget.
- July '09 Approved the 2009-10 Auxiliary budget.
- April '06 Approved the 2006-7 Auxiliary budget.
- April '05 Approved the 2005-6 Auxiliary budget.
- Sept. '04 Approved a motion to state that the Board alone had authority to shift funding; to determine 03-04 residual profit at \$103,208; and to transfer \$50,000 from residual profit to the Auxiliary Contingency Fund, making up for a transfer of that amount to the ASUC to balance its 04-05 budget.
- May '04 Approved a motion to urge the future SOB, 04-05, to consider as a high priority, fully funding one position for the OSA and a half OSA position for the GA.
- April '04 Approved the ASUC Auxiliary FY 2004-5 budget, including a transfer to the ASUC of \$50,000 from Auxiliary Contingency Reserves.
- June '03 A committee was formed to balance the Auxiliary budget. The Subcommittee on Committees will determine if this should be an ad hoc committee.
- May '03 Approved agreement with the Chancellor's proposal on the multicultural lounge; to enter into negotiations on costs and the Auxiliary's role in managing the facility; and to approve a negotiating committee. Current Officers

will negotiate, with new Officers to shadow them until current Officers leave.

- May '03      Approved having Mr. Cordi and Mr. Rolle submit a proposal to support student use of Pauley Ballroom by the June SOB meeting.
- May '03      Approved the 2003-4 budget, and charged the Auxiliary Services Committee to determine cuts to balance the budget. Absent a recommendation by August 30, agreed to staff the security desk in Eshleman.

Decisions of the Board (cont'd)

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Budget (cont'd)

- April '03      Received a proposal, as part of the 2003-2004 budget, to allocate 20,000 for the Senate and the GA to use for Pauley Ballroom fee waivers.
- Feb. '03      Approved a subcommittee to look into policies for Pauley Ballroom and for fee waivers.
- Feb. '03      Received "ASUC Auxiliary Revenue and Expense Report, July-December 2003."

## COMMERCIAL AND STUDENT SERVICES BOARD MINUTES

(formerly Store Operations Board)

May 14, 2012

Present: (Members and others)

|                                   |                                 |                                      |
|-----------------------------------|---------------------------------|--------------------------------------|
| Shahryar Abbassi (ASUC EVP-elect) | Connor Landgraf (Board member)  | Jorge Pacheco (ASUC Senator-elect)   |
| Andrew Albright (ASUC Senator)    | Todd LaPorte (Board member)     | Nolan Pack (ASUC Senator-elect)      |
| Jennifer Beston (Human Resources) | Megan Majd (ASUC Senator-elect) | Beth Piatniza (Capital Projects)     |
| John Bolduc (Bookstore Mgr.)      | Emily Marthinsen (Board member) | Jonathan Poullard (AVC Stu. Affairs) |
| Hedy Chen (Board member)          | Sanaz Mobasseri (Board member)  | Justin Sayarath (ASUC EVP-elect)     |
| Robert Flaharty (Board member)    | Bahar Navab (GA President)      | Tom Spivey (Auxiliary)               |
| Gordon Hoople (Board member)      | Michael Nicholas (Board member) | Daley Vertiz (ASUC Senator-elect)    |
|                                   |                                 | Christine Yun (Board member)         |

### **SUMMARY OF THE MEETING**

The meeting was called to order by Hedy Chen at 10:07 a.m. in Stephens Lounge, MLK Student Union.

As part of standing rules for meetings, Ms. Chen asked to keep laptops closed during meetings, unless they were giving a presentation, and to refrain from using cell phones or texting. She also asked to be notified if people were going to miss a meeting, and about having proxy.

#### Introductions

Introductions were held: Christine Yun, past ASUC Senator, a Business major; Justin Sayarath, the incoming ASUC Executive VP, and an Economics major; Emily Marthinsen, a Chancellor's appointee, Assistant Vice Chancellor for Physical and Environmental Planning; Gordon Hoople, incoming GA Assembly Affairs Vice President, a Mechanical Engineering Ph.D. student; Sanaz Mobasseri, incoming GA Treasurer, who finished her Master's in Public Policy at Goldman and was starting at Haas in the fall; Todd LaPorte, faculty appointee; Michael Nicholas, an outgoing grad student rep; John Bolduc, Store Director; Connor Landgraf, incoming ASUC President; Bahar Navab, outgoing and incoming GA President; Jonathan Poullard, Assistant Vice Chancellor for Student Affairs and Dean of Students; Bob Flaharty, Chief Financial Officer for RSSP, current CSSB Vice Chair; Hedy Chen, CSSB Chair, a senior.

#### Report from the Bookstore Committee

The Board met in closed session to discuss the floor plan for the Bookstore.

#### Report from the Food Committee

The Food Committee met last week, and met with members of the English Studies Institute. A deal was reached for ESI to move out of its office in MLK, with no formal agreement to return to MLK after construction, even though ESI has been a great tenant.

The Committee also came up with a mission statement for what they'd like to see in vendors in the new Lower Sproul: some sort of track record; point-of-sales systems; to be 100% compostable; to have at least one vegan option and three vegetarian options; and to have one vendor be a destination for students, more like a restaurant.

The Food Committee also discussed hydration stations, and possibly having vendors pitch in for this. Ms. Chen will be stepping down as Food Committee Chair.

### Lower Sproul Update

A predominantly student workgroup goes through programming for Lower Sproul and makes recommendations to the Program Committee. The Program Committee in April approved the scope list for P30. For Auxiliary spaces, from P30, some renovation will be done to the 3rd, 4th, and 5th floors of MLK and to the Art Studio, especially for deferred maintenance items. Repairs will be done to the roof of MLK and in Anthony Hall. Also, \$3 million was added for contingencies.

Repair of MLK's roof could be over \$2 million. A request was to the Capital Renewal Fee to fund half this cost. Asbestos removal from window caulking in Anthony Hall will cost about \$400,000, for which they'll apply to the Life Safety Fee.

The project was still tracking the timeline.

### August Retreat

The CSSB will have an on-campus retreat on Friday and Saturday, August 24-25. More details will be sent about this. The facilitators will be Patrick Bailey, from USC, and Lisa Walker, from Berkeley's Multicultural Center.

Topics suggested for discussion were Transition Planning Team-related changes; orientation for the new ED; revisiting the mission statement; preparing materials for future boards; the kinds of decisions the Board makes; and the directions they see the CSSB going.

### Executive Director Interviews

The CSSB is one of ten stakeholder groups that will hold interviews for the three final candidates for Auxiliary Executive Director. Times for the 30-minute CSSB interviews were scheduled. Candidates' materials were sent out.

The following questions to ask candidates were decided upon: experience in providing services versus being financially viable; the ED being responsible for operations and finances while the CSSB had the authority; having a dual reporting structure to the Board and to administrators; philosophy or values in selecting vendors; and experience with large facility renewal projects. Questions were assigned to Board members to ask

Transition Planning Team Recommendations

The Board met in executive session to discuss Transition Planning Team recommendations.

Committee Assignments

The following Committees were comprised:

Personnel Committee: Mr. Hoople, Mr. Sayarath (Chair), and Mr. LaPorte

Business Development Committee: Mr. Landgraf (Chair), Ms. Navab, Mr. Sayarath, Ms. Yun, Mr. Spivey and Ms. Marthinsen

Finance Committee: Ms. Mobasseri, Ms. Yun (Chair), Ms. Chen, Mr. Flaharty, and Ms. Gore

Senators and other students will also be on committees.

A request was made for a repository for CSSB material, possibly the CSSB page on the Auxiliary's site or having a GA page. It was suggested that the Personnel Committee make this recommendation.

Report from the ASUC Auxiliary

Mr. Spivey introduced himself, Associate Director of the ASUC Auxiliary. The departure of the English Studies Institute has been negotiated. The Auxiliary was still working with Capital Projects and counsel on terminating vendor leases. A letter of eviction will be sent to Saigon Eats.

The Daily Cal was paying down its debt. Per an agreement, a Board member sits on the Daily Cal's Board of Directors. The position has been filled by Ms. Chen, and a new student Board member was needed for this position.

The Daily Cal has until July 30 to pay its debt to the Auxiliary or else would have to start paying interest. When that occurs and the paper vacates its space in Eshleman, there might not be an agreement to have a CSSB member on the paper's Board any longer. The paper owes around \$14,000. Ms. Marthinsen will check the contract.

The meeting adjourned at 11:42 a.m.

**End Summary of the Meeting**

This regular meeting of the ASUC Commercial and Student Services Board (formerly the Store Operations Board) was called to order by Hedy Chen at 10:07 a.m. in Stephens Lounge, MLK Student Union.

Ms. Chen said that before they drop into the agenda, she would briefly cover some standing rules she'd like to set as Chair, similar to how Ryan Landis established operating rules. She would like it if they could all keep their laptops closed during the meeting, unless they were giving a presentation. She would also ask people to please try to refrain from using their cell phones or texting during the meeting. She understood things come up, and it would be great if people could let her know if they were going to miss a future meeting, and they could talk about one proxy people would send in constantly.

Ms. Navab said she thought they agreed last year that staff would send a consistent proxy, but that students wouldn't have to send the same person consistently to serve as a proxy. Ms. Chen said she thought they agreed to have consistency. Ms. Navab said that if a member was going to miss two random meetings, they could send another VP, for instance. Ms. Chen said that if a student will miss one meeting, they could send their chief-of-staff or someone else. Last year a student who couldn't attend a whole semester of meetings sent one proxy for the whole semester. If Ms. Marthinsen missed a meeting, she would send Beth Piatnitza.

Ms. Chen said these were the standing rules she'd like to go by for the year. If people had any questions, or if they had any other rules they'd like to see, they should please feel free to let her know.

Ms. Chen said that members of the Auxiliary weren't present at the meeting at that time because they were attending an interview for the Executive Director opening.

Ms. Chen called for any speakers to make a public comment, and seeing none, said they would move on.

## INTRODUCTIONS

Ms. Chen said called for members to introduce themselves.

Christine Yun, an ASUC Senator that past school year. A second-year, and now a third-year, and a Business major. She was excited to sit on the Board. She's very interested in seeing what was going on. Ms. Chen said that Ms. Yun is the new student representative, replacing Ryan Landis.

Justin Sayarath, the new ASUC Executive Vice President, replacing Chris Alabastro. A fourth-year, an Economics major, and excited to serve on the Board.

Emily Marthinsen, one of the Chancellor's appointees, from the administrative side. Her title is Assistant Vice Chancellor for Physical and Environmental Planning. She's a campus planner for design and for the physical part of the campus, and how the campus develops.

Gordon Hoople, GA Assembly Affairs Vice President and a Mechanical Engineering Ph.D. student.

Introductions (cont'd)  
Approval of the Minutes  
Report from the Bookstore Committee

- 5 -

Sanaz Mobasseri, the new Treasurer for the Graduate Assembly. She just finished her Masters in Public Policy at the Goldman School and was starting at Haas in the fall.

Todd LaPorte, a faculty appointee to the Board.

Michael Nicholas, an outgoing grad student rep.

John Bolduc, the new Store Director.

Connor Landgraf, the incoming ASUC President.

Bahar Navab, the outgoing and incoming GA President.

Jonathan Poullard, Assistant Vice Chancellor for Student Affairs and Dean of Students.

Bob Flaharty, Chief Financial Officer for RSSP, Residential and Student Service Programs, and for child-care. He's the current Vice Chair of the Board and he looked forward to an interesting year.

Hedy Chen, new Chair of the Board, now a senior.

#### APPROVAL OF THE MINUTES

Ms. Chen said she called for a motion to approve the minutes from the April 27 meeting. It was so moved and seconded by Ms. Navab and Mr. Sayarath. **THE MOTION TO APPROVE THE MINUTES OF THE APRIL 27, 2012 MEETING PASSED UNANIMOUSLY BY VOICE-VOTE.**

#### STANDING COMMITTEE REPORTS

Ms. Chen said they would extend Ms. Navab's report to ten minutes.

#### Report from the Bookstore Committee

Ms. Navab asked to go into closed session because none of this was approved yet. Mr. Sayarath moved to go into closed session, to include all present in the room. The motion was seconded and passed with no objection. This meeting entered into closed session to discuss a review of the Bookstore floor plan.

#### Report from the Food Committee

Back in open session, Ms. Chen said the Food Committee met last week and did two things. They came up with a mission statement for next year and also met with three members from ESI, the English Studies Institute. As the Board will recall, the ESI came to a meeting a couple of months ago. They're currently located at MLK, but a deal was reached and ESI will move out, and will go to the YWCA on Bancroft. There is no formal agreement for the ESI to come back to MLK when construction is done. That was basically the conversation that the Food Committee had with the ESI reps. The Committee told them there was nothing they could promise ESI at that time. Even though the ESI has been a great tenant in the past, there was no way the Board could promise what would happen in the future. The thing the Board will focus on was having the right mix of tenants. The Food Committee told ESI to look into other options and tried not to be too discouraging. But at the same time, there was nothing they could promise.

Secondly, Ms. Chen said the Food Committee came up with a mission statement for what they'd like to see in vendors in the new Lower Sproul. One thing they wanted was to have vendors with some sort of track record. It didn't matter if they owned just one restaurant or a couple of places; but the Committee did want vendors to have a track record.

The Committee also wanted vendors across the board to have a point-of-sales system. They also want Lower Sproul to be 100% compostable and for vendors to have at least one vegan option and three vegetarian options. They also wanted one vendor to be a destination, where students go and sit down, more like a restaurant type of place.

The Committee also discussed the idea of having hydration stations, since they're not allowing water bottles to be sold at Auxiliary locations, and to possibly have vendors pitch in for those hydration stations such as the RSF has, where people could select a water bottle or cup.

Ms. Chen said those were the points in the mission statement the Food Committee came up with. The mission statement could be continuously vetted by the new Food Committee.

Ms. Chen said she'll be stepping down as Food Committee Chair, something they could discuss when the Board talks about transition planning. If anyone had an interest in serving as chair, she would ask them to please consider that. It needed to be chaired by a student. The Board will be changing the committee structure a little bit, which they'll talk about a little later on. She called for any questions.

Ms. Chen said that for the Auxiliary Committee, Mr. Nicholas just kind of got thrown into being Committee Chair. She asked if there was anything to report. Mr. Nicholas said there was no meeting. He never got any correspondence on who was on the Committee. Mr. Flaharty said that was in the minutes, and members include himself and Ms. Gore.

Ms. Navab said there's a lot of confusion as to who is on the Auxiliary Committee. Ms. Chen said that when they talk about Transition Planning Team recommendations, they'll also reconfigure all the committees.

Ms. Chen said the next item on the agenda is the report from the Auxiliary. She would like to hear that later in the agenda since Mr. Spivey was at the Executive Director interview. He'll give a report when he comes in. Ms. Stager is at jury duty that day, so she won't be coming in.

## LOWER SPROUL UPDATE

Ms. Navab said that since the last time the Board met, the Program Committee had a meeting. A workgroup goes through the details in programming for Lower Sproul. It's predominantly made up of students, as well as some staff and administrative reps and Capital Projects staff, who staff the meeting. The workgroup makes recommendations to the Program Committee, which has higher-level administrators and several students, and basically approves the recommendations. They meet once a month or every other month and approve things that happen in the workgroup.

Ms. Navab said the Program Committee met in April and approved the scope list for P30, the \$30 million they have to use from savings. This list includes additional scope items that weren't addressed in P193. Things that were included for Auxiliary spaces will be to now renovate the 3rd, 4th, and 5th floors of MLK. Signage will be added to the outside of all the rooms to indicate what was happening in each room. P30 also includes renovations to the Art Studio, especially deferred maintenance items the Art Studio has. She also believed the roof of MLK will be fixed. There were also additional improvements to Chavez, such as the TRPS space, the Transfer, Re-entry, and Student Parent Center, Student Musical Activity space, and some things in Anthony Hall that had been put on hold.

Ms. Navab said there's a contingency of \$3 million that was put in P30 to cover things currently in P193 scope that they might not be able to cover when construction bids come in. So \$3 million was added to make up for that. Additionally, Ms. Navab said they learned that some of the roof over Naia space is leaking, from Upper Sproul. This is quite an expensive repair, over \$2 million, she believed. So a request was put in to the Capital Renewal Fee to use that to cover half of this cost. She and Ms. Loomba wrote a letter to them, and they hope to hear back around mid-June as to whether this fund will cover half those costs.

Ms. Navab said the other big item is asbestos in the window caulking in Anthony Hall, which will cost about \$400,000 to repair. They asked the Life Safety Fee to cover this, but she believed they've written back and said that wouldn't. It's not a life safety issue until the asbestos is disturbed; so they'll reapply when the asbestos is disturbed.

Ms. Navab said that concluded the big stuff in the Lower Sproul update. She called for any questions.

Mr. Flaharty asked if they were still tracking on the timeline for the project. Ms. Navab said they're still doing fairly well. There are some things being discussed. The Auxiliary space was being discussed regarding some changes to be made based on the TPT report. That might add a little bit of cost and delay. But by and large, they're pretty much on the timeline. Ms. Marthinsen said that was correct.

## AUGUST RETREAT

Ms. Chen said that for the new members, the CSSB will have a two-day retreat that summer. It will be on campus that year, Friday and Saturday, August 24-25, in Eshleman Library on the 24th and in Stephens

Lounge on the 25th. This is the second year the Board will have a retreat. She thought the one last year worked out pretty well for them. She'll send out more details about this. It will be from about 10 a.m. to 5 p.m. on the first day and 10 a.m. to 3 p.m. on the second day. Once again, the facilitators will be Patrick Bailey, from USC, and Lisa Walker, from Berkeley's Multicultural Center.

She asked if there was anything that Board members wanted to discuss at the retreat in particular, or things they thought went well that year, or didn't go well, that they'd like to discuss a little more. That could include committee business, how meetings were run, or the mission statement. She'd like to open it up to any comments, questions, or suggestions. She realized a lot of people weren't at the last retreat, but for those who were, she asked if there was anything they'd like to bring up.

Ms. Navab said they might want to consider doing something regarding the Transition Planning Team, and TPT-related changes and how they impact the Board.

Mr. Flaharty said by the time they hold the retreat there should be a new Executive Director, so they could have an orientation process, and revisit the mission statement, which should be finalized. And committees by then will have met.

Ms. Chen said that at the January retreat, they talked about how they could prepare materials for future boards, which was she'd like to do. She'd hope that was something this Board could do, especially since they're going through such a big time of transition. They were discussing a lot of changes that future Boards will have to deal with, and the question was how those future Board members could understand what this Board's thought process was.

Ms. Chen said she'd also like to cover at the retreat the kinds of decisions the Board was making, and the directions they see the CSSB going, because the Board won't be making the same sorts of decisions they've traditionally made.

Ms. Chen said the August retreat will be a continuing work in progress throughout the summer, and she'll keep people posted. People should feel free to e-mail her if there was anything they would like to see discussed. She would ask people to please keep the August 24-25 dates open. She'll send out more information.

## NEW BUSINESS

### Executive Director Interviews

Ms. Chen said people probably saw her e-mail about Executive Director interviews, which were being held that day, Tuesday, and Wednesday. The CSSB is one of ten stakeholder groups that will interview the ED candidates. She sent out candidates' résumés and information packets. The interview for the CSSB that day will be at 3 o'clock in the Senate Chamber.

Ms. Navab asked if they could decide on questions at that time. Ms. Chen said they could. She sent out an e-mail asking for questions, and if the Board could decide on some questions at that time to ask the ED candidates, that would be good. The interview will be for 30 minutes, so they couldn't have a large number of questions.

Mr. Flaharty said he would like to focus on the experience the candidates bring in balancing the two sides of ASUC life. In a lot of ways, it's a traditional non-profit, which means there's a service side, and while they raise money, it's about the service. And the other side is operations and management. He knew that was a constant balancing act for all of them. He thought that was one issue he'd really like to focus on. Candidates tend to come out of the education side, and it's that balance he was looking for.

Mr. LaPorte said that he and Ms. Navab met that day's candidate earlier that morning. He comes from the University of Washington. The materials Ms. Chen sent out were useful. If people could, he would ask them to try and look at them, because there's a lot of stuff in there from the Auxiliary point of view that was very interesting and could be the source of follow-up questions. All three candidates bring some really interesting backgrounds to this experience. The material would give Board members a chance to see some of the details. He would encourage them to look at the material beforehand as it was very informing.

Ms. Navab said people might want to ask how candidates would be responsible for the financial viability of the Auxiliary, even though it's the Board that makes decisions about businesses, and ask how the two would work together. The ED doesn't really have authority over decisions and yet was responsible for decisions.

Ms. Marthinsen said that was a classic university interview question, how to manage responsibility when they have no authority. She asks that question at many interviews, and it was really interesting to hear how people create influence rather than authority in their role. That gets into what Mr. Flaharty was saying, about being a non-profit, which has services to provide, but is also a business, and had to generate money to operate. So she would definitely ask the candidates the responsibility-influence-authority question, and would use that vocabulary.

Mr. Hoople asked what interaction the Board will have with the Executive Director. Ms. Chen said the interaction will be pretty close. The ED will be at every Board meeting and give a report. Information from the Auxiliary usually comes from the ED, and hopefully they'll have a really close relationship working together.

Ms. Marthinsen said they could describe the relationship as saying that the ED implements the decisions of the Board. And Board might decide to have three ice cream stores, and the ED then had to help the Board manage the contracts of all those, make sure they turn in receipts, pay the bills, etc. And then if the Board decides it doesn't want ice cream stores any more, the ED had to set in motion their removal.

Ms. Navab said the ED had to manage the budget that the Board was technically responsible for. The Board approves the budget at the end of the year and they're supposed to periodically check the budget. Also, staffing increases come through the Board, as do staff salary increases.

Mr. Hoople asked if the role of the Board will change with the new structure. Ms. Navab said it wouldn't. The Executive Director has a dual reporting line from someone from Student Affairs and to the CSSR

Mr. Flaharty said that one key part is that the Board actually gives performance review feedback to the ED as well. So it's a dual, solid line. If it's working well, the relationship between the Board and the ED should be very close, with a clear definition of where the roles start and stop. The ED was definitely in the middle of every conversation.

Ms. Navab said the ED is also often the representative to campus committees who have to deal with Auxiliary businesses, such as with the Pepsi contract. The ED or Auxiliary staff would be on a group negotiating that. And for the Capital Projects office, the ED was the rep for MLK and Eshleman.

Mr. Hoople one question they could ask was whether candidates have been in a previous situation where there was a dual reporting structure, where the person had to report to the administration as well as to a student board. The CSSB was effectively a student board. Asking something along those lines, about that experience, would be helpful.

Mr. Flaharty said that was a really big question. He's done research on where ASUC equivalents sit and what they were about at other UC schools and at CSUs. In some cases ASUC equivalents are fully non-profit, and in other cases they don't really exist legally. And as to whom ASUC equivalents report to, that was all over the map. So he thought that was a very good question.

Ms. Navab said that for those members who are new, the Executive Director also works very closely and advises the ASUC and GA Executive Officers, especially the Presidents.

Ms. Chen asked if Ms. Navab could talk about the structure of the interviews, and if candidates will just come in, introduce themselves, and then answer questions. Ms. Navab said that each interview session has a facilitator who will introduce the candidate. For the CSSB, that was her. She'll introduce the candidate and have them introduce themselves. The facilitator will let the interviewee know how much time there was for questions and how many questions there were, so candidates could gauge how long to give answers. And then, usually at the end, some time is given for candidates to ask any questions they might have. The CSSB should have a list of all of its questions since they're required to ask the same questions of all the candidates.

Ms. Navab said that after each question, people are welcome to ask follow-up questions. Those didn't have to be consistent through each interview. And the Board should, ahead of time, divide up the questions that Board members will ask, so that when the candidate comes in, the process will be relatively seamless. They've also asked everyone to come ten minutes early so Human Resources can give a brief primer on things people can't ask, or how to rephrase certain questions. For instance, people can't ask a candidate if they're willing to work until 2 a.m. occasionally. Rather, they'd have to ask if the candidate was willing to work a flexible work schedule.

Mr. Hoople said he would ask that people keep their introductions very short, because they only have a half an hour, and at this point it didn't really matter if candidates know their names.

Ms. Navab said some of them will have already met the candidate, because this interview will be held after the candidate's session with staff and other sessions. So introductions shouldn't take that long.

Ms. Chen said the CSSB interview will be from 3:15 to 3:45. So people should be there at 3:00 so they could hear the primer from Human Resources and then start right on time. She knew that Ms. Marthinsen

will send a proxy. Ms. Marthinsen said her proxy will be at all three interviews, since she'll be out of town.

Ms. Chen said that if anyone else was unable to make all three interviews, they could think about sending a proxy.

Ms. Navab said that if people couldn't make the CSSB session, they could go to a different session.

Ms. Chen said that in terms of asking questions, they could talk about that later. She could send out an e-mail with questions.

Ms. Navab said that maybe they could return to this item for a couple of minutes because the HR rep was coming, and she might also want to add some stuff. Ms. Chen said the Board could push this item to the end of the agenda.

Jennifer Beston introduced herself and said she works in HR, and was just there to answer questions.

Ms. Navab said they were just talking about this. She'll be the facilitator and introduce things. The Board came up with some questions, although they weren't fully worded yet.

Ms. Chen said the first question was what sort of experience the candidate could bring in balancing two sides of student government life, i.e., providing student services versus keeping the organization financially viable. The second question was how they'd be responsible for keeping finances healthy, and having influence versus authority. Ms. Navab said the question was balancing the fact that the CSSB has the authority to make decisions regarding businesses and vendors even though the ED is responsible for the operations and the financial well being of the Auxiliary.

Ms. Chen said the third question is how the candidate would handle a dual reporting structure that reports to students and to administrators. Ms. Navab said the reporting was to the student Board. Mr. Flaharty said the question was as much about what reporting structures the candidates have been in as opposed to where they were at Berkeley. Mr. Hoople said they should ask how candidates' experience applies to this situation. He wanted to hear their background, and where candidates thought they'd fit in; and that could have follow-up questions to it.

Ms. Navab said that although this person doesn't pick the vendors one question that was asked that was informative was the candidates' philosophy or values in selecting vendors. That's helpful because they have such a strong culture on their campus. It would be helpful to know if a candidate's thinking was relatively in line with what the Board was thinking.

Ms. Chen asked if there were any other questions people wanted to ask.

Mr. Flaharty said another question was whether they had experience with large facility renewal projects. It's one thing to walk into an existing building and run it for ten years, but it's a different situation having to work with transitional upheaval.

Ms. Navab asked if they want to decide who will ask questions.

Ms. Chen asked who wouldn't be at the interview, and noted that Ms. Marthinsen, Mr. LaPorte, and Mr. Nicholas wouldn't be there. Ms. Navab said she thought it would be good if Mr. Nicholas were to attend. Mr. Nicholas said he was on his way out and his Board membership would be up, post finals. Ms. Navab said he was familiar with the Board and how it would interact with the ED, and thought that would give him a good perspective.

Ms. Chen asked if she could e-mail the questions back to the Board before they go in. Ms. Beston said she would bring printed copies. Ms. Chen asked if they had enough questions. Ms. Beston said there were, and said the questions were pretty intense.

Ms. Chen asked if Mr. Flaharty would take the question on projects. Mr. Flaharty said he would. Ms. Chen said she would take the question on vendors. Ms. Navab said she would take the authority question.

Ms. Chen asked people to please read through the material before the interview. They were in the first e-mail she sent about the meeting, and all the candidate information was included.

Ms. Marthinsen asked to have the schedule sent to her so she makes sure Ms. Piatnitsa has it.

Ms. Beston said she would like to thank them.

#### Transition Planning Team Recommendations

Ms. Navab said she was hoping Mr. Freeman and Ms. Loomba would be there to co-present this with her, but she believed they're both involved with the end of finals.

Ms. Chen asked if the Board should meet in closed session to discuss transition planning. Mr. Poullard said he would suggest doing that. Ms. Navab moved to go into closed session. The motion was seconded by Mr. Landgraf. **THE MOTION TO MEET IN CLOSED SESSION PASSED WITH NO OBJECTION.** This meeting entered into executive session to discuss Transition Planning Team recommendations.

#### Committee Assignments

Back in open session, Ms. Chen said they would go down the line. If people have a committee preference, they should let her know.

Ms. Navab said they have minimums. Doing it committee by committee, she would suggest so they see how many people they have. Ms. Chen said staff would probably fall into committees naturally.

Mr. Sayarath asked if the Personal Committee will hire the department heads. Ms. Navab said the Auxiliary Director will hire people. The Auxiliary will be an advisor to the ED. There's also a Transition

Implementation Team. They might want to have one or two members of the Personnel Committee sit on that.

Students indicated an interest in being on the following Committees:

Mr. Hoople and Mr. Sayarath on the Personnel Committee.

Mr. Landgraf, Ms. Navab, Mr. Sayarath, and Ms. Yun on the Business Development Committee.

Ms. Mobasseri, Ms. Yun, and Ms. Chen on the Finance Committee.

Ms. Navab said that as she recalled, the majority of Committee members had to be students. Ms. Yun said there will be other students and Senators who will want to join the Committees.

Mr. Flaharty said that Business Development will probably have a lot to do, followed by the Finance Committee and the Personnel Committee.

Ms. Chen said Committees should try and meet every two weeks for about an hour. Things will come up during a Board meeting that will be sent to Committee for the next Board meeting. Staff members of Committees might have things to bring up during committee meetings. They generally aim for meetings every two weeks.

Mr. Flaharty said he thought the assumption was that the CSSB involved four to six hours a month, going to meetings and doing work outside. Ms. Navab said that wasn't necessarily for every member of a Committee.

Ms. Chen said that each Committee had to have a student chair. For the Personnel Committee, she asked if Mr. Hoople or Mr. Sayarath would like to chair. Mr. Sayarath said he would serve as Chair. For Business Development, Mr. Landgraf said he would serve as Chair. For the Finance Committee, Ms. Yun said she would Chair the meetings.

Ms. Navab said that serving as Chair just meant they set the agenda, convened the meetings, and occasionally brought dessert.

Ms. Chen said they would next go over committee membership for staff, administrators, and faculty. Committees were selected: Mr. Spivey, Business Development Committee; Ms. Marthinsen, Business Development; Mr. LaPorte, Personnel Committee; Mr. Flaharty, Finance Committee; Erin Gore, Finance Committee.

Ms. Navab said they were still short a faculty representative, so if people knew of any faculty who might be interested, especially work-related people, they should let people on the Board know.

Ms. Chen said she would go over the Committees:

Personnel Committee -- Mr. Hoople, Mr. Sayarath (Chair), Mr. LaPorte.

Business Development -- Mr. Landgraf (Chair), Ms. Navab, Mr. Sayarath, Ms. Yun, Mr. Spivey, Ms. Marthinsen.

Finance Committee -- Ms. Mobasseri, Ms. Yun (Chair), Ms. Chen, Mr. Flaharty, Ms. Gore.

Mr. Hoople asked how many students were on the Board. Ms. Chen said there are seven students on the Board, a majority.

Ms. Chen said the Business Development Committee will have a lot of people on it, including Senators and students. Someone in the Food Collective already wanted to be on it.

Mr. LaPorte asked how many Senators they need to have. Ms. Chen said he didn't anticipate each Committee having more than one or two Senators. Mr. Sayarath said he would send out an e-mail to Senators asking for people who wanted to sit on these committees.

Ms. Navab said they could also do it the way she did with Personnel. She wasn't going to be at every Personnel Committee meeting. But an agenda of the meeting would be sent out and anybody on the Board could show up to the meetings. That would be the same with other Committees. People could decide whether to attend a meeting.

Mr. Hoople asked if there was a way to have a repository of this material. Ms. Navab said there's a CSSB page on the Auxiliary's page which was supposed to be kept up better. Mr. Hoople said there should be a way to keep track of all of the agendas and have them posted on one location. They could make a bSpace.

Ms. Chen said they've had bSpace, and it didn't really work. Ms. Navab said it was terrible for searching, and access couldn't be given to everybody. They could use the CSSB page on the Auxiliary site, and if that didn't work, they could make a GA page. GA pages were really easy to manage and easy; and it's user-friendly to upload things. If that would be easier, they could make a GA page.

Mr. Flaharty suggested having the Personnel Committee make that recommendation. They should give this question to one of the Committees and have it come back with an answer.

Mr. Landgraf said they could use the ASUC Web master.

Ms. Chen said they were at time for this item.

### Report from the ASUC Auxiliary

Ms. Chen asked Mr. Spivey to introduce himself to the new members.

Tom Spivey introduced himself and said he was the Associate Director of the ASUC Auxiliary. He oversees commercial activities and manages vendors and Event Services, quite a bit of the operation. If people needed to know something, they should give him a holler about anything.

Ms. Chen asked if there was any updates he needed to give on the vendors.

Mr. Spivey said the departure of the English Studies Institute has been negotiated, so they're ready to go. They'll actually move out before the roof gets done in June. They'll only come back in the fall for activities, but won't have an office in MLK. So that agreement has been settled. The agreement was for \$13,900, with the ESI to vacate its space by the 15th. The ESI will also get some use of the building.

Other than that, Mr. Spivey said the Auxiliary was still working with Capital Projects. There's an update, but he was asked by the attorney not to share it yet. But that will be coming up shortly. They just wanted to make sure they have the right approach with the vendors before they start talking to the Director about terminating leases. The Board will be notified when the notices to the vendors go out. They basically don't want them going off on tangents. They want to have a date by which all the vendors will respond about terminating leases. The Auxiliary will make sure this is vetted with the Vendor Relations Manager and the campus attorney.

Mr. Flaharty asked if there was any update on Saigon Eats and the money it owes the Auxiliary. Mr. Spivey said the Auxiliary was about to send a letter of eviction. The attorney recommended not putting anything into that space.

Ms. Navab asked if there was any update on the Daily Cal paying up its debt, and asked if they owed the Auxiliary money. Ms. Chen said that per the agreement that was reached, because the paper owes the Auxiliary money, a Board member sits on the Daily Cal's Board of Directors. The paper has been paying pretty constantly. She's been the CSSB rep on the paper's Board and a new student Board member was needed to sit on the paper's Board.

Ms. Yun asked how often the Board met. Ms. Chen said they meet once a semester, but it's an all day meeting, from 8:00 to 5:00. They feed people, although the food wasn't very good, and laptops weren't allowed.

Mr. Hoople asked when the meetings are held. Ms. Chen said it's a Saturday. Mr. Hoople said that they could talk about this later.

Mr. Spivey said the Daily Cal has until July 30 to pay its debt to the Auxiliary or else it will have to start to pay interest. So he'd think they'd pay that off. And once that occurs and the paper vacates its space in Eshleman, that would settle things up, and there might not be an agreement to have a CSSB member on the Daily Cal Board any more.

Ms. Navab asked how much was left on the paper's debt. Mr. Spivey said it's around \$14,244.

Mr. Flaharty said the Daily Cal was one of the Auxiliary's better tenants. Ms. Chen said they were pretty good.

Ms. Navab said she appreciated that the paper has been good at paying its debt, but the paper currently had an incentive to pay, since it's in Auxiliary space. But starting this summer the paper will no longer be in Eshleman, and they'll have no reason other than a legal obligation to pay the Auxiliary. Her only concern was with the paper defaulting after it moves out.

Ms. Chen said she thought if that happens, the Auxiliary could take the necessary action. Ms. Navab said she wasn't saying they should assume the paper would default, but the paper could be incentivized. In the Lower Sproul committee, they talked about ways to require the paper to pay before it moves.

Ms. Marthinsen said that was part of the agreement, not to necessarily pay before the paper moves, but to continue to pay. That was discussed. Ms. Navab said she didn't think that was actually put in writing. Mr. Spivey said he believed the paper was leaving in August, and its payment was due in July. Ms. Navab said the debt starts to incur interest in July rather than the debt being due at that time. Mr. Spivey said the agreement is backdated, so it would cost the paper money not to pay.

Ms. Chen said they'd see what happens. If the paper doesn't pay in July, then the Board could talk about what would happen.

Ms. Navab said she believed that Ms. Marthinsen will check and see what was in the new contract.

Ms. Chen said that at this point the Board shouldn't operate on the assumption that the paper will default. Ms. Navab said she agreed and wasn't implying that the paper would do that. She just wanted to have assurances ahead of time.

Ms. Chen said that concluded the meeting. She just had a couple of last things to say. The next e-mail they'll get from her will be a Doodle for the possible June/July meeting. And then they'll get an e-mail about online voting, since the CSSB had to vote on the Bookstore. That will be the next e-mail. And then, in the late summer, they'll receive an e-mail from her detailing the August retreat and setting up one-on-one meetings for them probably once a month or so next year. She was totally open to meeting with people. And if they had any questions, she would ask them to please feel free to e-mail her at any time.

Ms. Chen said she'd see people at 3 o'clock for that day's ED interview. She wanted to thank them for attending. She knew the start time was early, and she'd try her best to have the rest of the meetings start after 1 p.m.

Ms. Chen called for a motion to adjourn the meeting. It was so moved and seconded and passed with no objection.

This meeting adjourned at 11:42 a.m.

These minutes respectfully submitted by,

Steven I. Litwak  
Recording Secretary

DECISIONS OF THE BOARD

Procedures

- May '12**      **Made committee assignments for 2012-13.**
- April '12      Hired Silvia Baroni as Lecture Notes Manager.
- April '12      Elected Ms. Chen as Board Chair and re-elected Mr. Flaharty as Vice Chair.
- Nov. '11      Voted to have the Store Operations Board (SOB) also known as the Commercial and Student Services Board (CSSB).
- Nov. '11      Allocated up to \$25,000 to match the campus contribution for a search firm for the executive director position.
- Nov. '11      Discussed and agreed to procedures for the Board.
- Sept. '11      Established standing rules for Board meetings.
- July '11      Elected Mr. Landis as Board Chair.
- Nov. 10      Voted to give Senators access to SOB bSpace material, with the Board Chair to remove confidential material.
- Oct.'10      Mr. Zuo elected as Board Chair
- Oct.'10      Ryan Landis joins the Board, undergraduate representative.
- Sept.'10      Mr. Daal elected as Board Chair.
- Sept.'10      Prof. Edwin Epstein joins the Board.
- Sept.'10      Approved Resolution on Board Authorization of Minor Lease Negotiation, whereby negotiations on a minor lease may be stopped by Board vote.
- June '10      Approved up to \$13,000 for the search and selection of a Lower Sproul consulting architect and for a LS student relations position.
- April '10      Amended Section 3.3 of the CAA to define “minor leases” at \$150,000.
- March '10      Emily Marthinsen joins the Board, replacing Ms. Griscavage.
- Dec. '09      Welcomed to the Board Khira Griscavage.
- Nov. '09      Established a Food Subcommittee for the Bear's Lair Food Court.

Procedures (cont'd)

- Sept. '09 Voted to have \$20,000 from ASUC reserves, held by the Auxiliary, to be used for the Lower Sproul campaign.
- July '09 Welcomed to the Board Prof. Myers and Dean Poullard.
- July '09 Elected Mr. Rajan and Mr. Poullard as Chair and Vice Chair.
- July '09 Established a subcommittee to consider amendments to the SOB Charter and By-laws.
- July '09 Approved an operating principle of perspective vendors submitting an ROI to the Auxiliary before having the matter come to the Board.
- May '09 Welcomed Mr. Zuo and Ms. Coleman to the Board, undergrad reps in two-year and one-year terms respectively.
- May '09 Approved proposed changes to the CAA that would have the ASUC and the GA share commercial revenue.
- Dec. '08 Asked the Auxiliary to look into whether confidential contract documents could be delivered to members prior to Board meetings.
- Nov. '07 Welcomed Marilyn Stager to the Auxiliary, Business Services Officer.
- Sept. '07 Welcomed to the Board Prof. Cluff and Mr. Ortega, GA rep.
- Aug. '07 Elected Mr. Dally and Mr. Nguyen as Chair and Vice Chair for 07-08.
- May '07 Mr. Smith's first Board meeting as undergraduate representative.
- May '07 Mr. Spivey's first Board meeting as ASUC Auxiliary Associate Director.
- Dec. '06 Amended the Commercial Activities Agreement, to list the Blue & Gold Yearbook under Exhibit A, Part B, Number 11, to allow the Yearbook to receive student addresses from the Registrar's Office.
- Nov. '06 Elected Mr. Dally as Vice Chair of the Board and elected to have Ms. Putnam-Smith serve as Chair for the remainder of her term, ending at the conclusion of Spring Semester, '06-7
- July '06 Mr. Permaul's first Board meeting as Auxiliary Director.

Procedures (cont'd)

- June '06 Unanimously endorsed the efforts of the Chancellor and the UC President to utilize programs such as the Designated Suppliers Program, or other means of preventing the use of sweatshops in the production of University apparel and goods.
- April '05 Mr. Dally joined the Board as undergrad representative.
- Dec. '05 Asked the Finance Committee to discuss with Internal Audit the ASUC's Use of the BFS accounting system.
- Dec. '05 Elected Ms. Putnam-Smith as Chair of the Board.
- June '05 Voted to have committees, after the August meeting, agree upon meeting Times, during normal business hours, and for the Finance Committee to meet at least quarterly, and for each committee to have representation of faculty, staff, and students.
- June '05 Re-elected Mr. Cohen as SOB Chair and elected Ms. Putnam-Smith as Vice Chair.
- Feb. '05 Mr. Miles and Mr. Williamson joined the Board.
- August '04 Formed an ad hoc committee to study increasing efficiency in information technology.
- July '04 Elected Elliot Cohen as Acting Chair of the SOB, for 2004-5.
- April '04 Considered and amended ASUC Auxiliary Budget Principles.
- Jan. '04 Agreed to send another letter to the ASUC Senate and the GA asking to resolve the question of GA representation on the Board.
- Dec. '03 Voted to send a letter to the ASUC and the GA asking to resolve the question of GA representation.
- Oct. '03 Approved the establishment of ad hoc committees: Commercial Operations, Auxiliary Services, and Finance.
- Aug. '03 Heard a report on the establishment of the Space Assessment Committee for Eshleman and MLK.
- June '03 Elected Ms. Quindel and Mr. Bucklin as Board Chair and Vice Chair, 2003-4.

Procedures (cont'd)

- June '03 Formed a Subcommittee on Committees to determine a committee structure for the Board.
- June '03 Agreed to hold a Board members orientation by August 30.
- May '03 Agreed on the need for a Board members orientation to be held before the start of the school year.
- Dec. '02 Enhanced Board minutes by adding "Decisions of the Board."

VENDORS

- April '12** **Approved giving Saigon Eats a notice to pay rent or vacate.**
- April '12** **Approved negotiating a ten-year lease with Follett, to possibly start after construction.**
- April '12** **Approved relocation terms for the English Studies Institute.**
- March '12 Authorized negotiations for a ten-year contract with Follett, and to offer Follett a space arrangement outside MLK.
- Feb. '12 Offered the bowling alley space to the Bookstore post-construction.
- Feb. '12 Voted to not have a food vendor in the northeast corner of MLK.
- Feb. '12 Voted to not pursue having infrastructure for a possible restaurant in the northeast corner of MLK.
- Feb. '12 Voted to pursue having a third-party firm manage Auxiliary commercial activities other than the Bookstore.
- Nov. '11 Gave up Naia commercial space, after LS renovation, for use as a media center, contingent upon renovations paid by the \$30M in savings.
- April '11 Elected Hedy Chen elected as SOB representative on the Daily Cal Board.
- Mar. '11 Heard from a consultant on Lower Sproul and heard the results of a major survey.

- Mar. '11 Formed a committee to envision Lower Sproul food, retail, and the Bookstore.
- Feb. '11 Voted for a month-to-month lease for the Pub, and to go out to RFP.

Decisions of the Board (cont'd)

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Vendors (cont'd)

- December '10 Voted to extend the Follett lease for one year, to 2014, in exchange for an overpayment by Follett.
- September '10 Paramjit Singh, Subway, and Henry Pham, Saigon Eats, welcomed to the Auxiliary.
- September '10 Approved Kaplan lease for space formerly occupied by STA Travel.
- April '10 Approved the preparation of leases for space Nos. 2 and 3, Saigon Eats and Subway Sandwiches, for a maximum of seven years, with vendors to invest over \$100,000 in infrastructure and appearance of the spaces.
- April '10 Approved the extension of the Coffee Spot lease by two years.
- April '10 Voted down a motion to prepare an RFP for copying services at the Postal Annex site.
- Jan. '10 Voted to enter into negotiations with Subway Sandwiches and Saigon Eats.
- Dec. '09 Passed a Resolution to extend the Taqueria lease until May 31, 2010; gave the Taqueria until January 10, 2010, to accept terms that were presented in July. A negative response or no response would have the Auxiliary issue an RFP on January 11, 2010,
- Dec. '09 Determined weights for the Bear's Lair RFP scorecard.
- Nov. '09 Reduced CUBS' rent 50% for the summer months the space was inaccessible due to University issues.
- Nov. '09 Decided to charge a \$500 deposit to CALPIRG.
- Nov. '09 Offered to extend the lease of the Taqueria through May, 2010.
- Oct. '09 Extended the lease of Healthy Heavenly Foods through May, 2010.
- Oct. '09 Extended the Daily Cal lease to September 30, 2012, adding CPI and electrical monitoring.
- July '09 Approved a one-year contract extension for the Daily Cal, through 2012.
- July '09 Approved Mr. Zuo as SOB rep to sit on the Daily Cal Board.

July '09 Voted to present the SOB's contract to Food Court vendors, and to go to RFP if the terms were accepted.

Decisions of the Board (cont'd)

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Vendors (cont'd)

May '09 Approved an amendment to the Naia lease, to allow the sales of sushi and salads, with Naia to reopen in the fall.

May '09 Approved a five-year lease extension for CALPIRG, with new lease terms.

May '09 Agreed to a three-year lease extension for the Daily Cal, and on terms to repay deferred rent payments, with an SOB member to sit on the Daily Cal Board until repayment.

April '09 Amended the Panda Express contract and voted to renegotiate.

April '09 Agreed to present draft contracts to the Coffee Spot, the Taqueria el Tacotento, and Healthy Heavenly Foods, going to RFP's if necessary.

March '09 Approved the Tully's Coffee contract.

Feb. '09 Voted to approve the CUBS contract.

Feb. '09 Voted to move forward with the Tully's contract.

Jan. '09 Voted to continue negotiations with Panda Express and Tully's Coffee.

Dec. '08 Voted to go out to bid for all Bear's Lair Food Court vendors.

Nov. '08 Approved Action Vending proposal to increase vending prices.

Sept. '08 Agreed to Daily Cal terms for deferment and reduction of rent.

Sept. '08 Heard the terms of a possible Panda Express contract.

June '08 Approved the concept of bringing the Brazil Café to the ASUC.

June '08 Approved a Letter of Intent to negotiate with Panda Express.

May '08 Approved Letters of Intent to: renegotiate leases with Bear's Lair Food Court vendors, ESI (English Studies Institute), the Daily Cal; to negotiate leases with a flower vendor, a bicycle vendor, Panda Express, and a major

coffee vendor; and to amend the Coffee Spot lease for coffee cart operations at Anthony Hall.

- Dec. '07 Heard a presentation by CUBS.
- Nov. '07 Received "Roadmap to Redevelopment at the ASUC: A Conceptual Draft for Physical Improvements to ASUC Commercial Operations."

Decisions of the Board (cont'd)

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Vendors (cont'd)

- June '06 Unanimously approved having Mr. Rolle look for someone to manage the Lodge, with the same relationship as with the previous manager, removing restrictions for a leaseholder.
- March '06 Approved a five-year lease option exercised by the Jupiter Pub.
- May '09 Voted down approval of the proposed Panda Express contract.
- May '09 Voted to go to RFP, on June 30, for the STA Travel space, and any other spaces that become vacant in the coming year.
- May '09 Revised the agreement with CampusLink to end its monopoly on Student Union advertising.
- Feb. '06 Authorized pursuit of a judgment against the previous Cal Lodge leaseholder on behalf of the ASUC and the ASUC Auxiliary.
- Sept. '05 Authorized the Chair to write a letter to Associate Vice Chancellor LeGrande about the rate and usage of the Cal 1 Card.
- March '05 Heard a presentation by Daryl Ross and agreed to investigate the possibility of a "green" restaurant in the southeast corner of the Student Union.
- Nov. '04 Approved the transfer of ownership of The Taqueria to the owner's nephew.
- July '04 To advertise the Store, the ASUC worked to give CalSO counselors a \$5 gift certificate and RAs a 15% discount card.
- June '04 Approved a five-year extension for the STA Travel lease.
- June '04 Approved the Resolution In Support of Follett Contract Performance Review.
- June '04 Approved changes to the terms of the Pub's lease.
- April '04 Authorized negotiations for a 12-month contract with the current Bear's Lair tenant, and to terminate the lease if negotiations failed, and to issue an RFP.

- March '04 Agreed to a four-with pilot project for the New York Times Readership Pilot Project.
- March '04 Rejected contract proposals submitted by Pub management, called upon the Commercial Operations Committee to initiate a student survey on use of Pub space, and approved sending out an RFP for the space.
- March '04 Recommended signing the Follett contract, dated Feb. 26, '04.

Decisions of the Board (cont'd)

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Vendors (cont'd)

- Jan. '04 Agreed to publish a letter in the Daily Cal to the general campus community promoting Auxiliary businesses.
- Jan. '04 Voted to send a letter of apology to the Bookstore manager for the content of a flier for the ASUC Bookswap.
- Dec. '03 Heard from John Martin, operator of the Pub.
- Nov. '03 The Daily Cal lease was signed, and printing of the ASUC government page began.
- Nov. '03 Heard a presentation on Coca-Cola business practices in Colombia.
- Aug. '03 Amended the Daily Cal lease to have a code of conduct for the paper discussed by the campus community at-large.
- July '03 Approved a five-year lease with the Daily Cal.
- July '03 Authorized an engineering study of the Cal Lodge, for use in negotiations with the lessees.
- Sept. '05 Approved used of an inspector suggested by the Alumni Association to inspect the Cal Lodge, to authorize pursuing an agreement for the Alumni Association to manage the Lodge.
- May '05 Approved the further exploration with Daryl Ross of placing a green café at the southeast corner of the Student Union.
- Nov. '04 Approved a two-year lease extension, begin Jan. 1, '05, to the Taqueria and Healthy Heavenly Foods.
- Aug. '04 Decided to offer the Pub, after consulting with counsel, a reduction in rent, with conditions.
- July '04 Heard a counter proposal from the Pub regarding a contract revision. Authorized the Director to seek legal counsel.

MLK STUDENT UNION / PAULEY BALLROOM

- April '12**      **The ASUC filed an insurance claim with Lloyd's of London for about \$183,000 in damages to the Cal Lodge.**
- Nov. '11      Voted to recommend an elevator be placed in the northeast corner of the Union, Upper Plaza level.

Decisions of the Board (cont'd)

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MLK Student Union / Pauley Ballroom (cont'd)

- Nov. '11      Approved the Studio to use Naia space until Lower Sproul construction, with no commitment for future usage or investment.
- Oct. '11      Approved rates for the use of Eshleman Library, as commercial space.
- Sept. '11      Voted to not charge for student government use of Eshleman Library until the next SOB meeting, when policy would be re-evaluated.
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- September '10      Welcomed Lawrence Lawler as new Student Union Director.
- June '03      Formed a subcommittee to further consider the Daily Cal lease.
- May '03      Heard a presentation by Coca-Cola representatives on the company's business practices in Colombia.
- Dec. '02      Added a fair-trade coffee option into the lease of the Coffee Spot.
- Dec. '02      Authorized a letter to Coca-Cola expressing the Board's concerns with allegations of human rights abuses in Colombian bottling plants, and requested a company representative speak to the Board.
- April '10      Approved an appropriation of up to \$3,000 from Auxiliary reserves for Lower Sproul, BEARS Referendum-related expenses.
- Nov. '09      Allocated \$30,000 out of Auxiliary reserves to fund a study on a maximum build-out option for Lower Sproul redevelopment.
- May '09      Learned that due to a possible FEMA grant, phase 3, of the Student Union seismic project would be postponed until the summer of 2010, including the Pub, and the Store, and the Multicultural Center.
- Dec. '08      Work began on the seismic retrofit of MLK

- Oct. '08 Heard from, gave feedback to, Brailsford & Dunleavy, on Lower Sproul redevelopment.
- June '07 Approved up to \$35,000 for Student Union improvements, estimates, and studies, including the Tilden Room, Pauley Ballroom, and the Food Court.
- May '05 Voted to approve the LoSpro lounge proposal for the space in the Student Union occupied by the Bearcade.

Decisions of the Board (cont'd)

- x -

Budget

- May '05 Voted to explore options for the expansion of the Art Studio.
- Oct. '04 Authorized ASUC President Leybovitch, with matching funds from H&D, to spend up to \$2,500 for a Student Union/food service survey.
- March '12 Approved an equity increase for Tom Spivey, retroactive to July 1, 2011.
- Feb. '10 Had a session to envision the Auxiliary budget.
- July '09 Approved the 2009-10 Auxiliary budget.
- April '06 Approved the 2006-7 Auxiliary budget.
- April '05 Approved the 2005-6 Auxiliary budget.
- Sept. '04 Approved a motion to state that the Board alone had authority to shift funding; to determine 03-04 residual profit at \$103,208; and to transfer \$50,000 from residual profit to the Auxiliary Contingency Fund, making up for a transfer of that amount to the ASUC to balance its 04-05 budget.
- May '04 Approved a motion to urge the future SOB, 04-05, to consider as a high priority, fully funding one position for the OSA and a half OSA position for the GA.
- April '04 Approved the ASUC Auxiliary FY 2004-5 budget, including a transfer to the ASUC of \$50,000 from Auxiliary Contingency Reserves.
- June '03 A committee was formed to balance the Auxiliary budget. The Subcommittee on Committees will determine if this should be an ad hoc committee.
- May '03 Approved agreement with the Chancellor's proposal on the multicultural lounge; to enter into negotiations on costs and the Auxiliary's role in managing the facility; and to approve a negotiating committee. Current Officers

will negotiate, with new Officers to shadow them until current Officers leave.

- May '03      Approved having Mr. Cordi and Mr. Rolle submit a proposal to support student use of Pauley Ballroom by the June SOB meeting.
- May '03      Approved the 2003-4 budget, and charged the Auxiliary Services Committee to determine cuts to balance the budget. Absent a recommendation by August 30, agreed to staff the security desk in Eshleman.

Decisions of the Board (cont'd)

- xi -

Budget (cont'd)

- April '03      Received a proposal, as part of the 2003-2004 budget, to allocate 20,000 for the Senate and the GA to use for Pauley Ballroom fee waivers.
- Feb. '03      Approved a subcommittee to look into policies for Pauley Ballroom and for fee waivers.
- Feb. '03      Received "ASUC Auxiliary Revenue and Expense Report, July-December 2003."

**A.S.U.C. Commercial and Student Services Board Meeting**  
**May 14, 2012 10:00 am – 12:00 pm**  
**Stephens Lounge, MLK**

**Chair: Hedy Chen**

**Vice Chair: Bob Flaharty**

**Agenda – Approximate time ~1 hour and 26 minutes**

- 1) Call the Meeting to Order **10:10 am (sharp)**
- 2) Public Comment (**~6 minutes**)
- 3) Introduction to new CSSB members (Christine Yun & Sanaz Mobasseri) (**~5 minutes**)
- 4) Approve Old Minutes – April 27, 2012 meeting (**~1 minute**)
- 5) Standing Committee Reports (**~8 minutes**)
  - a. Bookstore [Bahar] (**3 minutes**)
    - i. Plans for next year
  - b. Food [Hedy] (**6 minutes**)
    - i. Mission statement
  - c. Auxiliary [Michael] (**3 minutes**)
    - i. Plans for next year
- 6) Auxiliary Reports (**10 minutes**)
  - a. Assistant Director Report [Tom]
    - i. Vendor Contracts Update
    - ii. Cal Lodge / Lecture Notes / Art Studio / Event Services Reservations updates
- 7) Lower Sproul Update [Someone who was at the last meeting] (**~5 minutes**)
  - a. Recap of the meetings and discussions

**Old Business**

- 8) August retreat (**~8 minutes**)
  - a. Anything we should keep in mind for the upcoming August Retreat?

**New Business**

- 9) Transition Planning Team Recommendations [Bahar] (**30 minutes**)
- 10) ED Interviews [Hedy/Bahar] (**3 minutes**)
- 11) Adjourn **11:26 am**

# COMMERCIAL AND STUDENT SERVICES BOARD MINUTES

(formerly Store Operations Board)

July 26, 2012

Present: (Members and others)

Christopher Ansell (Board member)

Hedy Chen (Board member)

Kelsey Finn (Auxiliary)

Robert Flaharty (Board member)

Gordon Hoople (Board member)

Connor Landgraf (Board member)

Emily Marthinsen (Board member)

Sanaz Mobasserri (Board member)

Bahar Navab (GA President)

Justin Sayarath (ASUC EVP)

Tom Spivey (Auxiliary)

Marilyn Stager (Auxiliary)

## **SUMMARY OF THE MEETING**

[Complete minutes of this meeting are unavailable.]

The meeting was called to order by Hedy Chen at 4:20 p.m. in the ASUC Senate Chamber.

By unanimous voice-vote, the Board voted to rent storage and office space in ?? to SUPERB and to make room 279 available for table storage.

The meeting adjourned at 6:16 p.m.

## **End Summary of the Meeting**

### **MEETING AGENDA**

- 1) Meeting called to order.
- 2) Public comment.
- 3) Introduction of new ED (Kelsey Finn) and new Board member (Chris Ansell)
- 4) Approve old minutes (May 14, 2012)
- 5) Standing Committee Reports
  - A) Personnel (Justin Sayarath)

B) Business Development (Connor Landgraf)

C) Finance (Christine Yun)

6) Auxiliary Reports

A) Year-end Financials (Marilyn Stager/Kelsey Finn)

B) Next Year's Budget (Marilyn Stager/Kelsey Finn)

C) Assistant Director Report (Tom Spivey)

Closed session

i) Lease liability grid (Tom Spivey, David Robinson)

a) Saigon Eats

b) Naia/CUBS

ii) JH Group

iii) Daily Cal update

Open session

iv) Cal Lodge / Lecture Notes / Art Studio / Event Services Reservations updates

OLD BUSINESS

7) August retreat

NEW BUSINESS

8) CUBS presentation

9) New CAA (Hedy Chen)

10) Publications advisor (Marilyn Stager, Tom Spivey)

11) New Discussion (Bahar Navab, in closed session)

12) Adjournment

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. .

Ms. Navab moved to allow SUPERB to rent storage and office space in part of what is currently the ASUC Mall in MLK and to make the upstairs of room 279 available for table storage. Pending confirmation that Cal 1 space is Auxiliary space, current Cal 1 space will be available for negotiations with CUBS and the students, and the students on the Lower Sproul workgroup can negotiate which student-initiated services to move into rooms 279 and 247. Rooms 247 and 274 are part of negotiations with the students in the workgroup.

The motion was seconded by Mr. Sayarath.

Mr. Spivey asked what would happen if the Auxiliary doesn't get the Cal 1 space, and if CUBS would get that space. Ms. Navab said she could get something in writing in the next week or two about Cal 1, and if not, they Board could reopen that discussion. All this was pending the receipt of a statement from Cal 1.

**THE MOTION TO RENT STORAGE AND OFFICE SPACE TO SUPERB AND TO MAKE ROOM 279 AVAILABLE FOR TABLE STORAGE PASSED UNANIMOUSLY BY HAND-VOTE.**

Mr. Hoople asked if the Board would need a contingency plan if this fell through, or if they could handle things by e-mail. Ms. Chen said they could do this by e-mail, via Ms. Navab. Ms. Navab said this would come to the committee. Mr. Flaharty asked if the Board would need a new proposal if things fell through. Mr. Sayarath said the question would come to the Business Development Committee. Ms. Navab said she could have Capital Projects consider what would occur if it happened, and this could wait a little longer if the situation was really dire.

Mr. Flaharty said that what they were saying was that the space assignment would still stick and the Cal 1 assignment was still conditional. If it doesn't happen, that one piece would be brought forward.

Ms. Navab said she'd bring a revised floor plan to the August retreat.

Ms. Chen said she will send out more details about the August retreat, on the 24th and 25th, Friday and Saturday. One thing they'll talk about was CSSB issues with the Senate. If people had other issues, she would ask them to please send her an e-mail.

#### ASUC AUXILIARY BUDGET

Ms. Chen said they would table discussion on the Auxiliary budget and place that item under the Finance Committee. Since Christine Yun chairs that Committee, but was in Europe at that time, Ms. Chen asked

if someone else could chair the Finance Committee meeting. Mr. Sayarath said he could chair the meeting.

Ms. Chen said that if anybody wanted to shift committees, they should do so at that time. People on the Finance Committee should meet with Ms. Stager at least once on their own before the August retreat.

Mr. Sayarath asked if Board members should forward to Ms. Chen the names of students who were interested in being on committees and who weren't Board members. Ms. Chen said they should forward the names to her. For next year's budget, it was probably safe to keep that within the Board.

Ms. Navab noted that the Fi-Comm chair had to be a student.

Ms. Chen asked if anybody wanted to be on the Finance Committee for its next meeting, or permanently. Ms. Navab said that if there was a quorum issue, she could call in. Ms. Chen said they would leave the membership as it was at that point.

This meeting adjourned at 6:16 p.m.

These minutes respectfully submitted by,

Steven I. Litwak  
Recording Secretary

DECISIONS OF THE BOARD

Procedures

- July '12**      **Kelsey Finn's first Board meeting as ASUC Auxiliary Executive Director.**
- July '12**      **Christopher Ansell joins the Board, faculty representative, a seat formerly held by Todd LaPorte.**
- May '12      Made committee assignments for 2012-13.
- April '12      Hired Silvia Baroni as Lecture Notes Manager.
- April '12      Elected Ms. Chen as Board Chair and re-elected Mr. Flaharty as Vice Chair.
- Nov. '11      Voted to have the Store Operations Board (SOB) also known as the Commercial and Student Services Board (CSSB).
- Nov. '11      Allocated up to \$25,000 to match the campus contribution for a search firm for the executive director position.
- Nov. '11      Discussed and agreed to procedures for the Board.
- Sept. '11      Established standing rules for Board meetings.
- July '11      Elected Mr. Landis as Board Chair.
- Nov. 10      Voted to give Senators access to SOB bSpace material, with the Board Chair to remove confidential material.
- Oct.'10      Mr. Zuo elected as Board Chair
- Oct.'10      Ryan Landis joins the Board, undergraduate representative.
- Sept.'10      Mr. Daal elected as Board Chair.
- Sept.'10      Prof. Edwin Epstein joins the Board.
- Sept.'10      Approved Resolution on Board Authorization of Minor Lease Negotiation, whereby negotiations on a minor lease may be stopped by Board vote.
- June '10      Approved up to \$13,000 for the search and selection of a Lower Sproul consulting architect and for a LS student relations position.
- April '10      Amended Section 3.3 of the CAA to define "minor leases" at \$150,000.

- Dec. '09 Welcomed to the Board Khira Griscavage.
- Nov. '09 Established a Food Subcommittee for the Bear's Lair Food Court.
- Sept. '09 Heard a presentation from Business Services on RFP procedures.

Decisions of the Board (cont'd)

- ii -

Procedures (cont'd)

- Sept. '09 Voted to have \$20,000 from ASUC reserves, held by the Auxiliary, to be used for the Lower Sproul campaign.
- July '09 Welcomed to the Board Prof. Myers and Dean Poullard.
- July '09 Elected Mr. Rajan and Mr. Poullard as Chair and Vice Chair.
- July '09 Established a subcommittee to consider amendments to the SOB Charter and By-laws.
- July '09 Approved an operating principle of perspective vendors submitting an ROI to the Auxiliary before having the matter come to the Board.
- May '09 Welcomed Mr. Zuo and Ms. Coleman to the Board, undergrad reps in two-year and one-year terms respectively.
- May '09 Approved proposed changes to the CAA that would have the ASUC and the GA share commercial revenue.
- Dec. '08 Asked the Auxiliary to look into whether confidential contract documents could be delivered to members prior to Board meetings.
- Nov. '07 Welcomed Marilyn Stager to the Auxiliary, Business Services Officer.
- Sept. '07 Welcomed to the Board Prof. Cluff and Mr. Ortega, GA rep.
- Aug. '07 Elected Mr. Dally and Mr. Nguyen as Chair and Vice Chair for 07-08.
- May '07 Mr. Smith's first Board meeting as undergraduate representative.
- May '07 Mr. Spivey's first Board meeting as ASUC Auxiliary Associate Director.
- Dec. '06 Amended the Commercial Activities Agreement, to list the Blue & Gold Yearbook under Exhibit A, Part B, Number 11, to allow the Yearbook to receive student addresses from the Registrar's Office.

- Nov. '06 Elected Mr. Dally as Vice Chair of the Board and elected to have Ms. Putnam-Smith serve as Chair for the remainder of her term, ending at the conclusion of Spring Semester, '06-7
- July '06 Mr. Permaul's first Board meeting as Auxiliary Director.

Decisions of the Board (cont'd)

- iii -

Procedures (cont'd)

- June '06 Unanimously endorsed the efforts of the Chancellor and the UC President to utilize programs such as the Designated Suppliers Program, or other means of preventing the use of sweatshops in the production of University apparel and goods.
- April '05 Mr. Dally joined the Board as undergrad representative.
- Dec. '05 Asked the Finance Committee to discuss with Internal Audit the ASUC's Use of the BFS accounting system.
- Dec. '05 Elected Ms. Putnam-Smith as Chair of the Board.
- June '05 Voted to have committees, after the August meeting, agree upon meeting Times, during normal business hours, and for the Finance Committee to meet at least quarterly, and for each committee to have representation of faculty, staff, and students.
- June '05 Re-elected Mr. Cohen as SOB Chair and elected Ms. Putnam-Smith as Vice Chair.
- Feb. '05 Mr. Miles and Mr. Williamson joined the Board.
- August '04 Formed an ad hoc committee to study increasing efficiency in information technology.
- July '04 Elected Elliot Cohen as Acting Chair of the SOB, for 2004-5.
- April '04 Considered and amended ASUC Auxiliary Budget Principles.
- Jan. '04 Agreed to send another letter to the ASUC Senate and the GA asking to resolve the question of GA representation on the Board.
- Dec. '03 Voted to send a letter to the ASUC and the GA asking to resolve the question of GA representation.
- Oct. '03 Approved the establishment of ad hoc committees: Commercial Operations, Auxiliary Services, and Finance.

- Aug. '03 Heard a report on the establishment of the Space Assessment Committee for Eshleman and MLK.
- June '03 Elected Ms. Quindel and Mr. Bucklin as Board Chair and Vice Chair, 2003-4.

Decisions of the Board (cont'd)

- iv -

Procedures (cont'd)

- June '03 Formed a Subcommittee on Committees to determine a committee structure for the Board.
- June '03 Agreed to hold a Board members orientation by August 30.
- May '03 Agreed on the need for a Board members orientation to be held before the start of the school year.
- Dec. '02 Enhanced Board minutes by adding "Decisions of the Board."

VENDORS

- April '12 Approved giving Saigon Eats a notice to pay rent or vacate.
- April '12 Approved negotiating a ten-year lease with Follett, to possibly start after construction.
- April '12 Approved relocation terms for the English Studies Institute.
- March '12 Authorized negotiations for a ten-year contract with Follett, and to offer Follett a space arrangement outside MLK.
- Feb. '12 Offered the bowling alley space to the Bookstore post-construction.
- Feb. '12 Voted to not have a food vendor in the northeast corner of MLK.
- Feb. '12 Voted to not pursue having infrastructure for a possible restaurant in the northeast corner of MLK.
- Feb. '12 Voted to pursue having a third-party firm manage Auxiliary commercial activities other than the Bookstore.
- Nov. '11 Gave up Naia commercial space, after LS renovation, for use as a media center, contingent upon renovations paid by the \$30M in savings.
- April '11 Elected Hedy Chen elected as SOB representative on the Daily Cal Board.

- Mar. '11 Heard from a consultant on Lower Sproul and heard the results of a major survey.
- Mar. '11 Formed a committee to envision Lower Sproul food, retail, and the Bookstore.
- Feb. '11 Voted for a month-to-month lease for the Pub, and to go out to RFP.

Decisions of the Board (cont'd)

- v -

Vendors (cont'd)

- December '10 Voted to extend the Follett lease for one year, to 2014, in exchange for an overpayment by Follett.
- September '10 Paramjit Singh, Subway, and Henry Pham, Saigon Eats, welcomed to the Auxiliary.
- September '10 Approved Kaplan lease for space formerly occupied by STA Travel.
- April '10 Approved the preparation of leases for space Nos. 2 and 3, Saigon Eats and Subway Sandwiches, for a maximum of seven years, with vendors to invest over \$100,000 in infrastructure and appearance of the spaces.
- April '10 Approved the extension of the Coffee Spot lease by two years.
- April '10 Voted down a motion to prepare an RFP for copying services at the Postal Annex site.
- Jan. '10 Voted to enter into negotiations with Subway Sandwiches and Saigon Eats.
- Dec. '09 Passed a Resolution to extend the Taqueria lease until May 31, 2010; gave the Taqueria until January 10, 2010, to accept terms that were presented in July. A negative response or no response would have the Auxiliary issue an RFP on January 11, 2010,
- Dec. '09 Determined weights for the Bear's Lair RFP scorecard.
- Nov. '09 Reduced CUBS' rent 50% for the summer months the space was inaccessible due to University issues.
- Nov. '09 Decided to charge a \$500 deposit to CALPIRG.
- Nov. '09 Offered to extend the lease of the Taqueria through May, 2010.
- Oct. '09 Extended the lease of Healthy Heavenly Foods through May, 2010.
- Oct. '09 Extended the Daily Cal lease to September 30, 2012, adding CPI and electrical monitoring.

- July '09      Approved a one-year contract extension for the Daily Cal, through 2012.
- July '09      Approved Mr. Zuo as SOB rep to sit on the Daily Cal Board.
- July '09      Voted to present the SOB's contract to Food Court vendors, and to go to RFP if the terms were accepted.

Decisions of the Board (cont'd)

- vi -

Vendors (cont'd)

- May '09      Approved an amendment to the Naia lease, to allow the sales of sushi and salads, with Naia to reopen in the fall.
- May '09      Approved a five-year lease extension for CALPIRG, with new lease terms.
- May '09      Agreed to a three-year lease extension for the Daily Cal, and on terms to repay deferred rent payments, with an SOB member to sit on the Daily Cal Board until repayment.
- April '09     Amended the Panda Express contract and voted to renegotiate.
- April '09     Agreed to present draft contracts to the Coffee Spot, the Taqueria el Tacotento, and Healthy Heavenly Foods, going to RFP's if necessary.
- March '09    Approved the Tully's Coffee contract.
- Feb. '09      Voted to approve the CUBS contract.
- Feb. '09      Voted to move forward with the Tully's contract.
- Jan. '09      Voted to continue negotiations with Panda Express and Tully's Coffee.
- Dec. '08      Voted to go out to bid for all Bear's Lair Food Court vendors.
- Nov. '08      Approved Action Vending proposal to increase vending prices.
- Sept. '08     Agreed to Daily Cal terms for deferment and reduction of rent.
- Sept. 08      Heard the terms of a possible Panda Express contract.
- June '08      Approved the concept of bringing the Brazil Café to the ASUC.
- June '08      Approved a Letter of Intent to negotiate with Panda Express.

- May '08      Approved Letters of Intent to: renegotiate leases with Bear's Lair Food Court vendors, ESI (English Studies Institute), the Daily Cal; to negotiate leases with a flower vendor, a bicycle vendor, Panda Express, and a major coffee vendor; and to amend the Coffee Spot lease for coffee cart operations at Anthony Hall.
- Dec. '07      Heard a presentation by CUBS.
- Nov. '07      Received "Roadmap to Redevelopment at the ASUC: A Conceptual Draft for Physical Improvements to ASUC Commercial Operations."

Decisions of the Board (cont'd)

- vii -

Vendors (cont'd)

- June '06      Unanimously approved having Mr. Rolle look for someone to manage the Lodge, with the same relationship as with the previous manager, removing restrictions for a leaseholder.
- March '06      Approved a five-year lease option exercised by the Jupiter Pub.
- May '09      Voted down approval of the proposed Panda Express contract.
- May '09      Voted to go to RFP, on June 30, for the STA Travel space, and any other spaces that become vacant in the coming year.
- May '09      Revised the agreement with CampusLink to end its monopoly on Student Union advertising.
- Feb. '06      Authorized pursuit of a judgment against the previous Cal Lodge leaseholder on behalf of the ASUC and the ASUC Auxiliary.
- Sept. '05      Authorized the Chair to write a letter to Associate Vice Chancellor LeGrande about the rate and usage of the Cal 1 Card.
- March '05      Heard a presentation by Daryl Ross and agreed to investigate the possibility of a "green" restaurant in the southeast corner of the Student Union.
- Nov. '04      Approved the transfer of ownership of The Taqueria to the owner's nephew.
- July '04      To advertise the Store, the ASUC worked to give CalSO counselors a \$5 gift certificate and RAs a 15% discount card.
- June '04      Approved a five-year extension for the STA Travel lease.
- June '04      Approved the Resolution In Support of Follett Contract Performance Review.
- June '04      Approved changes to the terms of the Pub's lease.

- April '04 Authorized negotiations for a 12-month contract with the current Bear's Lair tenant, and to terminate the lease if negotiations failed, and to issue an RFP.
- March '04 Agreed to a four-with pilot project for the New York Times Readership Pilot Project.
- March '04 Rejected contract proposals submitted by Pub management, called upon the Commercial Operations Committee to initiate a student survey on use of Pub space, and approved sending out an RFP for the space.
- March '04 Recommended signing the Follett contract, dated Feb. 26, '04.

Decisions of the Board (cont'd)

- viii -

Vendors (cont'd)

- Jan. '04 Agreed to publish a letter in the Daily Cal to the general campus community promoting Auxiliary businesses.
- Jan. '04 Voted to send a letter of apology to the Bookstore manager for the content of a flier for the ASUC Bookswap.
- Dec. '03 Heard from John Martin, operator of the Pub.
- Nov. '03 The Daily Cal lease was signed, and printing of the ASUC government page began.
- Nov. '03 Heard a presentation on Coca-Cola business practices in Colombia.
- Aug. '03 Amended the Daily Cal lease to have a code of conduct for the paper discussed by the campus community at-large.
- July '03 Approved a five-year lease with the Daily Cal.
- July '03 Authorized an engineering study of the Cal Lodge, for use in negotiations with the lessees.
- Sept. '05 Approved use of an inspector suggested by the Alumni Association to inspect the Cal Lodge, to authorize pursuing an agreement for the Alumni Association to manage the Lodge.
- May '05 Approved the further exploration with Daryl Ross of placing a green café at the southeast corner of the Student Union.
- Nov. '04 Approved a two-year lease extension, begin Jan. 1, '05, to the Taqueria and Healthy Heavenly Foods.
- Aug. '04 Decided to offer the Pub, after consulting with counsel, a reduction in rent, with conditions.

July '04 Heard a counter proposal from the Pub regarding a contract revision.  
Authorized the Director to seek legal counsel.

MLK STUDENT UNION / PAULEY BALLROOM

**July '12 Voted to rent storage and office space to SUPERB in ?? and to make room 279 available for table storage.**

April '12 The ASUC filed an insurance claim with Lloyd's of London for about \$183,000 in damages to the Cal Lodge.

Nov. '11 Voted to recommend an elevator be placed in the northeast corner of the Union, Upper Plaza level.

Decisions of the Board (cont'd)

- ix -

MLK Student Union / Pauley Ballroom (cont'd)

Nov. '11 Approved the Studio to use Naia space until Lower Sproul construction, with no commitment for future usage or investment.

Oct. '11 Approved rates for the use of Eshleman Library, as commercial space.

Sept. '11 Voted to not charge for student government use of Eshleman Library until the next SOB meeting, when policy would be re-evaluated.

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- x -

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Decisions of the Board (cont'd)

- xi -

Budget (cont'd)

- April '03 Received a proposal, as part of the 2003-2004 budget, to allocate 20,000 for the Senate and the GA to use for Pauley Ballroom fee waivers.
- Feb. '03 Approved a subcommittee to look into policies for Pauley Ballroom and for fee waivers.
- Feb. '03 Received "ASUC Auxiliary Revenue and Expense Report, July-December 2003."

**A.S.U.C. Commercial and Student Services Board Meeting**  
**Thursday, July 26, 2012, 4:00 pm – 6:00 pm**  
**Senate Chambers, Eshleman Hall**

**Chair: Hedy Chen**

**Vice Chair: Bob Flaharty**

**Agenda – Approximate time ~2 hours and 3 minutes**

- 1) Call the Meeting to Order **4:10 pm (sharp)**
- 2) Public Comment (**~6 minutes**)
- 3) Introduction of new ED (Kelsey Finn) (**~10 minutes**)
- 4) Approve Old Minutes – May 14, 2012 meeting (**~1 minute**)
- 5) Standing Committee Reports (**~6 minutes**)
  - a. Personnel [Justin] (**2 minutes**)
  - b. Business Development [Connor] (**2 minutes**)
  - c. Finance [Christine] (**2 minutes**)
- 6) Auxiliary Reports (**45 minutes**)
  - a. Year End Financials [Marilyn/Kelsey]
  - b. Next Year's Budget [Marilyn/Kelsey]
  - c. Assistant Director Report [Tom]
    - i. Lease liability grid [Tom/David Robinson]
      1. Saigon
      2. JH Group
    - ii. Daily Cal Update
    - iii. Cal Lodge / Lecture Notes / Art Studio / Event Services Reservations updates

**Old Business**

- 7) August retreat (**~3 minutes**)
  - a. Anything we should keep in mind for the upcoming August Retreat?

**New Business**

- 8) CUBS Presentation (**15 minutes**)
- 9) New CAA [Hedy] (**2 minutes**)
- 10) Publications Advisor [Marilyn/Tom] (**10 minutes**)
- 11) Naia Discussion [Bahar] (**15 minutes – CLOSED SESSION**)
- 12) Adjourn **6:03 pm**

**A.S.U.C. Commercial and Student Services Board Meeting**  
**Friday, August 24, 2012, 9:00 am – 5:00 pm at Eshleman Library, Eshleman Hall**  
**Saturday, August 25, 2012, 10:00 am – 2:00 pm at Stephens Lounge, MLK**

**Chair: Hedy Chen**  
**Vice Chair: Bob Flaharty**

**Friday, August 24 Agenda**

- 1) Retreat Introductions **9:10 am (Hedy, Patrick, Walker)**
- 2) Icebreaker **9:30 am (Patrick, Walker)**
- 3) Brief ASUC/CSSB history **10:00 am (Marilyn)**
- 4) Purpose of the CSSB **10:30 am (Hedy, Patrick, Walker)**
  - a. Review CAA
  - b. Review mission statement
  - c. High level envisioning of what we want to accomplish this year
- 5) Recap of CSSB in the past year **11:30 am (Hedy)**
  - a. What went well this last year and what did we like
  - b. Historical challenges
- 6) Lunch **12:30 pm**
- 7) CSSB and ASUC senate relationship **1:30 pm (Hedy, Bob)**
- 8) Mission of each committee **2:15 pm (Hedy, Patrick, Walker)**
  - a. Rename personnel committee
- 9) Committee break-out sessions **2:45 pm (Discussion)**
- 10) Reflection and wrap-up **4:30 pm (Patrick, Walker)**
- 11) Dinner at Bancroft Hotel **6 pm**

**Saturday, August 25 Agenda**

- 1) Introduction **10:10 am**
- 2) Icebreaker **10:15 am (Patrick, Walker)**
- 3) Transition plan review **10:30 am (Kelsey, Marilyn, Bahar)**
- 4) Lunch **12:00 pm**
- 5) Auxiliary budget discussion **1:00 pm (Kelsey, Marilyn, committees)**
- 6) Reflection and wrap-up **1:45 pm (Patrick, Walker)**

**A.S.U.C. Commercial and Student Services Board Meeting**  
**Friday, September 28, 2012, 12:00 pm – 2:00 pm**  
**Senate Chambers, Eshleman Hall**

**Chair: Hedy Chen**

**Vice Chair: Bob Flaharty**

**Agenda – Approximate time ~1 hour and 50 minutes**

- 1) Call the Meeting to Order **12:10 pm (sharp)**
- 2) Public Comment (**~6 minutes**)
- 3) Approve Old Minutes – May 14, 2012 meeting (**~1 minute**)
- 4) CSSB Retreat Recap (**8 minutes**)
- 5) Chair Governance (**5 minutes**)
- 6) Auxiliary Reports (**35 minutes**)
  - a. TPT Update, LEAD Center [Kelsey]
  - b. Vendor Negotiations Update [Tom/David Robinson]
    - i. Daily Cal Update
    - ii. Cal Lodge / Lecture Notes / Art Studio / Event Services Reservations updates

**New Business**

- 1) Standing Committee Reports (**~40 minutes**)
  - a. Organization and Governance [Justin] (**10 minutes**)
  - b. Finance [Christine] (**10 minutes**)
  - c. Business Development [Connor] (**20 minutes**)
- 2) Snaps and Traps (**5 minutes**)
- 3) Adjourn **1:50 pm**

COMMERCIAL AND STUDENT SERVICES BOARD MINUTES  
(formerly Store Operations Board)

September 28, 2012

Present: (Members and others)

|                                |                                |                                      |
|--------------------------------|--------------------------------|--------------------------------------|
| Emily Chen (Senator)           | Ryan Kang (Senator)            | Jonathan Poullard (Dean of Students) |
| Hedy Chen (Board member)       | Connor Landgraf (Board member) | David Robinson (counsel)             |
| Monica Duran (Event Services)  | Sanaz Mobasseri (Board member) | Justin Sayarath (Board member)       |
| Robert Flaharty (Board member) | Bahar Navab (Board member)     | Tom Spivey (Auxiliary)               |
| Erin Gore (Board member)       | Deejay Pepito (Senator)        | Marilyn Stager (Auxiliary)           |
| Gordon Hoople (Board member)   | Beth Piatnitza (proxy)         | Christine Yun (Board member)         |

**SUMMARY OF THE MEETING**

This meeting commenced the Fall Semester. It was called to order at 12:13 p.m. in the Tan Oak Room.

Introductions were held of non-Board members.

There was no public comment.

The location for the meeting was changed from the Senate Chamber because of a concert on Lower Sproul.

**CSSB Retreat Recap**

The retreat facilitators for the Board suggested having “Snaps and Traps” as the last item on the agenda, for things at the meeting that people did and didn't like. Another suggestion was to have a CSSB-specific logo.

It was noted that an Auxiliary marketing group was looking at a common brand to unify the Auxiliary, the CSSB, and student government.

It was noted that the Board's committee structure has been working really well.

People were looking into a Web site specifically for the Board, for a document repository and also to hear from the general student population.

Board members should get T-shirts by the end of the year.

**Chair Governance**

A "Chair governance" document was sent out, a list of rules the Chair set for Board meetings. Members were asked to refrain from using laptops; to not interrupt or speak over other Board members; and to make sure people serving as proxies were consistent and were briefed and familiar with what the Board was discussing.

Closed sessions would not include Senators, who are observers.

Online votes would be dealt with on a case-by-case basis. The results of those votes would be read into the minutes.

Members could send their vote with a proxy or another Board member.

### Auxiliary Reports

A group working with the Auxiliary marketing position is working on branding everybody together. There will be an Auxiliary Web site and a separate CSSB site.

Regarding development and fundraising, the Department of Student Affairs hired an Executive Director who has a lot of good ideas. It was suggested to have a day-long development retreat around the end of November.

Regarding financial transactions, research was being done on Auxiliary finances, reserves, expenses, former CSL money, etc., to have a realistic projection of FY 2013 by October 10, and a handle on the entire picture by early November.

The Transition Implementation Manager was hired, John Scroggs, who starts October 15.

The Auxiliary had a staff retreat and came up with a working mission statement.

Event Services is operating a Sproul tabling program, giving out more than 50 tables every day to student groups. They've also offered training for students on event planning and will have an Events Management System users' conference.

Ms. Nomura-Weingrow is expecting. The Art Studio was also doing very well, financially, with first-quarter numbers ahead of expectations. Class sessions were stretched out, which has been popular.

The Board decided to consider all closed session items at one time, at the end of the meeting.

### Report from the Organization and Governance Committee

The Committee will meet the first Wednesdays of the month in 114 Hearst Gym, from 9:00 to 10 a.m. They talked about the hiring plan and getting to the Transition Planning Team's organizational structure. At the next meeting they'll talk about recruiting a faculty rep. They'll also talk about governance issues.

A CSSB representative will be on each hiring committee, with members to sign up on a Google spreadsheet.

There are five positions the Auxiliary will hire that fall: Director of Marketing/External Relations; the LEAD Center Director; the Publications Advisor; the IFC Coordinator; and the Administrative Assistant. Candidates will meet with key constituent groups.

#### Report from the Finance Committee

The Finance Committee meets every third Thursday, from 12:30 to 2 p.m. The Committee went over its role, and will bring a proposed budget to the Board.

#### CLOSED SESSION

The Board met in closed session to discuss vendor negotiations; Follett negotiations; and Heller Lounge space.

Back in open session, with no objection, the Board approved the actions decided upon in closed session: for Mr. Robinson and Mr. Spivey to continue vendor negotiations with Lower Sproul vendors; to move forward with Heller Lounge as a commercial space; and to switch from an RFP process to a pitch process for selection of a property manager.

#### Snaps and Traps

It was noted that the Board seemed to be moving in the right direction. It was suggested that Chairs send out updates on what Committees were up to.

The meeting adjourned at 2:02 p.m.

#### **End Summary of the Meeting**

This regular meeting of the ASUC Commercial and Student Services Board (for the last time, formerly the Store Operations Board), commencing the Fall Semester, was called to order by Hedy Chen at 12:13 p.m. in the Tan Oak Room, MLK Student Union.

#### INTRODUCTIONS

Ms. Chen said she would like to start off by having those present who weren't on the Board to introduce themselves. Introductions were held: Ryan Kang, second-year, ASUC Senator; Emily Chen, second-year, ASUC Senator; DJ Pepito, third-year, ASUC Senator; Tom Spivey, Associate Director, ASUC Auxiliary; Monica Duran, Event Manager, Event Services; Gabriella McGrath, Event Manager, Event Services. Ms. Chen said she would like to thank them.

Ms. Chen called for any public comment, and hearing none, said they would continue.

Ms. Chen said she would apologize for the change in location. Because of the concert on Lower Sproul, she thought it might be too loud to meet in the Senate Chamber.

Mr. Hoople said he thought the Tan Oak Room was a better room to meet any way.

Ms. Chen said a note was left on the doors of the Senate Chamber, so if people come in later, the Board could return to public comment.

#### APPROVAL OF THE MINUTES

Ms. Chen called for a motion to approve the minutes from the May 14, 2012 meeting. It was so moved and seconded by Mr. Landgraf and Mr. Sayarath. **THE MOTION TO APPROVE THE MINUTES OF THE MAY 14, 2012 CSSB MEETING PASSED WITH NO OBJECTION.**

#### CSSB RETREAT RECAP

Ms. Chen said she'd like to recap a bit about the CSSB retreat, which happened a while ago. They got a note from Lisa Walker and Patrick Bailey, the retreat facilitators, and Ms. Chen said she'd highlight a couple of things. On the agenda there's a little item at the end, "Snaps and Traps." It's for the Board, for five minutes, to spend some time for perhaps anything good that happened, or something they'd like at future meetings. Those are "snaps." The "traps" are unresolved issues, things they didn't like. It was basically a "temperature check" at the end, to make sure they're happy with what's going on at meetings.

Ms. Chen said the other suggestion that Ms. Walker and Mr. Bailey had was to perhaps make a logo for the Board, a CSSB-specific logo.

Ms. Navab said they've been talking a little with marketing people about what a CSSB logo would look like. It wouldn't be CSSB-specific, but a common brand to unify the Auxiliary, the CSSB, and student government. The beverage alliance, e.g., has a logo, and it would be something like that. This was something they were just starting to talk about.

Mr. Landgraf asked if they'd still want a logo for the CSSB. Mr. Hoople said they'd just use one logo. The campus was so fragmented and complicated, and there could be three logos for three parts of this unit. It would be even more confusing with one logo. Every time he tells people he's on the CSSB, he has to explain four layers of stuff. There's the Board, the Auxiliary, Ms. Finn, and on and on.

Mr. Flaharty asked if this was something the Development Committee would work on. Ms. Navab said that marketing was working on it, a committee of joint CSSB and Auxiliary members.

Ms. Finn said the CSSB is a governing board, and while it needed to be included, it didn't really need a separate logo.

Ms. Chen asked if Ms. Navab could give the Board an update when marketing completes the logo. Ms. Navab said that if people have ideas, the group would love them. Ms. Chen said that Mr. Flaharty suggested an Olympic ring style, with all of the stakeholders.

Ms. Chen said the other major item she'd like to pull out from the retreat is the Board's committee structure. She thought it's been working really well so far. After speaking to all Committee Chairs, it seemed the Committees are meeting and being effective, with a lot more structure. She was really glad that was working out.

Finally, Ms. Chen said they talked about having a Web site specifically for the Board, one that was separate from the ASUC Web site. She knew that Ms. Finn met with someone from Technology, and they're looking into that. It would not just be a document repository for the Board, but also a mechanism to hear from other students, such as a comment box or a CSSB e-mail address. That perhaps could be handled by her or the Governing Committee. It would allow the Board to hear more from the general student population.

Ms. Chen asked if anybody else had anything they'd like to say about the retreat, or anything they felt was important for the Board to carry through to the end of the year.

Ms. Navab asked about getting T-shirts. Ms. Chen said they could do that. Ms. Finn said they'd have T-shirts by the end of the year.

### CHAIR GOVERNANCE

Ms. Chen said she made a "Chair governance" document, a list of rules she's set for Board meetings. It's not her intent to seem like a dictator, and she just wanted to make sure that the Board was being efficient and effective.

The first rule was to ask everyone to refrain from using their laptops during Board meetings, unless it was relevant to the meeting or there was a special circumstance.

Secondly, the discussion can sometimes get heated, so she would ask members to please don't interrupt or speak over another Board member.

Ms. Chen said that proxies will be allowed during meetings if they are properly briefed or are familiar with what the Board was discussing. She would ask Board members to send the same proxy every time. Ms. Piatnitza was a perfect example. She's been at Board meetings a couple of times for Ms. Marthinsen, and Ms. Piatnitza was well aware of what was happening.

From her perspective as Chair, Ms. Chen said she'll be sure to send out the agenda one week in advance for Board meetings.

In addition, during the retreat, the Board talked about meeting in closed session, and what that meant for Senators. As stated in the Commercial Activities Agreement, closed session is closed to everybody, including Senators, since Senators are just observers. So that's what closed session would look like.

Finally, Ms. Chen said there were a couple of instances that year where they needed to take an online vote. She's been trying to do those votes on a Google spreadsheet to make it less confusing and a little more transparent. She realized there was a little confusion because they couldn't have discussion online, but some of the votes were very time sensitive. They'd deal with these votes on a case-by-case basis. She called for any questions.

Ms. Navab said that if they do online votes, they should read into the minutes what those online votes were so it was on the record. Ms. Chen said that for any online votes they've had so far, the Board will revisit them that afternoon, so those votes should be in the minutes. But that was a really good point.

Ms. Gore asked if it would be possible to send a vote with a proxy, or if they could send in a vote in advance, or with another Board member. Ms. Chen said she thought that was fair, if people were properly briefed on what was going on and a member knew they were going to miss a meeting.

Mr. Hoople said that he and Ms. Navab will be each other's proxies.

## AUXILIARY REPORTS

Ms. Finn said that in reference to Ms. Chen's comments about the Web site, it relates to the group Ms. Navab was talking about. A group has been created to work with the Auxiliary's marketing position. The group includes Ms. Navab, Mr. Landgraf, and a representative from each area of the Auxiliary, including the CSSB and student government. They're working on how to brand everybody together and what that would look like. One piece of that will be Web sites, and there will be an Auxiliary Web site and a separate CSSB site, in partnership with the Auxiliary. All the pieces Ms. Chen talked about would be there, including meetings, information, documents, and members' items, available a little more seamlessly.

Ms. Finn said they've had some conversations around development over the last month, for fundraising, external relations, that sort of thing. The Department of Student Affairs hired an Executive Director, George Zeno, who has a lot of good ideas. One suggestion was to do day-long development retreat,

where they could sit around and brainstorm, come up with ideas, and talk about what they want to do going forward. This will probably be at the end of November. It would include people there from the CSSB, the ASUC, the GA, and the Auxiliary.

Mr. Hoople said the end of November was during finals. The last week of November is the last week of class, followed by Reading Week, when a lot of grad students have finals. After that is Finals Week. Ms. Finn said it would occur before or after that.

Ms. Finn said that once they have this retreat, they'll have initiatives to go forward with, a development plan, and they'd reach out to all of their fantastic alumni and start to bring in dollars.

Regarding financial transactions, Ms. Finn said she wanted to note that they're working diligently on the financial side of the ASUC Auxiliary, researching what money is where, the revenue and reserves they have, what expenses they really have, what money existed in the former CSL budget that was coming over to the Auxiliary, etc. So they had to give mad props to Ms. Stager, who has been working hard to create spreadsheets and deal with changing numbers, since things were changing almost daily. Ms. Finn said they're also working closely with Erin Gore's team, and the Student Affairs budget team. By October 10, in a week and a half, the goal was to have a realistic projection of what FY 2013 looks like so they can make recommended replacement requests as well have projections into the next three fiscal years, to give a long-term financial forecast for the Auxiliary. They will then know the realistic needs they have for revenue replacement, and other things they need to request funding for, whether it was for a position, or an operation, and for what they'd use money that was raised from alumni. Ms. Finn said her goal was to really have a handle on this entire picture by early November. People should keep their fingers crossed about that.

Ms. Finn said they have hired the Transition Implementation Manager, John Scroggs, from Texas A&M. He starts on October 15. He says "y'all" a lot. They're working on a two-week training program, for when people join the Auxiliary, and how people are trained, informed, and brought up to speed, on all sorts of levels. Mr. Scroggs will meet with Executives from the ASUC, the GA, and with individuals from each department in the Auxiliary, as well as people across campus and the CSSB. She was excited about this.

Ms. Finn said the Auxiliary had a staff retreat and came up with a working mission statement. This was what they'd work from for the year, realizing they'll probably need to revamp it next summer after a year of crazy transition. Their current working mission statement is, "The ASUC Auxiliary is committed to all students and an inclusive campus community, thereby enhancing the student experience at UC Berkeley. To this end we provide high-quality services and programs that foster experiential learning opportunities and ensure a sustainable organization." As mission statements go, it's a lot of words, and a lot of work behind the words. She called for any questions.

Ms. Chen asked if Ms. Duran or Ms. McGrath had an update from Event Services that they'd like to share. Ms. Duran said Event Services items will be covered later in the meeting.

Ms. McGrath said she could give an update on the tabling program. They started a Sproul tabling program with Mr. Sayarath, and they're giving out more than 50 tables every day. Ms. Finn said that meant

Report from the Organization and Governance Committee

they'd have to buy more tables. Ms. Duran said it was working out pretty well, and the students seem to like that they don't have to carry things all over campus. Ms. Piatnitzka asked where the tables and chairs were being stored. Ms. Duran said they're being stored by Naia Lounge, right next to the Event Services' office. Ms. Finn said they're looking for a location in the new structure.

Ms. Duran said that she and Ms. McGrath just finished "Event Services 101," training they offered to 30 or 35 students who attended the sessions they hosted. They offered a 10% discount for students to come in and learn how to plan an event on campus. They go over the permits that are required and who to go to for additional resources. They'll start that back up again in February.

Ms. Duran said Event Services also added an Event Management System users' conference for students to learn a lot about that.

Ms. Finn asked about an update from the Art Studio. Mr. Spivey said that Ms. Nomura-Weingrow shared with staff that she's expecting, which was very exciting. The Art Studio was doing very well financially, with first-quarter numbers ahead of expectations. Ms. Nomura-Weingrow has basically stretched out the sessions, which has been more popular. The Studio was getting a lot of support for classes. She's also in the process of bringing in three new kilns, from replacement dollars; and that was really exciting as well. People should come by the Art Studio as it was a neat place to visit. Additionally, Ms. Nomura-Weingrow also bought a home. Ms. Chen said she would like to congratulate Ms. Nomura-Weingrow.

Ms. Chen asked if everybody had a lease liability sheet and said the Board would move to go into closed session at that time. Ms. Navab asked if it made sense to clump all of the closed session items together, instead of having people come back and forth. Ms. Chen said they could do committee updates first and then meet in closed session.

Mr. Hoople asked if they could try to plan all closed sessions at the end of meetings, so people didn't have to go in and out, which was a hassle.

STANDING COMMITTEE REPORTSReport from the Organization and Governance Committee

Mr. Sayarath said the Organization and Governance Committee had its first meeting. They decided to meet once a month, the first Wednesday, in 114 Hearst Gym, from 9:00 to 10 a.m. There are four ASUC Senators on the Committee. Moving forward, they'll keep Committee membership to those people in general, because information was starting to get complicated already. They have a timeline for the year, what they'll do each month.

Mr. Sayarath said that at the first meeting they talked about the hiring plan and getting to the Transition Planning Team's organizational structure. They talked about what hiring would affect and what stakeholders had to be at each meeting. At the next meeting they'll talk about the recruitment of the faculty representative. He heard rumblings about possibly asking the Chair or Vice Chair of the Academic Senate. He'll follow-up on that.

Ms. Navab said that suggestion was made, but she never followed up with it. She didn't think anyone has reached out to the Academic Senate. The suggestion was that someone on OE or other committees could be asked to sit on this Committee.

Mr. Sayarath said they'll start to talk about all the governance issues they have. If people look up the document, there's a bunch of little notes, things they could talk about, such as Ms. Chen's standing rules, how to incorporate them and hash them out further; how to do community outreach, so people feel their voices are included; what online voting looks like; and what the Committee's rules look like. That was for October. They'll keep working on that until February or so, since there are a lot of issues. In addition to hashing out those governance issues, the Committee will start to plan, in November, for a CSSB retreat in January.

Mr. Sayarath said the Committee spent a lot of time at its first meeting talking about organizational structure. Ms. Finn went over her hiring plan for the next two and a half years. If people have questions about that, the Board could move into closed session to talk about it they really wanted to. Or people could talk to him or Ms. Finn to find out more about that.

Mr. Sayarath said that Ms. Finn also went over the credit structure, which was on the second page. She sent this out via e-mail during the retreat. The Organization and Governance Committee also talked about the future of the Auxiliary and what it would look like. That's the third page, which was just something he threw together based on Ms. Finn's hiring plan. It wasn't perfect, but was generally what the Auxiliary was shooting for.

Ms. Gore said it was very helpful. Also, they wanted have a CSSB representative on each hiring committee. Ms. Chen will send out that document.

Ms. Chen said that each hiring committee requires a CSSB Board member. The Board will have a Google spreadsheet where people could sign up for a hiring committee to sit on. Because there are a lot of committees, she'd ask that if all CSSB members could sit on one of these committees. She asked if everybody had Mr. Sayarath's updates.

Ms. Finn said that in Mr. Sayarath's spreadsheet, he broke it down by positions the Auxiliary actually planned to hire, by semester. The critical point is that there are four more positions the Auxiliary will hire that fall. If possible, she needed people to sign up for hiring committee reps by Wednesday.

Ms. Navab asked if they have the list. Mr. Sayarath said they'll mail it out. They positions are the Director of Marketing/External Relations; the LEAD Center Director; the Publications Advisor; and the IFC Coordinator. There's also the Administrative Assistant position. So technically they need reps to hire five positions. He would ask people to sign up by Wednesday, with committees starting to meet in the next couple of weeks.

Ms. Chen said there are some positions that were a little more in the future, such as the fall of 2014, or the spring of 2013. She'll highlight the positions on the spreadsheet that require immediate action.

Mr. Sayarath said the original plan was to just have people from the Organization and Governance Committee sit hiring committees, but it made more sense to open that up to the entire Board. The Finance Committee should probably sit on the selection committee for a position that handles finances. The Organization and Governance Committee spent a lot of time talking about this.

Ms. Finn said she would send out the template for the interview times for the candidates. That was another thing they talked about a lot. Mr. Sayarath said they want to make sure the candidates meet with key constituent groups. There will be a core template with time for every candidate to meet with these groups. Candidates will have time to meet with campus partners, based on who the positions interact with.

Ms. Gore asked if there's a Google group for all this stuff coming out, and asked how the Board was doing that. Ms. Chen said she personally loved Google and would love to use Google groups. But not everyone uses Google groups, especially for the online votes. So she's been making Google spreadsheets, where people could click on a link whether or not they have a Google account. She was still using the CalMail mailing list, but for the most part, all the spreadsheets will be on Google docs.

Mr. Hoople said this might change once the campus switches over to the Google e-mail system. He didn't know if people have Google drives. Ms. Gore said people are working on that, and on having this as a pilot for Google drives.

Ms. Chen said individual committees might want to make a Google group for its individual committees.

Mr. Sayarath said that if people have more governance issues they want the Committee to talk about, he would ask them to please let him know. They already have a pretty big list, and he didn't think they'll get to everything that year. But it would be great if people could let him know of any suggestions so they could pass that on to the next committee.

#### Report from the Finance Committee

Ms. Yun said the Finance Committee meets every third Thursday, from 12:30 to 2 p.m. That time was flexible, due to Thanksgiving break and other dates, so they made a couple of adjustments. She sent out the meeting times to everyone.

Ms. Yun said the Finance Committee went over its role, since it's a new Committee. They figured their role was more to bring to the Board a proposed budget. At this point they're waiting for more information, coming in October, as Ms. Finn mentioned in her report. The Committee's goal was to explore different templates and organize their information. Ms. Mobasser is working on that. Their main focus will be formatting, and only reporting key variables to the Board, leaving out nitty-gritty things they think

are unnecessary. They hope to have a finalized plan within the next three to four months. They want the Finance Committee to be more functional and have more set guidelines.

### CLOSED SESSION

Ms. Chen said she believed the Board could consider all of the closed session updates. She called for a motion to move into closed session, with the exception of David Robinson, Auxiliary staff, and Dean Poullard.

Ms. Navab said she would like to include Ms. Pepito because a lot of this was related to Lower Sproul, and Ms. Pepito is on the Lower Sproul Committee. Seeing no objection to that, Ms. Chen said they would include her.

The motion to meet in closed session was made and seconded and passed with no objection.

Ms. Chen said the three major items to discuss in closed session were an update on vendor negotiations, from the Business Development Committee; an update on Follett negotiations, with an online vote to be taken on that; and Heller Lounge space, with a vote to be taken. This meeting entered into executive session.

Back in open session, Ms. Chen said the Board had to report for the minutes everything they voted on in closed session. The motion was for Mr. Robinson and Mr. Spivey to continue vendor negotiations with Lower Sproul vendors; to move forward with Heller Lounge as a commercial space; and to switch from the RFP process to a pitch process for selection of a property manager.

THE MOTION TO APPROVE VOTES TAKEN IN CLOSED SESSION PASSED WITH NO OBJECTION.

### SNAPS AND TRAPS

Ms. Chen said she would like to open the floor to anybody who had anything to say.

Mr. Hoople said that it seemed like the Board was in the stormy process of figuring out about committee processes and Board stuff, and it seemed like the Board was moving in the right direction. People should keep thinking about that.

Ms. Gore said she was really excited about things.

Ms. Yun it would be great if Chairs could send out updates on what Committees were up to. She didn't know what was going on with Business Development, and had no idea it was meeting every week.

Mr. Hoople said that would be good if a committee meets more than once a month.

Seeing no other business, Ms. Chen said the meeting was adjourned.

This meeting adjourned at 2:02 p.m.

These minutes respectfully submitted by,

Steven I. Litwak  
Recording Secretary

**A.S.U.C. Commercial and Student Services Board Meeting**  
**Friday, October 26, 2012, 12:00 pm – 2:00 pm**  
**Senate Chambers, Eshleman Hall**

**Chair: Hedy Chen**

**Vice Chair: Bob Flaharty**

**Agenda – Approximate time ~1 hour and 30 minutes**

- 1) Call the Meeting to Order **12:10 pm (sharp)**
- 2) Public Comment (**~6 minutes**)
- 3) Approve Old Minutes – September 28, 2012 meeting (**~1 minute**)
- 4) Introduce Transition Implementation Manager – John Scroggs (**15 minutes**)
- 5) Auxiliary Reports (**20 minutes**)
  - a. TPT Update, LEAD Center [Kelsey]
  - b. Vendor Negotiations Update [Kelsey]
    - i. Daily Cal Update
    - ii. Cal Lodge / Lecture Notes / Art Studio / Event Services Reservations updates

**New Business**

- 1) Standing Committee Reports (**~18 minutes**)
  - a. Organization and Governance [Justin] (**5 minutes**)
    - i. Meeting summary
    - ii. Hiring committees
  - b. Finance [Christine] (**3 minutes**)
    - i. No meeting this month
  - c. Business Development [Connor] (**10 minutes**)
    - i. RFP/Third party manager updates
- 2) Bookstore/CUBS Update (**20 minutes**) [**CLOSED SESSION**]
- 3) Snaps and Traps (**5 minutes**)
- 4) Adjourn **1:35 pm**

## COMMERCIAL AND STUDENT SERVICES BOARD MINUTES

October 26, 2012

Present: (Members and others)

|                                |                                  |                               |
|--------------------------------|----------------------------------|-------------------------------|
| Chris Ansell (Board member)    | Connor Landgraf (ASUC President) | Justin Sayarath (ASUC EVP)    |
| Hedy Chen (Board member)       | Tom Lee (Senator)                | John Scroggs (ASUC Auxiliary) |
| Monica Duran (ASUC Auxiliary)  | Emily Marthinsen (Board member)  | Nikou Shafaghi (ASUC Aux.)    |
| Kelsey Finn (ASUC Auxiliary)   | Sanaz Mobasseri (Board member)   | Tom Spivey (Auxiliary)        |
| Robert Flaharty (Board member) | Bahar Navab (Board member)       | Christine Yun (Board member)  |
| Gordon Hoople (Board member)   | Katelyn Nomura-Weingrow (Aux.)   |                               |

### SUMMARY OF THE MEETING

The meeting was called to order 12:10 p.m. in the ASUC Senate Chamber.

#### Introduction of John Scroggs, Transition Implementation Manager

Mr. Scroggs introduced himself. He was from Texas A&M University, having spent about 20 years there as a student and a staffmember. Much of his experience has been as a change agent for offices and organizations undergoing small and major changes. People he's met on campus here say that change was definitely needed.

Mr. Scroggs was asked to relate an interview story, and talked about the Texas A&M mascot, Reveille.

#### Auxiliary Reports

Nikou Shafaghi was introduced, the new Executive Assistant. She graduated from Cal that past May.

Introductions were held of people present.

The LEAD Center Director position is posted. Candidates to interview by phone have been determined. On-campus interviews should occur in November. Filling the Marketing and External Relations Director position was being due to a classification/compensation issue. The position will hopefully be posted in a week. Other LEAD Center positions soon to be posted are the Publications Advisor and two Greek life coordinator/advisor positions.

Marilyn Stager has started to adjust the pay of some current staff who were well under the minimum pay for their positions.

The Auxiliary will spend time in the next few months considering the direction and vision for the LEAD Center.

Funds from the Division of Student Affairs, held under the CSL, were combined with the Auxiliary's budget. This change will be reflected in CalPlanning by December. Auxiliary finances are excellent. They have \$1 million in both capital and operational reserves, and the \$8 million budget was balanced within \$200,000.

Conversations are occurring with Erin Gore about revenue replacement.

The Lower Sproul redevelopment marketing group will centralize construction project information at [lsinfo@berkeley.edu](mailto:lsinfo@berkeley.edu). A suggestion was made to have a comment box for the CSSB's portion. After discussion, the Board decided to have these comments go to Ms. Shafaghi, to redistribute.

The Art Studio had its best fall session in history and was completely overbooked for space. Another staffperson will probably be needed to help with the load.

A suggestion was made for the Studio to apply to CACSSF for Student Services Fees in order to offer some free things for students.

For Event Services, making tables and chairs available to student groups has been expanded from Lower Sproul to the entire campus, and to nights and weekends. Pauley is booked through the end of the semester, which was pretty exciting. ES is also working to find storage space for equipment it won't be using during construction.

Regarding vendors, the Coffee Spot is closing; Kaplan still had to respond to exit terms; Tully's will move out in November; Saigon Eats was removing its equipment; Subway agreed to its exit deal; and Wings Fiesta's last day is November 30. It was noted that BicyCal has not been noticed about exiting.

Regarding Lecture Notes, it has not generated revenue in a few years, for a number of reasons. It wasn't a viable business per se, and people could make copies for friends. The Board discussed continuing it as a service. It was noted that the Disabled Students' Program has its own note takers. LN is important to a small proportion of students, but the question was whether that was worth the monetary loss. It could also encourage students to miss class. LN targets large, general classes, not smaller classes that were more complex. Classes are also Webcast, and could be recorded on phones.

After discussion, by a vote of 8-0-0, the Board approved the termination of Lecture Notes as of fall 2013, with the Auxiliary to create a plan to do that.

Regarding the Cal Lodge, the Board never hears about it since it's a student asset, not a topic for the CSSB. The students are working on the question of the Lodge.

#### Report from the Organization and Governance Committee

Search committees are underway, particularly for the LEAD Center Director. The Committee distributed various governance issues for members to work on, to create a document the Board could use. The Committee also invited Christina Maslach, Academic Senate Chair, to sit on the CSSB. It was suggested that search committee positions that Board members weren't interested in could be opened up to Senators, particularly for the Greek Coordinator position.

A one-day retreat for the CSSB was being planned for the Spring Semester.

#### Report from the Finance Committee

The next meeting is November 8. The Committee could discuss the phasing out of Lecture Notes.

#### Report from the Business Development Committee

The Committee will meet in late November.

The Board discussed strategies for Lower Sproul food vendors. After originally thinking of going for a property or retail manager, it was decided to re-examine other options. A second option was having a full-time staffperson assigned to vendor relations; and a third option was having a national or regional chain run the businesses and give the Auxiliary guaranteed income. In the short-term, the third option might make more sense. Both property managers and third-party vendors will be invited to make a pitch to the Board, with Auxiliary expectations taken into consideration. Dates for the presentations are November 20 and 29. People attending were asked to attend both. The Auxiliary would reach out to about eight vendors. The Committee will see the RFQ before it's sent out.

#### Bookstore / Cubs Update

The Board met in closed session to discuss updates on the Bookstore and on CUBS. Back in open session, by unanimous hand-vote, the Board approved Mr. Spivey and Mr. Robinson to negotiate with CUBS based on the discussion in closed session.

#### Snaps and Traps

The Board will discuss Anna Head at the December meeting. Groups want to rent it, and it's a hot commodity. A vote on this could occur online, after being vetted by the Business Development Committee.

The Board's next meeting will be on December 7.

The Board heard some snaps.

The meeting adjourned at 1:52 p.m.

### **End Summary of the Meeting**

This regular meeting of the ASUC Commercial and Student Services Board was called to order by Bob Flaharty at 12:10 p.m. in the ASUC Senate Chamber. Mr. Flaharty said he would be Acting Chair until Ms. Chen arrived.

Ms. Navab said she had Ms. Chen's proxy vote.

APPROVAL OF THE MINUTES

A motion to approve the minutes from the September 28 Board meeting was made and seconded by Mr. Hoople and Mr. Sayarath. THE MOTION TO APPROVE THE CSSB MINUTES OF THE MEETING OF SEPTEMBER 28, 2012 PASSED WITH NO OBJECTION.

Mr. Flaharty called for any public comment, and hearing none, said they would move on.

INTRODUCTION OF JOHN SCROGGS, TRANSITION IMPLEMENTATION MANAGER

Ms. Finn said that as they've talked about, the Transition Implementation Manager position has been filled, and John Scroggs has been with them for about two weeks. He has immersed himself in meetings with students, staff, and various groups of people. On day one he started in on a project. He's been gathering information and has been well-received by all. She was excited to introduce Mr. Scroggs, from Texas A&M.

Mr. Scroggs said he would like to thank them for inviting him to the meeting. As Ms. Finn mentioned, he's from Texas A&M University, having spent about 20 years there, both as a student and as a staffmember in various positions. He was excited about his new position in the Auxiliary.

Mr. Scroggs said that a lot of his experience has been as a change agent in dealing with offices and organizations that have undergone both small and major changes. It was kind of nice to come to Berkeley and see that the campus was really in a complete mode of change. It was quite interesting. Most of his meetings with individuals and groups start by people telling him a little bit of Berkeley's history, from the 1880's up until now. He was really excited. He and Ms. Finn have sat down several times to talk about the transition plan, breaking it apart and looking at timelines, priorities, and what should be done and when.

Mr. Scroggs said that one observation he had was that across the board, everybody he's met said that change was something they definitely needed there. People had a sense that while things were great, there were things that could be improved upon; and there was a definite vision of where they need to be in 2, 3, 5, and 10 years. And this was the time to set forth all the plans to get there.

Mr. Scroggs said that with any change there's always a little bit of trepidation about what change would mean, and about the unknown. He thought most people were handling it quite well, even though during the change there will be some unknowns. But what will happen at the end will be much, much better. There's a lot of history, tradition, and deeply-held beliefs about the way systems used to be, and what they should and could be. He thought that a lot of what his position would entail would be to kind of navigate through those waters and find out where the common ground was, and where everybody could share that, and create a better system.

Mr. Flaharty said he would ask Mr. Scroggs to relate one of his interview stories. This was about recognizing culture and student transactions, and dealing with that. He was quite impressed with story about the Boneyard and the cultural connection that Mr. Scroggs described and was bringing with him.

Mr. Scroggs said that at A&M they have a very strong sense of what they call "Aggie culture." In the early 1900's, the Corps of Cadets, returning from a football game, found a stray dog on the side of the road. Students weren't allowed to have dogs in the dorms, but they took the dog with them. It was kind of sickly and slept all that night. The next morning the bugle played reveille and the dog woke up, full of energy, and ran up and down the halls barking to wake everybody up. So the dog was instantly named "Reveille," and became the mascot for A&M. They're on Reveille VIII now, he believed, a puppy.

Reveille is the highest ranking officer in the Corps of Cadets. Texas A&M is based on a very deep military tradition. She is referred to by the members of the Corps of Cadets as "Miss Reveille, ma'am." She is the highest-ranking manage of the Corps, with five pips on her collar, higher than any of the actual Corps commanders. She is so revered that if she crawls into a student's bunk, that's where she sleeps for the night, and the student had to sleep on the ground. When cadets eat dinner or lunch, if she climbed up to the table and ate off a plate, that became her food, and the cadet had to eat something else.

Reveille is always accompanied by a member of the Corps and is always guarded. If they're in class and she barks, that's a signal that class is over, because the professor is so boring that he can't even keep the dog entertained, and class is dismissed at that point.

When a Reveille passes away the dog is buried in a cemetery that has been set up right next to the football stadium. Texas football is tremendously big, and each dog is buried in such a way that they face the scoreboard, so that Reveille will always know the score and know how well the Aggies are doing.

Mr. Scroggs said that several years ago a decision was made to expand the stadium. There were two parallel sets of stands facing each other, and the idea was to close one end and make it the shape of a horseshoe. But that end was where the Reveilles were buried. So they decided to move the burial site and temporarily located it to a park across the street. They disinterred the former Reveilles, had a procession, and buried them, with the idea to move them back after construction. At the first football game, the freshmen in the Corps realized that the previous Reveilles could not see the scoreboard. So they make sure that at every football game, that two members of the Corps, always freshmen, stand in front of the grave site holding a white board, with a third member of the Corps writing the score down as the teams score, so the Reveilles could see the score. When construction on the stadium was finished they moved the Reveilles back to the new grave site, had a little eternal flame set up, and put up a smaller scoreboard, paid for by an alumnus, on the outside of the horseshoe, right in front of the cemetery site, so the Reveilles could still see score of every game.

Mr. Scroggs said that this was dedication to culture, tradition, and a sense of community that was hard to find anywhere else. It was also a little creepy. Mr. Flaharty said he would like to thank him. He called for any questions or comments, and hearing none, said they would move along.

## AUXILIARY REPORTS

Ms. Finn said she wanted to introduce Nikou Shafaghi, the new Executive Assistant, who started about two and a half weeks ago. She's settling in quite nicely. Ms. Shafaghi said she graduated from Cal that past May, and while a student, worked for Dean of Students Jonathan Poullard, and then worked for the Center for Student Conduct.

Ms. Finn asked people to introduce themselves since not everybody met them all. Introductions were held: Chris Ansell, faculty rep and professor in Political Science; Emily Marthinsen, an administrative representative, an on-campus planner, and Assistant Vice Chancellor; Bahar Navab, GA President; Gordon Hoople, GA Assembly Affairs VP; Tom Spivey, Auxiliary Associate Director; Justin Sayarath, ASUC Executive VP; Steve Litwak, Recording Secretary; Bob Flaharty, RSSP, Chief Financial Officer, and Vice Chair of the CSSB. Mr. Flaharty asked the guests to introduce themselves as well: Tom Lee, ASUC Senator; Monica Duran, Auxiliary Event Services; Katelyn Nomura-Weingrow, Manager, Art Studio. Ms. Navab said that Sanaz Mobasseri, GA Treasurer, will be there shortly.

Ms. Finn said the Auxiliary has been working a lot on staffing, which was moving along. The LEAD Center Director position is posted and the Selection Committee met that morning, bright and early, and narrowed down the list of people they'll interview by phone. Interviews in Eshleman will be held at the end of next week and the beginning of the following week. Dates were put on people's calendars for later in November, for on-campus interviews.

They're also moving forward with the Marketing and External Relations Director position. The holdup at that time was compensation. The position was classified in a lower classification than what the Auxiliary wanted. She's working with Human Resources to put the position in the proper classification. Hopefully the position will be posted by the end of next week.

Ms. Finn said they're also in the final stages of posting the Publications Advisor position and the two Greek life coordinator/advisor positions in the LEAD Center. Those positions will be posted in the future. They're running into a situation whereby the HR Department the Auxiliary works with is running 30 active searches at that time, not including the three new searches for the LEAD Center. So HR was really at capacity. There will be some kind of push on timeline, but the Auxiliary will not be able to be quite as aggressive in hiring as they had hoped. Ms. Finn said she thought they needed to at least get the positions posted and to start getting résumés in. They can expand the timeline a little bit, but they needed to keep moving. Ms. Shafaghi has offered to help, as she worked in HR for a little while and has knowledge on how to move the process along. As a result, the Auxiliary will be able to provide some additional resources to move positions forward.

Ms. Finn said that after considering budgets, Marilyn Stager started to adjust the pay of some current staff who were well under the minimum pay for their positions. These were equity adjustments for current staff that were underpaid for years. Letters about this went out on Thursday to about nine staffmembers. Ms. Finn said she was very excited about that.

Ms. Finn said that as for the overall vibe of the staff, any time big changes are made, it's all good, and then all of a sudden, it's not so good; and then all the real work starts. And they're definitely at a place where all the real work was starting. Groups now have to come back to the table and bring their true selves, and determine the next step on creating the Auxiliary as a whole, and in particular, the LEAD Center. So the Auxiliary will be spending a lot of time around the direction and vision for the LEAD Center in the next few months. Ms. Finn said that was all she had to report on staff, and called for any questions.

Ms. Finn said the other big thing for that last month was work on the budget, and to finally have a document that showcases all of the funds related to the ASUC Auxiliary, inclusive of former Center for Student Leadership dollars. As Board members knew, when the LEAD Center was created, funds from the Division of Student Affairs, held under the CSL, were combined with the Auxiliary budget. So they now have a document that showcases all of those funds, and they're moving into the next phase, which will go through November, to have all of that information go into CalPlanning. She was hopeful that by December they'll actually be able to use CalPlanning reports and to be able to show the CSSB what the Auxiliary has and what it's doing.

Ms. Finn said the great news is that from a funding perspective, they're at an excellent place. They actually already have some capital reserves and some operational reserves. The budget itself is balanced within \$200,000, which she was excited about.

Mr. Hoople asked about the total budget that was balanced within \$200,000. Ms. Finn said that was out of \$8 million. For reserves, there is about \$1 million in capital reserves and \$1 million in operational reserves. So things were healthier than the vibe she initially received, and she felt they were in a good place to move forward with construction.

Ms. Finn said she met with Erin Gore about revenue replacement, to start conversations on how that will work over the years. By December or January, they'll be in a place to provide a picture of where they're going. But what she could share was that she really felt they were in a financially viable place. That was exciting to be able to report. That was all she had on the budget, and called for any questions.

Mr. Hoople said it sounded like the previous dire reports were greatly exaggerated. Ms. Finn said they were. As she's said to people individually, if nothing else, staff were scared to death of spending any money that actual might benefit the Auxiliary in the long run. Right or wrong, that was the reality. But they don't face an imminent demise. She was thrilled actually to learn about that.

For some marketing updates, Ms. Finn said that as she mentioned, they'll wait until they get a new Marketing Director to brand the ASUC Auxiliary in its entirety, with the CSSB, the ASUC, and the GA all coming together. She sent out an e-mail to core groups of people about the ASUC Auxiliary Web site and has received feedback. She needed to put that all together. Silvia Baroni will make those adjustments, so that at the least, they'll have an accurate Web site.

Ms. Navab asked if she could send the Auxiliary Web site to the whole CSSB since she wasn't sure everybody has seen it. Ms. Finn said she'd send that out. What she said in the e-mail was that it wasn't the end-all, be-all, and was more to have a site that was at least functional before they go into complete design and overhaul in the Spring Semester. So if there was anything inaccurate that people notice, they should let the Auxiliary know.

Ms. Finn said she wanted to let the Board know that the Lower Sproul redevelopment marketing group met again and they're working on a Web site to consolidate information about the project. They'll have a Web site that will go live probably by the end of November, centralizing all that information. Also, since the last time the CSSB met, the e-mail address has changed for inquiries on the Lower Sproul project, and it will be [lsinfo@berkeley.edu](mailto:lsinfo@berkeley.edu). The old address had been [lsmedia](mailto:lsmedia). The reason for the change was because they were getting a ton of different questions. So they needed to make the site broader than just replying to the media. The [lsinfo](mailto:lsinfo@berkeley.edu) site will be a central source of information.

Ms. Chen said she had one more thing about the Web site. She talked to Ms. Baroni about adding a comment box for the CSSB portion, so people could leave comments, questions, and suggestions. Ms. Baroni is working on that.

Mr. Hoople asked if those messages would go to Ms. Chen. Ms. Chen said she hasn't figured that out yet, and people could talk about whether any questions or comments would go to a particular committee, or if they'd go to her, to delegate out to the relevant committee.

Mr. Hoople said it was his experience that if comments or questions go to a general list, they wouldn't be dealt with. This needed to go to one person, who would assign them. Ms. Chen said they would probably go to her.

Ms. Navab said she thought it would be okay for it to go to Ms. Shafaghi, to redistribute, or to somebody with authority. Ms. Finn said they would probably go to Ms. Shafaghi, as Executive Assistant. When a new CSSB chair comes in, Ms. Shafaghi could still filter out the messages. Ms. Navab said they could give Ms. Shafaghi examples of questions for her to work from. Ms. Chen said they would do that, then.

Ms. Shafaghi asked if Ms. Chen would contact her. Ms. Chen said they could talk about that. She just talked to Ms. Baroni about this a couple of weeks ago. She didn't think Ms. Baroni has actually put this on the Web site yet. When she does, they could figure out how to get the questions sent to Ms. Shafaghi; and from there they could figure out who Ms. Shafaghi would send things to.

Ms. Finn asked if people wanted to give updates for Event Services or the Art Studio.

Ms. Nomura-Weingrow said the Art Studio had its best fall session in history and they're right on track to make good numbers. They're completely overbooked in terms of space, and every single cubbyhole is taken by a student. Their kilns will be running steadily until Christmas, since everyone wants to make a little pot for their mom. So the Studio was really bustling. She'll probably have to bring on another staffperson to help the Studio out with the big load. They're doing really well.

Ms. Navab asked if all the services the Art Studio offers to students were at charge, and asked if there was anything the Studio offered to students for free. Ms. Nomura-Weingrow said there weren't. There's a registration fee for students, and \$160-\$190 registration for non-students. They don't give anything away.

Ms. Navab said she was only bringing this up because there was some money available in Student Services Fees, and it might be nice to request some of those fees in order for the Art Studio to offer some free things. But if the Studio charges for those things, then the CACSSF Committee won't give them money. So the Studio had to offer something for free, and the Studio could ask to cover that cost using the Student Services Fee. If the Studio wanted to do that for next semester, they'd have to figure out that day how to do that. But if they wanted to do that for the fall and beyond, they could wait until January to figure that out.

Ms. Nomura-Weingrow noted that UC Davis uses student fees to offset registration for students, who pay \$25 as a result. The Auxiliary Art Studio's fee for students is \$160.

Ms. Finn asked if Ms. Navab was saying there couldn't be any charges associated with something in order to get Student Fee money. Ms. Navab said that was correct. Ms. Finn said the Studio could therefore say

that it would offer a pottery class, e.g., and state the charges for that, apply for CACSSF money, and offer that class for free.

Ms. Navab said that alternatively, if a student was doing a project for a class, they could come to the Studio and use its resources. For instance, every student could get two or three days a semester to use the Studio, and opt to do that or not. There were different ways to think about this. There wasn't anything art related for students on campus. Ms. Nomura-Weingrow said that was correct. They could set up something up. It would basically be \$160 a person if they wanted to take a class. That would be the amount of money the Studio needed. Right now the Studio doesn't make any money off of the students, and the Studio just covers its costs from the students. That's one reason they're open to the community, so they could not just cover their costs, but have a little bit left over at the end. That's why they'd need the full registration amount to cover the students.

Ms. Finn said that wouldn't really work for the Student Services Fee, but other ideas might work for the Studio that would result in money for it.

Ms. Nomura-Weingrow said that a safety concern was the only thing that worried her about people just coming in to use the Studio, with people, e.g., not really understanding how ceramics work. Ms. Navab said they could talk about parameters.

Ms. Finn said she thought it would be good to talk about this in January.

For Event Services, Ms. Duran said that from last month, Lower Sproul tabling has been expanded to tabling on the entire campus. Also, student groups can now reserve tables and chairs on nights and weekends. This has been going pretty well, so Event Services was pretty excited. A lot of groups want tables and chairs. Also, Pauley is basically booked through the end of the semester, which was pretty exciting. They're also getting everything ready for construction in the spring.

Ms. Finn said that one thing she wanted to share for is that Event Services is working on was to find storage space for the equipment it has that was in good shape, such as tables, chairs, event equipment, etc. There really was nowhere to store it or to use it during construction. So Event Services was going through its inventory to determine the few things they'll use during construction. Everything else will be stored, and they'll keep the things that are good, so when they move into the new building, they won't have to buy all new equipment.

Mr. Hoople said there was money in the BEARS Initiative to buy new stuff, which they could do. Berkeley is notorious for holding on to things for too long. Ms. Finn said they won't hold on to anything that was broken, dirty, or only just kind of worked.

Ms. Duran said Pauley chairs are brand new, and were purchased a year ago.

Ms. Finn said that if something only worked halfway, they wouldn't keep it.

Mr. Flaharty said that Mr. Hoople wanted to have a garage sale.

Ms. Finn asked if Mr. Spivey wanted to give a quick update on vendors, everything but the Bookstore and CUBS.

Mr. Spivey said the Coffee Spot is closing out that day, and was selling out the last of its stuff. For Kaplan, the Auxiliary was waiting to hear back from them. Kaplan has not responded. He's pestered them for the last few weeks, and the Auxiliary was waiting for what might be called "exit terms." Tully's has signed the agreement and he needed one more signature. It will move out on November 16. Mr. Spivey said he got an e-mail from Saigon Eats, and the owner was just coming to get his equipment, after which they'll be done. For Subway, the agreement was at corporate at that time, and the Auxiliary was waiting for that.

Ms. Finn said they just got an e-mail, and Subway agreed to the deal. Mr. Spivey said that meant they were done with that vendor.

Mr. Spivey said for Wings Fiesta, the Auxiliary was about to notice them. The last day is the 30th. The vendor will pull out equipment on December 3. Some equipment will probably go to Jupiter, on Shattuck.

Ms. Navab asked when BicyCal was required to move out, and other people in the building. Ms. Finn said she thought that Teri Mathers was under the impression that everybody besides the Bookstore will be out by Winter Break. Ms. Navab said that wouldn't happen, and people were thinking that would occur more like in February. Ms. Finn said they needed to talk about that. Ms. Navab said they also needed to talk to BicyCal, which has not been told that this was an issue. So BicyCal will be blindsided.

Mr. Hoople said that BicyCal had to know that the building was going away. Ms. Navab said they probably think that will happen in the spring.

Ms. Nomura-Weingrow said she was just told that morning by Ms. Mathers and Sharay Pinero that the entire hallway from the Art Studio over will be blocked off as of late December or January. That meant losing both bathrooms. And the Art Studio will also lose an entrance. BicyCal was part of that area.

Ms. Navab said they could talk about this with Ms. Mathers, but this was really poor communication, and this couldn't be the way the Auxiliary operates. The Art Studio is an Auxiliary business and BicyCal wasn't paying the Auxiliary money; but they couldn't treat people like that.

Ms. Finn said she would talk to Ms. Pinero and Ms. Mathers about this. They'll work on that and on communications. Ms. Finn called for any questions on vendors.

Ms. Finn said the only other part for her dealt with Lecture Notes. She wanted to let the Board know that she, Mr. Spivey, and Ms. Baroni have been talking about this over the last couple of months. Lecture Notes has not been a revenue-generating business, if they will, in a few years. She thought that was the case for a number of reasons. One is that there's been a whole lot of turnover in the staff who runs the Lecture Notes program. Secondly, the way they currently run the program was not necessarily a viable business per se. Ms. Navab and Mr. Scroggs have pointed out that the instant someone gets notes, they could make copies for their friends. So people don't buy the notes. There are bigger reasons to have Lecture Notes than just providing access to a note taking service. But at this point it wasn't making money. And she wasn't one hundred percent certain it would generate revenue moving forward. So the question she had for the Board was if it was something the Auxiliary should continue as a service. They know it will cost the Auxiliary money, and the question was whether to evaluate the program in its entirety, and what kind of information the Board like to see to make these decisions. There was a question as to whether it made sense from a business perspective, because it was losing money.

Ms. Navab said she thought they should phase out Lecture Notes. It's not what students use any more. People can record lectures on their phone. And she personally didn't like the idea of urging students not to go to class.

Mr. Hoople asked what the point was for Lecture Notes, and didn't understand it.

Mr. Spivey said that from his perspective, the only reason to have Lecture Notes was for students in the Disabled Students' Program. Ms. Shafaghi said that the DSP has its own lecture-note takers. And they go through their system, and make the notes available to all DSP students.

Mr. Landgraf said he thought Lecture Notes was a valuable service. He knew a number of students who do really appreciate the notes. They're valuable when students are sick, e.g. Student not in the DSP couldn't get those notes. A lot of students find Lecture Notes really helpful.

Ms. Finn asked if they knew how many students were actually using Lecture Notes that semester. Mr. Spivey said he didn't have that number offhand. Ms. Finn said they could find that out. Mr. Spivey said he knew there's a connection with DSP, where Lecture Notes provides notes to DSP. He'd check that.

Ms. Yun asked if it was option that they were trying to give a service. People in the DSP could still pay a fee that service.

Mr. Hoople said this did not at all seem to be a part of what the Auxiliary should be doing. He thought the campus should be doing this. The Auxiliary doesn't do academic services. They provide services to students in terms of making student space available and assisting student groups and student activities. He didn't think the Auxiliary should be in the business of providing lecture notes for anyone. It just didn't seem to fit the Auxiliary's definition and the way it was headed.

Ms. Navab said she talked about the DSP issue with Ms. Finn. Ms. Navab said she thought that if they continue this, they'd need a different model with DSP, such as having a recharge system the way other campus units provide a service to each other. But she also knew DSP's budget, and people were trying to work with the campus to find other sources of funding for DSP. It's a legally mandated program, so the campus will find a way to offer those services whether the Auxiliary does it or not. The campus was legally required to do that. As for what Mr. Landgraf was saying, it was an important service to some students. But she didn't know if it was worth the loss of money that impacts everybody for a small proportion of students who benefit.

Ms. Marthinsen said she didn't think the Auxiliary should be doing this. First, it's losing money, and secondly, the reason the Auxiliary provides these notes was lost in the mists of time. For some obscure reason in the past, the Auxiliary started doing this. She didn't think they should encourage people to not go to class. She believed there were many other ways the Disabled Students' Program can make sure those students have support. Especially since Lecture Notes was losing money, there just didn't seem to be any point to it. She wouldn't even want to have a discussion that was lengthier than this.

Mr. Ansell asked if there were certain kinds of classes where notes were particularly helpful, because maybe people want to go to class, but also want to have the notes. That might be the case for certain kinds of engineering, math, or science classes. Maybe it could be a much more targeted program.

Mr. Landgraf said that most of the classes for which notes are provided are big, lower division classes. Those are the only classes that made financial sense to take notes for. The classes were less complex and more general.

Mr. Hoople said there are 500 people in those classes, and people could copy their notes.

Ms. Finn said that to Mr. Landgraf's point, it was her understanding that because it's really considered a business, the model has been to go to the bigger lecture-hall classes and garner that professor's agreement to provide the notes, since those classes had the greatest potential to get the highest number of students to buy the notes. Hence, the business model was to try and get numbers versus providing notes for complex classes. The two models were completely different.

Mr. Landgraf said he disagreed with Mr. Hoople, respectfully. He thought the Auxiliary could do things outside of its purview and should be looking for new opportunities. He didn't have a problem with the Auxiliary providing academic services, although that wasn't necessarily their core mission as a commercial entity. He thought they should provide services that were really helpful to students. He knew there are tons of students who really use Lecture Notes. Some don't go to class, but a lot of students really do find it very useful. The notes were really good for the most part.

Ms. Chen said she thought they should move this question to the Business Development Committee.

Mr. Landgraf said they could take a vote on the floor, and he didn't have a problem with that.

Ms. Chen said she thought they needed more numbers before taking a vote.

Ms. Navab said the Business Development Committee had a full agenda.

Ms. Chen said the Finance Committee could consider it. One comment to Mr. Ansell's point was that Lecture Notes were really helpful to students who actually do go to class. But a lot of the Lecture Notes classes were Webcast. So it seemed to be unnecessary to have Lecture Notes when a class is Webcast, and has PowerPoints as well.

Mr. Hoople moved to cease the Lecture Notes program, to phase it out. The motion was seconded by Ms. Navab.

Mr. Sayarath asked how phasing out Lecture Notes would impact the budget, staffing, etc.

Ms. Finn said that people raised a lot of good questions. Her thought would be that the Board could vote to give the Auxiliary permission to look at phasing the program out, and then they could go back and talk about how the Auxiliary would allocate those resources and what that would look like, and how a phase-out process would proceed. The Auxiliary has started some things for the Spring Semester, so she wasn't entirely sure that the Board would want to just cut it off. But if they get through the spring, they could have a plan.

Ms. Navab said she saw this more as the Board giving Ms. Finn direction for a phase-out plan, to be presented when the Auxiliary developed it.

Mr. Hoople moved to develop a phase-out plan for Lecture Notes over the next five or six months. The motion was seconded by Ms. Navab.

Mr. Flaharty asked if the motion could say that the Board approved the termination of Lecture Notes as of fall 2013, and to charge the Auxiliary with creating a plan to do that. The motion was seconded.

THE MOTION TO APPROVE THE TERMINATION OF LECTURE NOTES AS OF FALL 2013, AND TO CHARGE THE AUXILIARY WITH CREATING A PLAN TO DO THAT, PASSED BY HAND-VOTE 8-0-0.

[In a November 25 e-mail, Ms. Chen asked the minutes to reflect the following. Ms. Chen sent an e-mail on November 13 to Board members, calling for an online vote on Lecture Notes. The proposal was to not hire new notetakers for spring 2013 and to make archived notes available for purchase during spring 2013 and fall 2014 before ending the program altogether in fall 2014. This would provide 12 months for the campus, or anyone else, to pick up the program, if desired.]

[VIA AN E-MAIL VOTE, THE BOARD WAS ASKED TO VOTE TO CONFIRM THE FOLLOWING: (1) END OF NEW NOTE TAKING EFFECTIVE DECEMBER 2012; AND (2) PROVIDING ARCHIVED NOTES FROM JANUARY 2013-DECEMBER 2013. ]

[PER MS. CHEN'S NOVEMBER 25 E-MAIL, BY AN ONLINE VOTE OF 8-0-0, THE BOARD APPROVED PROPOSAL (1), AND BY AN ONLINE VOTE OF 8-0-0, APPROVED PROPOSAL (2).]

Ms. Navab asked why the Board never hears anything about the Cal Lodge. Mr. Spivey said the Lodge is a student asset. He was just the manager who manages that activity, a lot. Mr. Landgraf said the students were working on that question.

Mr. Flaharty asked if the Board was asking the Senate to comment on the Lodge or if they were saying that the Lodge wasn't a topic for the Board to discuss. Mr. Landgraf said they were saying that it's not a topic for the CSSB.

## STANDING COMMITTEE REPORTS

### Report from the Organization and Governance Committee

Mr. Sayarath said that search committees were well underway. The big one is the LEAD Center Director, and Ms. Finn gave an update on that. On governance issues, what the Committee did last time was to kind of distribute different governance issues to people on the Committee. They'll meet again to bring all the information together and create one document that the Board could live off of, to kind of use forever. Lastly, the Committee had Ms. Chen invite Christina Maslach, the Academic Senate Chair, to sit on the

CSSB. Ms. Maslach hasn't responded, so Mr. Sayarath said he would follow-up and go to Ms. Maslach during her office hours and beg her to come there, or make her appoint a representative.

Ms. Navab said he might also reach out to Elizabeth Deakin, the Vice Chair of the Academic Senate.

Ms. Navab said there was an Excel sheet or Google Doc sheet with all the search committees. She asked if Board members were needed to sit on any of them. Mr. Sayarath said committees for the LEAD Center Director and the Marketing Director were all set. Those were the two positions that people on the Board would really want to sit on. If anybody had an interest in sitting on the search committee for the Publications Coordinator or Greek Coordinator, they should let him know. He himself didn't have an interest in sitting on those.

Ms. Navab said that for search committee positions that people on the Board weren't interested in, maybe seats could be opened up to have more Senators. Mr. Sayarath said that he and Ms. Finn talked about that via e-mail. He was thinking they could have stakeholder sessions and invite Senators to attend.

Ms. Navab said they could replace a Board member's seat with that of a Senator, especially for the Greek Coordinator position, since half the Senate is in the Greek community, and they'd be interested in the position. Mr. Sayarath said he'd talk to Ms. Finn about that.

Ms. Chen asked if they could also look into retreat dates and planning. Mr. Sayarath said they were planning for a retreat in the spring.

Mr. Hoople asked if people will be around in January, or if a retreat would be held before the semester starts. Ms. Chen said they usually hold it the first week they're back. Mr. Hoople said there were conflicts with classes last time, so it would be better if they didn't do that. He asked if people would be there the week before classes, and noted that people were shaking their heads no. Mr. Sayarath said they'd figure it out. Ms. Finn said it wouldn't be two days. Ms. Chen said it would be just one day. It could be a Saturday, if people were okay with that, so nobody would have a class.

Mr. Flaharty asked about holding the retreat the second week of January.

Mr. Sayarath said that regarding having a member of the Board from the Academic Senate, the reason was to have a faculty rep with expertise in Divisional behavior, and someone who had political ability in the Academic Senate to ask faculty to do stuff for the Board, such as with book adoptions, for instance, and to have a faculty member urge other faculty to send in their book lists.

#### Report from the Finance Committee

Ms. Yun said the Finance Committee didn't meet. Their next meeting is November 8. They'll have an update. If people want, she could e-mail it out.

Ms. Chen said she thought that the Finance Committee could also perhaps look at phasing out Lecture Notes as well, since the Business Development Committee had a lot to do.

#### Report from the Business Development Committee

Mr. Landgraf said the Committee has a meeting scheduled for November 28-29.

Ms. Navab said that Mr. Flaharty asked to have strategies for Lower Sproul food vendors explained. They originally thought of going for a property manager, or retail manager type of business, and have them make pitches to the Board. But a group in the Business Development Committee, some Capital Projects people, and Ms. Finn, met to talk about what made the most sense for them financially and long term. They decided that they needed to re-examine other options.

Ms. Navab said they identified three different options. One was to stick with the property/retail management type of option; a second option was to go to a full-time staffperson whose job it would be to deal with leases, recruit businesses, and build out the spaces; and a third option was to go back to a national or regional chain that would give the Auxiliary a guarantee and would then run all the businesses.

The group thought that in the short run, allowing regional and national chains to pitch and to provide a guarantee might make more sense. In the long run they might want to look at hiring someone whose expertise was to manage businesses. They really thought that couldn't be ruled out. So they're inviting both property managers and as well as third-party vendors that would give the Auxiliary a guarantee to give pitches to them.

Mr. Flaharty said that when they started this discussion, the issue of brands came up very quickly. In his experience, Sodexo-type companies are good at what they do, but they're almost all national brands. He believed that when the Auxiliary started this discussion, they said that would probably not be in a typical the box. He had no issues if they chose to still look at that option, but it had been removed for a reason.

Ms. Navab said the group talked about that. The old Food Committee last time shared some thoughts about that. Part of what they talked about was that from Ms. Finn's experience, what they'd ask companies to pitch to the Auxiliary would now be a little bit different. And how they brand would be communicated differently. There are also third-party vendors who weren't quite the Sodexo-type companies that Ms. Finn has reached out to, or will reach out to.

Ms. Finn said that in partnering with Sodexo or Aramark, they can bring in the standard commercial chains, like McDonald's, Burger King, or Chick-fil-A. But they also have their own brands, and they could also brand locally, to a particular community. These companies in recent years have moved to a more local element. At UNLV there's a pizza place, Metro Pizza, that the students love. Aramark partnered with Metro Pizza to bring it into the student union; and Metro doesn't exist at any other student union. Aramark runs the contract. So those companies are starting to see the bigger picture and beginning to understand that it wasn't only about what they have in their portfolio, but was also about what each campus individually wanted. So given the Auxiliary's expectations, the way these companies would do their presentations might change. And then they'd have those kinds of conversations.

Mr. Flaharty said this goes back to the clarity of the program statement and what the Auxiliary would want from food. If they put that out there, they'd see what shows up.

Ms. Chen said that last year the Board went through interviews with Aramark and Compass, as Ms. Marthinsen knew, since she was there. The companies told them about being on other campuses, and that they covered dining across the entire campus. So it wasn't just looking at four spaces, and at other campuses, they did dorm dining and other sorts of dining.

Ms. Finn said the Auxiliary would be like a boutique account for such companies because here they would just do the retail and the catering. The companies would have to come in what that perspective, that they wouldn't get residential dining or concessions. It would be very targeted.

Ms. Navab said she sent the dates of the presentation to some of them, including the Business Development Committee, the Chair, and the Vice Chair. If anybody else was interested, the only thing they ask was that people attend both full days of presentations, which will be held on the 20th and 29th.

Ms. Marthinsen said that one thing Ms. Finn talked about when they had this meeting, which Ms. Mathers agreed with, was that there is a simplicity to having a larger vendor come in, to help the Auxiliary reach its schedule deadline of opening in 2015. If something doesn't work for ten years, they could have somebody for five years. With the timing they have, that could be helpful.

Mr. Hoople asked what the length of the contracts were. Mr. Landgraf said he believed they began at five years, and five one-year extensions. Mr. Hoople asked if the Auxiliary would review the company every year, and if the Auxiliary would be able to terminate if they were unhappy. Ms. Finn said that both parties had to be in agreement. Previous contracts the Auxiliary had weren't written as being mutual. The vendor had the right to accept them and the Auxiliary had no rights. So moving forward, they'd have mutual rights.

Mr. Hoople said he didn't think the Auxiliary was ready to do this on their own, but UCLA, the most profitable bookstore of any, runs this on its own, and makes a ton of money doing that. He could see the Auxiliary, in the future, being able to take that on if they get the pieces in place. They need help in the short-term, but then could be able to run it themselves in the long-term. He thought that's what some people were saying; but he just wanted to say that explicitly.

Mr. Landgraf said they're definitely not there, but maybe in five years they would be.

Ms. Chen said that for their Bookstore in the future, one reason UCLA was very profitable was how they brand UCLA. It was on everything. Cal's brand was not nearly as strong. There are UCLA flip-flops. Ms. Finn said UCLA has a large amount of international sales. Even with what Berkeley currently did, on Cal game days, international sales go up, although she didn't know the amount of the increase.

Ms. Navab said that when a search is done for "Cal," a million other vendors come up, and it's not Follett that comes up. Ms. Finn said the Bookstore was one of the results of a search, but she didn't know what the capture rate was. Mr. Hoople said the Auxiliary needed to get into that market.

Mr. Flaharty asked about the timing for issuing an RFQ or RFP, whatever they choose. Ms. Finn said she was waiting until that afternoon to make sure nothing changed at this meeting. She has the list of eight vendors they'd reach out to. She wanted to give Ms. Nomura-Weingrow huge, mad props for her help. They have a "save the date" notice that will go out that day to companies. Helen Levay, of Real Estate Services, and Bob Hatheway, who handles vendor relations for the University, have been reviewing the actual RFQ, and are supposed to get feedback from the Auxiliary for the Committee review next week. And they'll get it out hopefully by then.

Ms. Navab said that the Committee, then, would see it again before it was sent out. Ms. Finn said that was correct.

Mr. Flaharty said that would give them the companies about two weeks to prepare. Ms. Finn said that was correct, minus the holiday.

#### BOOKSTORE / CUBS UPDATE

Ms. Chen said the only other item on the agenda was closed session for the updates on the Bookstore and on CUBS. She asked for a motion to go into closed session. It was so moved and seconded. Ms. Chen said she would ask to allow Mr. Spivey, Mr. Scroggs, and Ms. Shafaghi to remain. **THE MOTION TO MEET IN CLOSED SESSION, TO DISCUSS UPDATES ON THE BOOKSTORE AND ON CUBS, PASSED WITH NO OBJECTION.** This meeting entered into closed session.

Back in open session, for the minutes, Ms. Chen said the Board talked about a motion to allow Mr. Spivey and Mr. Robinson to move forward and negotiate with CUBS what was discussed in executive session. It was so moved and seconded. **THE MOTION TO ALLOW MR. SPIVEY AND MR. ROBINSON TO MOVE FORWARD AND NEGOTIATE WITH CUBS WHAT THE BOARD DISCUSSED IN CLOSED SESSION PASSED UNANIMOUSLY BY HAND-VOTE.**

#### SNAPS AND TRAPS

Ms. Chen said she would apologize for being a little over on time. She would ask for comments on things that went well, and things people thought needed to be improved.

Ms. Navab asked when the next meeting will be. Ms. Chen said the next meeting was scheduled for November 15. Ms. Navab said that she and Mr. Landgraf will be at a meeting in LA and would ask to reschedule the next Board meeting. The week after the 15th was Thanksgiving, and then the week after that is one week before the Board's December meeting. She didn't think it made sense to have two meetings two weeks in a row. So they could either cancel the November 15 meeting and just meet in December, or they could move the December meeting to November 30, and just have one meeting on that date.

Ms. Navab asked if a discussion on Anna Head could wait until the December meeting. Ms. Finn said the longer they wait the more opportunities they lose to generate revenue in the off-times when Anna Head wasn't being used. Vivi Nordahl told her on Thursday that she got two calls by 8:30 a.m. from groups wanting to rent Anna Head. When they go into construction, the Auxiliary loses lots of opportunity to make money. Anna Head is a hot commodity. They realize they need to meet student needs first, but every month they wait is a loss of opportunity.

Ms. Navab asked if they could take this back to Business Development, if necessary, and then have an online vote, if necessary.

Mr. Hoople asked if they needed a policy for businesses to use Anna Head space. Mr. Landgraf said there were some terms, a general policy to consider, for businesses and student groups. Mr. Sayarath said it was really complicated, because they have CACSSF money, and they want to expand it.

Ms. Chen asked if this was something they could do on November 9. Ms. Finn said she wouldn't be there. Ms. Navab said she thought the Board should just have an online vote, if it was ready before then, because they had too many things to consider. Ms. Chen said they could vote online, as long as this was vetted by the Business Development Committee. Mr. Hoople said that as long as they think this was a great for with students, staff, and faculty. He wanted to be able to read the policy and able to ask questions. And they could vote online.

Ms. Navab said the MOU says the GA had to agree with these terms, and the GA hasn't agreed yet. That was partially why the Board couldn't vote on it anyway that afternoon.

Ms. Chen said they should then aim for a vetted, clear, online vote sometime in November, as soon as people were ready.

Ms. Yun asked if that meant the Board would still meet on November 16. Ms. Chen said she didn't think they would. Mr. Landgraf and Ms. Navab would be gone, so she didn't think that would make sense. And Ms. Chen said she would also be out of town. So the Board would meet on December 7. So the Board would cancel the November 16 meeting.

Ms. Chen asked if there were any snaps or traps anyone wanted to bring up.

Mr. Hoople said he thought things were going well. He thought they were making good progress.

Ms. Mobasseri said people raised their hands.

Ms. Chen said that concluded their agenda, and the meeting was adjourned. It was so moved and seconded, and passed with no objection.

This meeting adjourned at 1:52 p.m.

These minutes respectfully submitted by,

Steven I. Litwak  
Recording Secretary

DECISIONS OF THE BOARD

Procedures

- Oct. '12 Welcomed John Scroggs to the Auxiliary, Transition Implementation Manager.**
- Oct. 12 Welcomed Nikou Shafaghi to the Auxiliary, Executive Assistant.**
- July '12 Kelsey Finn's first Board meeting as ASUC Auxiliary Executive Director.
- July '12 Christopher Ansell joins the Board, faculty representative, a seat formerly held by Todd LaPorte.
- May '12 Made committee assignments for 2012-13.
- April '12 Hired Silvia Baroni as Lecture Notes Manager.
- April '12 Elected Ms. Chen as Board Chair and re-elected Mr. Flaharty as Vice Chair.
- Nov. '11 Voted to have the Store Operations Board (SOB) also known as the Commercial and Student Services Board (CSSB).
- Nov. '11 Allocated up to \$25,000 to match the campus contribution for a search firm for the executive director position.
- Nov. '11 Discussed and agreed to procedures for the Board.
- Sept. '11 Established standing rules for Board meetings.
- July '11 Elected Mr. Landis as Board Chair.
- Nov. 10 Voted to give Senators access to SOB bSpace material, with the Board Chair to remove confidential material.
- Oct.'10 Mr. Zuo elected as Board Chair
- Oct.'10 Ryan Landis joins the Board, undergraduate representative.
- Sept.'10 Mr. Daal elected as Board Chair.
- Sept.'10 Prof. Edwin Epstein joins the Board.
- Sept.'10 Approved Resolution on Board Authorization of Minor Lease Negotiation, whereby negotiations on a minor lease may be stopped by Board vote.

Procedures (cont'd)

- June '10      Approved up to \$13,000 for the search and selection of a Lower Sproul consulting architect and for a LS student relations position.
- April '10      Amended Section 3.3 of the CAA to define “minor leases” at \$150,000.
- March '10      Emily Marthinsen joins the Board, replacing Ms. Griscavage.
- Dec. '09      Welcomed to the Board Khira Griscavage.
- Nov. '09      Established a Food Subcommittee for the Bear's Lair Food Court.
- Sept. '09      Heard a presentation from Business Services on RFP procedures.
- Sept. '09      Voted to have \$20,000 from ASUC reserves, held by the Auxiliary, to be used for the Lower Sproul campaign.
- July '09      Welcomed to the Board Prof. Myers and Dean Poullard.
- July '09      Elected Mr. Rajan and Mr. Poullard as Chair and Vice Chair.
- July '09      Established a subcommittee to consider amendments to the SOB Charter and By-laws.
- July '09      Approved an operating principle of perspective vendors submitting an ROI to the Auxiliary before having the matter come to the Board.
- May '09      Welcomed Mr. Zuo and Ms. Coleman to the Board, undergrad reps in two-year and one-year terms respectively.
- May '09      Approved proposed changes to the CAA that would have the ASUC and the GA share commercial revenue.
- Dec. '08      Asked the Auxiliary to look into whether confidential contract documents could be delivered to members prior to Board meetings.
- Nov. '07      Welcomed Marilyn Stager to the Auxiliary, Business Services Officer.
- Sept. '07      Welcomed to the Board Prof. Cluff and Mr. Ortega, GA rep.
- Aug. 07      Elected Mr. Dally and Mr. Nguyen as Chair and Vice Chair for 07-08.
- May '07      Mr. Smith's first Board meeting as undergraduate representative.
- May '07      Mr. Spivey's first Board meeting as ASUC Auxiliary Associate Director.

Procedures (cont'd)

- Dec. '06 Amended the Commercial Activities Agreement, to list the Blue & Gold Yearbook under Exhibit A, Part B, Number 11, to allow the Yearbook to receive student addresses from the Registrar's Office.
- Nov. '06 Elected Mr. Dally as Vice Chair of the Board and elected to have Ms. Putnam-Smith serve as Chair for the remainder of her term, ending at the conclusion of Spring Semester, '06-7
- July '06 Mr. Permaul's first Board meeting as Auxiliary Director.
- June '06 Unanimously endorsed the efforts of the Chancellor and the UC President to utilize programs such as the Designated Suppliers Program, or other means of preventing the use of sweatshops in the production of University apparel and goods.
- April '05 Mr. Dally joined the Board as undergrad representative.
- Dec. '05 Asked the Finance Committee to discuss with Internal Audit the ASUC's Use of the BFS accounting system.
- Dec. '05 Elected Ms. Putnam-Smith as Chair of the Board.
- June '05 Voted to have committees, after the August meeting, agree upon meeting Times, during normal business hours, and for the Finance Committee to meet at least quarterly, and for each committee to have representation of faculty, staff, and students.
- June '05 Re-elected Mr. Cohen as SOB Chair and elected Ms. Putnam-Smith as Vice Chair.
- Feb. '05 Mr. Miles and Mr. Williamson joined the Board.
- Aug. '04 Formed an ad hoc committee to study increasing efficiency in information technology.
- July '04 Elected Elliot Cohen as Acting Chair of the SOB, for 2004-5.
- April '04 Considered and amended ASUC Auxiliary Budget Principles.
- Jan. '04 Agreed to send another letter to the ASUC Senate and the GA asking to resolve the question of GA representation on the Board.
- Dec. '03 Voted to send a letter to the ASUC and the GA asking to resolve the question of GA representation.

Procedures (cont'd)

- Oct. '03      Approved the establishment of ad hoc committees: Commercial Operations, Auxiliary Services, and Finance.
- Aug. '03      Heard a report on the establishment of the Space Assessment Committee for Eshleman and MLK.
- June '03      Elected Ms. Quindel and Mr. Bucklin as Board Chair and Vice Chair, 2003-4.
- June '03      Formed a Subcommittee on Committees to determine a committee structure for the Board.
- June '03      Agreed to hold a Board members orientation by August 30.
- May '03      Agreed on the need for a Board members orientation to be held before the start of the school year.
- Dec. '02      Enhanced Board minutes by adding "Decisions of the Board."

VENDORS

- Oct. '12      Approved the termination of Lecture Notes as of fall 2013.**
- April '12      Approved giving Saigon Eats a notice to pay rent or vacate.
- April '12      Approved negotiating a ten-year lease with Follett, to possibly start after construction.
- April '12      Approved relocation terms for the English Studies Institute.
- March '12      Authorized negotiations for a ten-year contract with Follett, and to offer Follett a space arrangement outside MLK.
- Feb. '12      Offered the bowling alley space to the Bookstore post-construction.
- Feb. '12      Voted to not have a food vendor in the northeast corner of MLK.
- Feb. '12      Voted to not pursue having infrastructure for a possible restaurant in the northeast corner of MLK.
- Feb. '12      Voted to pursue having a third-party firm manage Auxiliary commercial activities other than the Bookstore.

Vendors (cont'd)

- Nov. '11 Gave up Naia commercial space, after LS renovation, for use as a media center, contingent upon renovations paid by the \$30M in savings.
- April '11 Elected Hedy Chen elected as SOB representative on the Daily Cal Board.
- Mar. '11 Heard from a consultant on Lower Sproul and heard the results of a major survey.
- Mar. '11 Formed a committee to envision Lower Sproul food, retail, and the Bookstore.
- Feb. '11 Voted for a month-to-month lease for the Pub, and to go out to RFP.
- Dec.'10 Voted to extend the Follett lease for one year, to 2014, in exchange for an overpayment by Follett.
- Sept.'10 Paramjit Singh, Subway, and Henry Pham, Saigon Eats, welcomed to the Auxiliary.
- Sept.'10 Approved Kaplan lease for space formerly occupied by STA Travel.
- April '10 Approved the preparation of leases for space Nos. 2 and 3, Saigon Eats and Subway Sandwiches, for a maximum of seven years, with vendors to invest over \$100,000 in infrastructure and appearance of the spaces.
- April '10 Approved the extension of the Coffee Spot lease by two years.
- April '10 Voted down a motion to prepare an RFP for copying services at the Postal Annex site.
- Jan. '10 Voted to enter into negotiations with Subway Sandwiches and Saigon Eats.
- Dec. '09 Passed a Resolution to extend the Taqueria lease until May 31, 2010; gave the Taqueria until January 10, 2010, to accept terms that were presented in July. A negative response or no response would have the Auxiliary issue an RFP on January 11, 2010,
- Dec. '09 Determined weights for the Bear's Lair RFP scorecard.
- Nov. '09 Reduced CUBS' rent 50% for the summer months the space was inaccessible due to University issues.
- Nov. '09 Decided to charge a \$500 deposit to CALPIRG.
- Nov. '09 Offered to extend the lease of the Taqueria through May, 2010.

Vendors (cont'd)

- Oct. '09 Extended the lease of Healthy Heavenly Foods through May, 2010.
- Oct. '09 Extended the Daily Cal lease to September 30, 2012, adding CPI and electrical monitoring.
- July '09 Approved a one-year contract extension for the Daily Cal, through 2012.
- July '09 Approved Mr. Zuo as SOB rep to sit on the Daily Cal Board.
- July '09 Voted to present the SOB's contract to Food Court vendors, and to go to RFP if the terms were accepted.
- May '09 Approved an amendment to the Naia lease, to allow the sales of sushi and salads, with Naia to reopen in the fall.
- May '09 Approved a five-year lease extension for CALPIRG, with new lease terms.
- May '09 Agreed to a three-year lease extension for the Daily Cal, and on terms to repay deferred rent payments, with an SOB member to sit on the Daily Cal Board until repayment.
- May '09 Voted down approval of the proposed Panda Express contract.
- May '09 Voted to go to RFP, on June 30, for the STA Travel space, and any other spaces that become vacant in the coming year.
- May '09 Revised the agreement with CampusLink to end its monopoly on Student Union advertising.
- April '09 Amended the Panda Express contract and voted to renegotiate.
- April '09 Agreed to present draft contracts to the Coffee Spot, the Taqueria el Tacotento, and Healthy Heavenly Foods, going to RFP's if necessary.
- March '09 Approved the Tully's Coffee contract.
- Feb. '09 Voted to approve the CUBS contract.
- Feb. '09 Voted to move forward with the Tully's contract.
- Jan. '09 Voted to continue negotiations with Panda Express and Tully's Coffee.
- Dec. '08 Voted to go out to bid for all Bear's Lair Food Court vendors.

Vendors (cont'd)

- Nov. '08      Approved Action Vending proposal to increase vending prices.
- Sept. '08      Agreed to Daily Cal terms for deferment and reduction of rent.
- Sept. '08      Heard the terms of a possible Panda Express contract.
- June '08      Approved the concept of bringing the Brazil Café to the ASUC.
- June '08      Approved a Letter of Intent to negotiate with Panda Express.
- May '08      Approved Letters of Intent to: renegotiate leases with Bear's Lair Food Court vendors, ESI (English Studies Institute), the Daily Cal; to negotiate leases with a flower vendor, a bicycle vendor, Panda Express, and a major coffee vendor; and to amend the Coffee Spot lease for coffee cart operations at Anthony Hall.
- Dec. '07      Heard a presentation by CUBS.
- Nov. '07      Received "Roadmap to Redevelopment at the ASUC: A Conceptual Draft for Physical Improvements to ASUC Commercial Operations."
- June '06      Unanimously approved having Mr. Rolle look for someone to manage the Lodge, with the same relationship as with the previous manager, removing restrictions for a leaseholder.
- March '06      Approved a five-year lease option exercised by the Jupiter Pub.
- Feb. '06      Authorized pursuit of a judgment against the previous Cal Lodge leaseholder on behalf of the ASUC and the ASUC Auxiliary.
- Sept. '05      Authorized the Chair to write a letter to Associate Vice Chancellor LeGrande about the rate and usage of the Cal 1 Card.
- Sept. '05      Approved use of an inspector suggested by the Alumni Association to inspect the Cal Lodge, to authorize pursuing an agreement for the Alumni Association to manage the Lodge.
- March '05      Heard a presentation by Daryl Ross and agreed to investigate the possibility of a "green" restaurant in the southeast corner of the Student Union.
- May '05      Approved the further exploration with Daryl Ross of placing a green café at the southeast corner of the Student Union.
- Nov. '04      Approved the transfer of ownership of The Taqueria to the owner's nephew.

Vendors (cont'd)

- Nov. '04 Approved a two-year lease extension, begin Jan. 1, '05, to the Taqueria and Healthy Heavenly Foods.
- July '04 To advertise the Store, the ASUC worked to give CalSO counselors a \$5 gift certificate and RAs a 15% discount card.
- Aug. '04 Decided to offer the Pub, after consulting with counsel, a reduction in rent, with conditions.
- July '04 Heard a counter proposal from the Pub regarding a contract revision. Authorized the Director to seek legal counsel.
- June '04 Approved a five-year extension for the STA Travel lease.
- June '04 Approved the Resolution In Support of Follett Contract Performance Review.
- June '04 Approved changes to the terms of the Pub's lease.
- April '04 Authorized negotiations for a 12-month contract with the current Bear's Lair tenant, and to terminate the lease if negotiations failed, and to issue an RFP.
- March '04 Agreed to a four-with pilot project for the New York Times Readership Pilot Project.
- March '04 Rejected contract proposals submitted by Pub management, called upon the Commercial Operations Committee to initiate a student survey on use of Pub space, and approved sending out an RFP for the space.
- March '04 Recommended signing the Follett contract, dated Feb. 26, '04.
- Jan. '04 Agreed to publish a letter in the Daily Cal to the general campus community promoting Auxiliary businesses.
- Jan. '04 Voted to send a letter of apology to the Bookstore manager for the content of a flier for the ASUC Bookswap.
- Dec. '03 Heard from John Martin, operator of the Pub.
- Nov. '03 The Daily Cal lease was signed, and printing of the ASUC government page began.
- Nov. '03 Heard a presentation on Coca-Cola business practices in Colombia.

Aug. '03

Amended the Daily Cal lease to have a code of conduct for the paper discussed by the campus community at-large.

MLK Student Union / Pauley Ballroom (cont'd)

- July '03        Approved a five-year lease with the Daily Cal.
- July '03        Authorized an engineering study of the Cal Lodge, for use in negotiations with the lessees.

MLK STUDENT UNION / PAULEY BALLROOM

- July '12        Voted to rent storage and office space to SUPERB and to make room 279 available for table storage.
- April '12       The ASUC filed an insurance claim with Lloyd's of London for about \$183,000 in damages to the Cal Lodge.
- Nov. '11        Voted to recommend an elevator be placed in the northeast corner of the Union, Upper Plaza level.
- Nov. '11        Approved the Studio to use Naia space until Lower Sproul construction, with no commitment for future usage or investment.
- Oct. '11        Approved rates for the use of Eshleman Library, as commercial space.
- Sept. '11       Voted to not charge for student government use of Eshleman Library until the next SOB meeting, when policy would be re-evaluated.
- April '11       Voted to make the Tilden Room meditation and reflection space.
- Feb. '11        Approved a \$1,900 contribution to open the Senate Chamber for study space during finals.
- Sept.'10        Welcomed Lawrence Lawler as new Student Union Director.
- April '10        Approved an appropriation of up to \$3,000 from Auxiliary reserves for Lower Sproul, BEARS Referendum-related expenses.
- March '12       Approved an equity increase for Tom Spivey, retroactive to July 1, 2011.
- Feb. '10        Had a session to envision the Auxiliary budget.
- Nov. '09        Allocated \$30,000 out of Auxiliary reserves to fund a study on a maximum build-out option for Lower Sproul redevelopment.
- July '09        Approved the 2009-10 Auxiliary budget.

Budget

- May '09 Learned that due to a possible FEMA grant, phase 3, of the Student Union seismic project would be postponed until the summer of 2010, including the Pub, and the Store, and the Multicultural Center.
- Dec. '08 Work began on the seismic retrofit of MLK.
- Oct. '08 Heard from, gave feedback to, Brailsford & Dunleavy, on Lower Sproul redevelopment.
- June '07 Approved up to \$35,000 for Student Union improvements, estimates, and studies, including the Tilden Room, Pauley Ballroom, and the Food Court.
- April '06 Approved the 2006-7 Auxiliary budget.
- May '05 Voted to approve the LoSpro lounge proposal for the space in the Student Union occupied by the Bearcade.
- May '05 Voted to explore options for the expansion of the Art Studio.
- April '05 Approved the 2005-6 Auxiliary budget.
- Oct. '04 Authorized ASUC President Leybovitch, with matching funds from H&D, to spend up to \$2,500 for a Student Union/food service survey.
- Sept. '04 Approved a motion to state that the Board alone had authority to shift funding; to determine 03-04 residual profit at \$103,208; and to transfer \$50,000 from residual profit to the Auxiliary Contingency Fund, making up for a transfer of that amount to the ASUC to balance its 04-05 budget.
- May '04 Approved a motion to urge the future SOB, 04-05, to consider as a high priority, fully funding one position for the OSA and a half OSA position for the GA.
- April '04 Approved the ASUC Auxiliary FY 2004-5 budget, including a transfer to the ASUC of \$50,000 from Auxiliary Contingency Reserves.
- June '03 A committee was formed to balance the Auxiliary budget. The Subcommittee on Committees will determine if this should be an ad hoc committee.
- May '03 Approved agreement with the Chancellor's proposal on the multicultural lounge; to enter into negotiations on costs and the Auxiliary's role in managing the facility; and to approve a negotiating committee. Current Officers will negotiate, with new Officers to shadow them until current Officers leave.

Budget (cont'd)

- May '03      Approved having Mr. Cordi and Mr. Rolle submit a proposal to support student use of Pauley Ballroom by the June SOB meeting.
- May '03      Approved the 2003-4 budget, and charged the Auxiliary Services Committee to determine cuts to balance the budget. Absent a recommendation by August 30, agreed to staff the security desk in Eshleman.
- June '03      Formed a subcommittee to further consider the Daily Cal lease.
- May '03      Heard a presentation by Coca-Cola representatives on the company's business practices in Colombia.
- April '03      Received a proposal, as part of the 2003-2004 budget, to allocate 20,000 for the Senate and the GA to use for Pauley Ballroom fee waivers.
- Feb. '03      Approved a subcommittee to look into policies for Pauley Ballroom and for fee waivers.
- Feb. '03      Received "ASUC Auxiliary Revenue and Expense Report, July-December 2003."
- Dec. '02      Added a fair-trade coffee option into the lease of the Coffee Spot.
- Dec. '02      Authorized a letter to Coca-Cola expressing the Board's concerns with allegations of human rights abuses in Colombian bottling plants, and requested a company representative speak to the Board.