



ASSOCIATED STUDENTS, INC.

CALIFORNIA STATE UNIVERSITY, FULLERTON™

Governance Meeting Minutes May 03, 2018

CALL TO ORDER

Jesse Rodriguez called the meeting to order at 02:33 p.m.

ROLL CALL

Members present: Rodriguez, Gelrud, , Jakel, Snyder, and Vasquez

Members absent: Sheppard

**Indicates that the member was in attendance for a portion of the meeting, but not in attendance prior to the announcement of Unfinished Business. [According to the by-laws, a member of the board who is not in attendance prior to the announcement of Unfinished Business is considered not to be in attendance.]

APPROVAL OF AGENDA

(M) Vasquez (S) Snyder moved to approve the agenda as presented. There were no objections.

APPROVAL OF MINUTES

(M) Vasquez (S) Snyder moved to approve the minutes as presented. There were no objections.

Time Certain

Rodriguez acknowledged Justin Lawson, Special Projects Coordinator as the 2:30 pm time certain.

Lawson congratulated the committee on a successful year. Lawson shared with the committee what he had worked on during the 2017-2018 academic year. The major projects Lawson worked on were transitioning the policy statements to the new approved Board of Directors format. Additionally, Lawson played a major role in Dr. Edward's goals. He was responsible for tracking and managing the goals to the Board of Directors.

Lawson stated that another big project was working with Drew Wiley, Leader and Program Director assessing the ASI Programs. Lawson created a survey to analyze the structure of the programs.

Lawson also worked on the ASI professional staff opinion survey. Lawson explained that the survey was conducted on a yearly basis in order to determine satisfaction. The data gathered from the survey would be used to move forward as an organization.

Lawson informed the committee of his new job opportunity with Transportation Analyst for the Diversity & Economic Opportunity Department with the Los Angeles Transportation Authority (LA Metro).

Lawson thanked the committee for their time.

PUBLIC SPEAKERS

REPORT:

Director of Administration

McDoniel was absent.
No report.

REPORTS- Chair

Rodriguez informed the committee of the progress the Governance committee made throughout the semester. Rodriguez stated that he had been preparing a transition binder for 2018-2019 ASI Board of Directors Vice Chair Secretary.

Unfinished Business

None

New Business**a. Action: Approval of Titan Student Center Board of Trustee Bylaw changes Article VI**

Governance 18-19 (M) Vasquez (S) Snyder moved to consider approving Titan Student Center Board of Trustee (TSCBOT) Bylaw Changes Article VI.

Rodriguez yielded to Nicholas Jakel, Board of Director Chair to elaborate on the changes made to the TSCBOT bylaws.

Jakel stated that in the previous years the TSCBOT bylaws were separated from ASI. They were officially merged last year. Jakel clarified that the Board of Trustee was a sub board to Board of Directors which they would no longer be able to make their own changes.

Jakel reviewed the following changes made to the bylaws:

- (1) hour a week of office hours
- There will be three officers: Chair, Vice Chair for Facilities and Vice Chair for Operations.

Jakel clarified that the Facilities and Operations was changed to two separate officers versus having one officer focus on two heavy areas. The marketing and operations officers was removed due to its low activity.

Jakel clarified that the Vice chair for facilities would appoint a committee member to serve as a marketing liaison. The appointed student would be responsible for being the voice on all areas concerning marketing efforts.

The Vice Chair for Operations shall appoint a student trustee committee member to serve as programming liaison. The programming liaison shall serve as the titan student centers contact on all areas concerning programming efforts.

Rodriguez yielded to Rebecca Hesgard, Vice Chair for Programs and Services. Hesgard stated that the Facilities and Operations vice chairs would allow to reallocate duties. The 2017-2019 Facilities and Operations Committee Meetings were receiving majority of the actions items.

Rodriguez moved into discussion.

Jakel expressed the changes to Facilities and Operations would really aide in removing the majority

**Governance 17/18 00
Motion Passed 4-0-0****b. Discussion: Governance Transition Preparation for 2018-2019 Academic Year**

Rodriguez asked the committee for feedback regarding on their experience as Governance Committee members.

Jakel asked Rodriguez what would he had liked to receive as a chair.

Rodriguez stated that the 2016-2017 Governance chair provided goals.

Gelrud suggested defining Governance I order to help guide the next chair in the right direction.

Rodriguez stated committees are created based on interest and availability. Two directors of the same college cannot be assigned to the same committee.

Snyder stated that the vice chair report was helpful. Snyder suggested providing more information about resolutions process. Conducting live edits as they are being proposed is very beneficial when voting on action items.

Discussion ensued.

c. **Discussion: Overview of
Governance Committee
Accomplishments and Progress**

Rodriguez shared with the committee their progress and accomplishments. Rodriguez stated that the goal was to have directors collaborate.

Refer to attached PowerPoint for information regarding the Governance Committee accomplishments.

Discussion ensued.

Roll Call

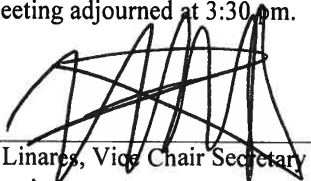
ROLL CALL VOTES		
COMM	Gelrud	Yes
EDU	Vasquez	Yes
ARTS	Sheppard	ABSENT
ECS	Snyder	Yes
HSS	Rodriguez	Yes
Results		4-0-0

**ANNOUNCEMENTS/MEMBERS'
PRIVILEGE**

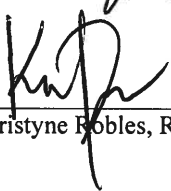
Jakel reminded everyone to continue being a liaison throughout their last couple weeks in their position.

ADJOURNMENT

The meeting adjourned at 3:30 pm.



Maria Linares, Vice Chair Secretary



Kristyne Robles, Recording Secretary

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ARTICLE VI

TITAN STUDENT CENTERS BOARD OF TRUSTEES

Section 1. **PURPOSE** The purpose of the Board of Trustees is to establish policies which will assure that the Titan Student Union, Student Recreation Center and the Irvine Fitness Center and student lounge (hereinafter referred to as “Titan Student Centers”) are a unifying force between students, faculty, and staff; campus centers for social, cultural, fitness, recreational and intellectual activities and services; places to provide further opportunities to broaden and strengthen interpersonal relationships and self-enhancement within a large urban university; and to provide experience in self-government and civic responsibility.

Section 2. **DELEGATION OF AUTHORITY**

Clause 1. The Board of Directors establishes the Titan Student Centers Board of Trustees in order to develop and adopt operating policies to govern the operation of the facilities and programs of the Titan Student Centers.

Clause 2. The Board of Trustees delegates the responsibility for the daily operation of the Titan Student Centers to the ASI Executive Director. The ASI Executive Director appoints and supervises the staff of the Titan Student Centers.

Clause 3. The ASI Executive Director works closely with the Dean of Students and the Vice President of Student Affairs to assure the relationship the Titan Student Centers has with the educational program of the University.

Section 3. **DUTIES AND RESPONSIBILITIES OF THE BOARD**

Clause 1. The Board of Trustees participates in the selection of the Associate Executive Director and Titan Recreation Director.

Clause 2. The Board of Trustees provides the maintenance and general upkeep of the Titan Student Centers facilities.

Clause 3. The Board of Trustees establishes operating policies including but not limited to: scope of operation, use of facilities and allocation of space.

Clause 4. Salaries, benefits, and work rules governing employees are determined by the ASI Board of Directors within the framework of rules governing employees of auxiliary corporations established by the State of California.

Clause 5. The Board of Trustees makes provisions for adequate accounting and auditing procedures for the Titan Student Centers.

Clause 6. The Board of Trustees prepares an annual budget for the operation of the Titan Student Centers. After the proposed budget is formally adopted by the Board of Trustees, it shall be submitted to the ASI Board of Directors for appropriate action. Following approval by the ASI Board of Directors, the budget is submitted to the University President for final approval.

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- Clause 7. The Board of Trustees establishes standing committees necessary for the operation of the Titan Student Centers and defines their powers and responsibilities.
- Clause 8. Student members of the Board of Trustees may not be employed by the Associated Students, CSUF, Inc.
- Clause 9. Student members of the Board of Trustees will conduct one (1) hour a week of office hours. Office hours shall be made available to the student population by being posted on the outside of the office.

Section 4. **MEMBERS OF THE BOARD OF TRUSTEES**

- Clause 1. The ~~Governing Board~~Board of Trustees consists of voting and nonvoting members. Voting members of the ~~Governing Board~~Board of Trustees:
- a. Student Members:
 - I. ASI President or designee
 - II. ASI Board of Directors Chair or designee
 - III. Resident Student Association President or designee
 - IV. Ten (10) Student Trustees
 - b. University Members:
 - I. A Faculty Representative
 - II. Alumni Representative
 - III. University Presidential Appointee
- Clause 2. Non-Voting Members:
- a. University Members
 - I. Vice President for Student Affairs or designee
 - II. Vice President for Administration and Finance or designee
 - b. ASI Staff Members
 - I. Associate Executive Director
 - II. Director, Titan Recreation
 - III. Associate Director, Titan Student Union
 - IV. Associate Director, Marketing and Communications
- Clause 3. No voting proxy is allowed at any ~~Governing Board~~Board of Trustees or committee meetings.

Section 5. **SELECTION AND TERM OF OFFICE**

- Clause 1. **Student Membership and Length of Service** The following students hold membership and term by virtue of their office:
- a. ASI President or designee
 - b. ASI Board of Directors Chair or designee
 - c. Resident Student Association President or designee
 - d. Ten (10) Student Trustees elected by the student body to serve one-year terms.
- Clause 2. University Membership
- a. Faculty Representatives appointed by the Academic Senate, serving two-year

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terms.

- b. The University Presidential Appointee appointed by the University President annually for a one-year term.
- c. The Alumni Representative appointed by Alumni Association annually for a one-year term.
- d. Vice President for Student Affairs (or designee) serves by virtue of their office.
- e. Vice President for Administration and Finance (or designee) serves by virtue of their office.

Clause 3. Except as noted, the term of office runs from June 1 to May 31.

Section 6. VACANCIES

- Clause 1. The Board of Trustees Chair is responsible to notify the Board of any vacancy on the Board and/or standing committees. While a vacancy exists, the Chair makes progress reports to the Board at its regularly scheduled meetings.
- a. Student Trustees positions: In the event of a vacancy of one of the Student Trustees positions, the Board of Trustees Chair presents to the Board of Trustees a fair and open process to fill the vacancy. The Board of Trustees Chair makes a recommendation to the Board of Trustees for a replacement.
 - b. Other Positions: In the event of a vacancy of any other position, the Board of Trustees Chair works with the appropriate agent to secure a replacement.

Section 7. ABSENCES

- Clause 1. Attendance is defined as being present prior to the announcement of unfinished business and remaining until the scheduled ending time for the meeting.
- Clause 2. Board of Trustees members are allowed no more than two unexcused absences from the Board of Trustees and standing committee meetings each semester. Excused absences are granted for due cause.
- Clause 3. The Board of Trustees Chair refers to the removal process when any Student Trustees member with two or more unexcused absences to the Board of Trustees meeting for possible dismissal.
- Clause 4. The Board of Trustees Chair is responsible for all attendance matters, including committee meeting attendance.

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Section 8. **BOARD OF TRUSTEES OFFICERS** The Board of Trustees has ~~three~~^{four} officers: Chair, Vice Chair for Facilities ~~and Operations~~, and Vice Chair for ~~Marketing and Outreach~~Operations and Vice Chair for Programs and Services.

- Clause 1. The ~~four~~^{three} (34) Board of Trustees Officers are elected by the Board of Trustees on their first meeting on June 1. The officers must have membership on the Board of Trustees for the upcoming academic year.
- Clause 2. Elections are by roll call vote from nominations made by the Board of Trustees members.
- Clause 3. Officers are elected to serve a term beginning on June 1 and ending on May 31 of the following year.
- Clause 4. Officers may be recalled by a two-thirds vote of the total voting membership subject to at least two (2) weeks in advance. Notice must be given at the meeting prior to a recall vote.
- Clause 5. In the event of a vacancy of one of the officers, an election is held at the next Board of Trustees meeting.
- Clause 6. ~~The Board of Trustees Chair shall select a succession order of the officers by the first regular meeting of the academic year to serve as Chair in the event of a vacancy. In the event of a vacancy or absence of the Board of Trustees Chair, the Vice Chair for Operations will serve as Chair. In the event of absences or vacancies by the Board of Trustees Chair and the Vice Chair for Operations, the Vice Chair for Facilities will serve as Chair. In the event of vacancies by all~~ ~~four~~^{three} officers, the Associated Students, CSUF, Inc. Board of Directors Chair chairs the Board of Trustees until an election for a new Chair can be held.

Section 9. **CHAIR**

- Clause 1. Prepares agendas and presides over all Board of Trustees meetings.
- Clause 2. The Chair shall be responsible for maintaining communication with the Board of Directors Chair and the Executive Officers.
- Clause 3. Maintains a close working relationship with the ASI Executive Director, ASI Associate Executive Director, ASI Director of Administration, ASI Finance Director, and Director of Titan Recreation.
- Clause 4. Coordinates Board of Trustees member training and annual goals in conjunction with ASI Executive Director, ASI Associate Executive Director and Titan Recreation Director.
- Clause 5. The Chair shall appoint each Student Trustee to serve on at least one Titan Student Centers Board of Trustees Committee; Facilities ~~and or~~ Operations, ~~Marketing and Outreach, and Programs and Services~~ no later than three (3) legal business days before the first Titan Student Centers Board of Trustees meeting of the fall and spring

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semester.

Clause 6. The Chair shall direct the work of all the Vice Chairs.

Clause 7. In consultation with other Titan Student Centers Board of Trustees Vice Chairs, prepares and administers Board of Trustees budget.

Section 10. **VICE CHAIR FOR FACILITIES ~~AND OPERATIONS~~**

Clause 1. The Vice Chair for Facilities ~~and Operations~~ shall be responsible for reporting ~~the fiscal budget~~ recommendations of the Facilities ~~and Operations~~ Committee to the Titan Student Centers Board of Trustees.

Clause 2. The Vice Chair for Facilities shall appoint a Student Trustee committee member to serve as Marketing Liaison.

- a. The Marketing Liaison shall be appointed by the Vice Chair of Facilities through a fair and transparent process that is established by the Vice Chair
- b. The Marketing Liaison shall work with the ASI Chief Communications Officer and Associate Director of Marketing and Communication
- c. The Marketing Liaison shall make a report during the Facilities Committee and inform the committee on marketing campaigns occurring within or regarding the Titan Student Centers
- d. The Marketing Liaison shall serve as the Titan Student Centers voice on all areas concerning marketing efforts
- e. The Marketing Liaison shall execute projects assigned by the Vice Chair for Facilities and Chair of the Titan Student Centers Board of Trustees

Clause ~~32~~. Serves as Chair of the Facilities ~~and Operations~~ Committee.

Clause ~~43~~. The Vice Chair for Facilities ~~and Operations~~ shall maintain regular communication with the Board of Trustees Chair.

Clause ~~54~~. Serves as non-voting ex-officio on all other committees.

Section 11. **VICE CHAIR FOR ~~PROGRAMS AND SERVICES~~OPERATIONS**

Clause 1. The Vice Chair for Operations shall be responsible for reporting all recommendations of the Operations Committee to the Titan Student Centers Board of Trustees.

Clause 2. The Vice Chair for Operations shall appoint a Student Trustee committee member to serve as Programing Liaison.

- a. The Programing Liaison shall be appointed by the Vice Chair of Operations through a fair and transparent process that is established by the Vice Chair
- b. The Programing Liaison shall work with the ASI Union and Special Programing Coordinator and ASI Coordinator for Leader and Program Development to

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implement programming efforts within the Titan Student Centers

- c. The Programing Liaison shall make a report during the Operations Committee and inform the committee on programing efforts occurring within or regarding the Titan Student Centers
- d. The Programing Liaison shall serve as the Titan Student Centers contact on all areas concerning programing efforts
- e. The Programing Liaison shall execute projects assigned by the Vice Chair for Operations and Chair of the Titan Student Centers Board of Trustees

Clause ~~321~~. Serves as Chair of the ~~Programs and Services~~Operations Committee.

Clause ~~432~~. The Vice Chair for ~~Programs and Services~~Operations shall maintain regular communication with the Board of Trustees Chair.

Clause ~~543~~. Serves as non-voting ex-officio on all other committees.

~~Section 12. VICE CHAIR FOR MARKETING AND OUTREACH~~

~~Clause 1. The Vice Chair for Marketing and Outreach shall work collaboratively with the other Board of Trustees Officers to market and recruit members for the Board of Trustees.~~

~~Clause 2. Serves as Chair of the Marketing and Outreach Committee~~

~~Clause 3. The Vice Chair for Marketing and Outreach shall maintain regular communication with the Board of Trustees Chair.~~

~~Clause 4. Serves as non voting ex officio on all other committees.~~

Section ~~123~~. **QUORUM**

Clause 1. A majority of the filled voting positions of the Board of Trustees constitutes a quorum.

Section ~~134~~. **FACILITIES ~~AND OPERATIONS~~ COMMITTEE**

Clause 1. The Facilities ~~and Operations~~ Committee is responsible for oversight of the overall ~~operational-structural~~ needs of the facilities of the Titan Student Centers including building changes, capital purchases, space allocation, office space allocation, operating hours, marketing efforts, space designation, planning of future projects, and bylaw amendments. ~~the budget, hours of operation, policy, planning, future projects, allocation of space and all other issues related to the facilities of the Titan Student Centers.~~ The Committee makes a formal recommendation to the Board of Trustees on all actions.

Clause 2. The Committee shall be composed of the Chair, Vice Chair for Facilities ~~and Operations~~, ~~two-three~~ (32) student trustees, ASI President or designee, RSA President or designee and ASI Board of Directors Chair or designee, as voting members. The ASI Associate Executive Director, ~~and ASI Associate Director of Titan Student Union,~~ ASI Associate Director of Titan Recreation, and ASI Associate Director of Marketing and Communication as non-voting members.

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Section 145. **PROGRAM AND SERVICES OPERATIONS COMMITTEE**

- Clause 1. The ~~Programs Operations and Services~~ Committee is responsible for oversight of the overall ~~program—operations and services~~ of the Titan Student Centers including the development and evaluation of programs and services, acquisition of student art, operations of the Titan Student Centers food services, the budget, capital purchases, fee assessments (user fees, room rental fees, and other such fees charged by the Titan Student Centers), line item transfers, operating hours, and bylaw amendments. ~~and all other related programs and services issues for the Titan Student Centers.~~ The Committee makes a formal recommendation to the Board of Trustees on all actions.
- Clause 2. The Committee shall be composed of the Chair, Vice Chair for ~~Program—and Services Operations~~, ~~two—three (32)~~ student trustees, ASI President or designee, RSA President or designee and ASI Board of Directors Chair or designee, as voting members. The ASI Associate Executive Director, ~~and ASI Associate Director of Titan Recreation, ASI Associate Director of Titan Student Union, and ASI Associate Director of Marketing and Communication.~~ as Communication, as non-voting members:

~~Section 16.~~ **MARKETING AND OUTREACH COMMITTEE**

- ~~Clause 1. The Committee on Marketing and Outreach is responsible for oversight of the overall marketing and outreach for the Titan Student Centers including providing feedback on print material, website design, marketing campaigns and all other related marketing and outreach initiatives for the Titan Student Centers. The Committee makes a formal recommendation to the Board of Trustees on all actions.~~
- ~~Clause 2. The Committee shall be composed of the Chair, Vice Chair for Marketing and Outreach, two (2) student trustees, ASI President or designee, RSA President or designee and ASI Board of Directors Chair or designee, as voting members. The ASI Associate Executive Director, and ASI Associate Director of Marketing and Communication, as non-voting members.~~

- Section 157. **BYLAW AMENDMENTS RECOMMENDATIONS** The Board of Trustees bylaws may be ~~amended recommended~~, or new guidelines ~~adopted suggested~~ at any meeting of the Board of Trustees by a two-thirds vote of the membership. All ~~amendments recommendations~~ are subject to approval of a majority approval by the Associated Students Inc. Board of Directors.