

MEETING MINUTES
January 30, 2019

CALL TO ORDER	Riley Duncan, TSC Board of Trustees Chair, called the meeting to order at 1:33 p.m.
ROLL CALL	<p><u>Members Present:</u> Aguilar, Barillas, Budisantoso, Duncan, Evans, Gil, Greco, Harris, Kurtz, Nikopour, Thai, Torres, Vanderhook</p> <p><u>Members Absent:</u> Aldazabal, Kienzler (E), Pham</p> <p><u>Officers Present:</u> Allen, Collins, Fehr, Martin, Petersen, Scialdone, Tapper, Wiley</p> <p><u>Officers absent:</u> Martin</p> <p>*Indicates that the member was in attendance prior to the start of Unfinished Business, but left before the scheduled ending of the meeting. [According to the by-laws, a member of the board who does not remain until the scheduled ending for the meeting (3:45 p.m.) is considered not to be in attendance.]</p> <p>**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.]</p>
EXCUSALS	Duncan informed the Board of Trustees that Kienzler would be out due to the DiscoverFest event. Aldazabal was out due to university business. Wiley would attend the meeting in place of Allen. Martin was out due to Paternity Leave. Absences were excused by unanimous consent.
APPROVAL OF AGENDA	Duncan informed the Board of Trustees that Item 8.B would be stricken and would be covered as part of Item 8.A. (Gil-m/Aguilar-s) The agenda was approved as amended by unanimous consent.
APPROVAL OF MINUTES	(Thai-m/Kurtz-s) The minutes from the 12/12/2018 meeting of the Board of Trustees were approved as presented by unanimous consent.
PUBLIC SPEAKERS	None
TIME CERTAIN	None
REPORTS	
a. Chair	<p>Duncan reported projects in the works, including Theater upgrade.</p> <ul style="list-style-type: none">• Food Court Update – making progress toward upgrades to the food court.• Upstairs Renovation project is moving forward – progress has been made since end of last semester, and we are expediting the process. Choosing to use campus approved architecture firm, does not require an RFP process, which moved the timeline up a few months.• Current Survey Questions reviewed and asked for any additional questions.

Gil asked if the questions are open ended. Duncan shared most will have multiple choice options. There will be a few at the end of the survey that will be open ended.

Aguilar – ask students experience using Titan Theater, meetings, screenings, etc. Also, what types of events would be useful in the theater.

Gil – Do you know about Intermural sports program, or what IM sports is?

Kurtz – What programs or services do you not attend and why not? Operating hours, should the SRC be open until midnight Fri/Sat/Sun, later times. Ask if they want the SRC to open at 6 am and close at midnight on Saturdays and Sundays. Talking with Jeff about food court attendance, do students eat or use the food court services before 10 a.m.

Evans – Shared there is a need to clean up the language. How often or how many hours do you spend in the SRC/TSU?

Vanderhook – Have you activated complimentary SRC membership?

The list will be sent to the BOT members for review and provide any additional comments/questions. Goal is to have the questions completed by end of January. And have all of February for the survey.

- b. Vice Chair for Facilities** Evans shared from the Facilities Committee
- Welcomed everyone back from the break.
 - Working on updating Titan Theater.
 - Office hours are Wednesday from 12:00-1:00 p.m.
 - Visited Cal Poly administrative services building over break, looking at University Facilities – liked their glass windows, switch that turns clear glass foggy for privacy.
 - Wireless printing – campus is working on it.
- c. Vice Chair for Operations** Kurtz shared from the Operations Committee
- Hope all visited Discoverfest.
 - Wrapped up Programming Survey, results will be forwarded.
 - Working on finalization of programming structure. Will begin testing.
 - Working on Budget process - beginning shortly.
- d. Associate Executive Director** Wiley reviewed the Associate Executive Director’s written report which is an attachment to the minutes.
- TSC
 - Pieology open for Business.
 - WEPA wireless printing system in process – as mentioned earlier, waiting on campus programming.
 - Ribbon Cutting for Hibachi San & Pieology on February 20th at 2:00 p.m.
 - Marketing & Communications
 - Scholarship Marketing out – spread the word.
 - Spring Calendar at print.
 - Podcast available – Check it out!
 - Leader & Program Development
 - Planning Spring Concert – working on Save the Date.
 - Farmer’s Market spring schedule available – weekly on Tuesdays, relaunch with new management company for vendor management. Near the TSU.
 - Elections filing open – encourage students, clubs and orgs.
 - January Leadership Training completed.
 - Administration

- Children's Center Director open forums – please attend.
- Prepare for ASI Grad Stole & Cords orders – see ASI Exec Office, Kristyne Robles for more information.
- Combined Budget – ASI Banquet event, researching for larger off campus venue.
- Events – see calendar

Wiley yielded to Lionel Lawrence, ASI Director of Financial Services to review the December 2018 financial report.

Lawrence Financial Update:

- Provided TSC quarterly report as of December 31, 2018.
- Overall Revenue from TSC expected \$1.7 million, YTD \$631,296 currently at 36%
- Expenses at 47%
- Budget is on track. Budget column is a forecast for the year. Actual is where we are currently.
- Provided an overview of several adjustments Titan Rec fees increase; Dining Comm will increase with the addition of the new services.
- Expenses - reviewed areas that might see adjustments.

Gil asked about the Dining Commission income and if it is normal for the income to be as low as it is. Lawrence shared ASI invoices university for all expenses, there is a lag in the reimbursement/payment of invoices.

Kurtz asked if the budget forecast included Hibachi San and Pieology. Lawrence shared that the new facilities were factored in, but was budgeted at a modest rate.

Duncan asked how revenue was generated in the mainframe. Lawrence yielded to Fehrn. Fehrn shared that student organizations used the mainframe for events which generated a small amount of income. Lawrence, shared expenses are no longer factored in for that area.

Evans asked about repairs/minor construction at 65%, concerned that it seems high. Lawrence shared most of the work that was done over the break is reflected in this account. It will be lower at the end of the fiscal year.

Kurtz asked for clarification regarding the miscellaneous income. Lawrence shared that Building Engineering will bring old tin/scrap metal to be recycled, and that brings income to the organization. Gaming income is reflected in TBB games.

Duncan asked if re-service chargebacks will receive a large increase. Lawrence shared service chargebacks is allocating costs between ASI and TSC.

Greco commended Lawrence for the presentation. A few questions he asked included: On Page 1 revenues, there are revenues for certain accounts, why were they presented here but not for others. Lawrence shared they wanted to do a macro-large scale and show everything at once. They could go back to the more detailed format, but the information is all there.

Greco asked for further clarification regarding the detail provided in expenses versus the income report. Dr. Edwards shared the only revenue not included is Student Fees.

Greco shared there are a couple of accounts that are not included and would like to see them. Lawrence shared could provide additional detail in the future.

Greco asked on page 2 regarding the Income/Expense summary – compared to the report in October, there are new accounts included, Miscellaneous income should show on both

reports. Additionally, he asked why Livescan wasn't in the September report. Lawrence shared he will present in more detail and requested a time certain for his next report.

Greco asked since presented to the Board, what oversight is provided to the centers to inform them if the budget is over or under. Lawrence shared they reach out to managers/directors in their programming areas to make them aware of their budget status. This is provided in quarterly reports. Conversations are provided at the highest level.

Kurtz asked about the student leader awards. Lawrence provided an overview and discussed depreciation.

Greco asked that depreciation information be provided to the Operations Committee for future discussions.

**a. ASI Board of Directors
Chair**

Torres provided the following updates from the Board of Directors:

- Discussion at Governance regarding GPA requirements. Invited BOT to come and give comments. The meeting will be held on Thursday at 2:30 p.m.
- President Virjee attended the BOD meeting. Dr. Eanes is scheduled to come next week.
- Budget season is in process for the next Finance Committee.

b. ASI President's Rep.

Barillas shared that President Aldazabal wanted the BOT to know that interviews for the VP position are proceeding. Hoping to bring a candidate to the next BOD meeting.

UNFINISHED BUSINESS

None

NEW BUSINESS

**Discussion ASI Policy Concerning
TSC Board of Trustees
Operations**

Duncan invited McDoniel, Director of Administration to review the Policy/Bylaws changes that are being presented for discussion. McDoniel shared that the CSU requires that bylaws are reviewed and as applicable revised every 5 years. ASI has been working with a consultant to make changes. The consultant provided Bylaw recommendations and the corporation is working through the revisions.

- First recommendation was to take policy information out of Bylaws and move into Policy.
- Several new policies will be drafted based on the recommended changes.
- Process is to establish policy and then update the bylaws to ensure all areas are covered.
- Current new policy for the Board of Trustees Operations includes language that is in Bylaws that will now move into policy.
- Reviewed the new policy.
- Next week on Thursday the policy will be presented to Governance to review and approve.

Kurtz asked about the timing of the approval of the policy and revisions to Bylaws. McDoniel shared revisions to bylaws might be a month away.

**ANNOUNCEMENTS/MEMBERS'
PRIVILEGES**

Budisantoso shared information on the Alumni Engagement Titan mentoring program. They have been emailing alumni and now have 900+ members as part of the program. People can sign up through Titan Link. 61 connections have been made so far and they are getting good feedback. Encouraged students to check it out.

Dinner with 12 Titans is February 11th and 12th. Budisantoso shared an overview of some of the scheduled events, including President Virjee and VP Forgues serving as hosts.

Additionally, Budisantoso shared information regarding a February 12th Tax season Happy Hour event.

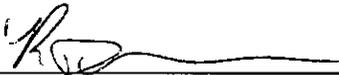
Duncan asked about the Dinner with 12 Titans event. Budisantoso shared the Dinner with 12 Titans are hosted by alumni and paid for by the alumni host. She shared an overview of the program and benefits. People can sign-up via alumni.fullerton.edu and the link is available on the site.

Aguilar shared that applications are open for Camp Titan, and close on February 13th.

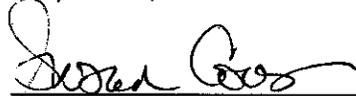
Duncan shared he was once a camp counselor and enjoyed it.

ADJOURNMENT

Duncan adjourned the meeting at 2:31 p.m.



Riley Duncan, TSC Board of Trustees Chair



Susan Collins, Recording Secretary

KEYA ALLEN - FALL REPORT

Associate Executive Director, ASI

January 29, 2019



Titan Student Centers

- Pieology open for business
 - WEPA system in process
 - Ribbon Cutting for Hibachi San & Pieology on Feb. 20
- 
- A decorative graphic consisting of several parallel white lines of varying lengths, slanted diagonally from the bottom right towards the top right, set against the blue background.

Marketing and Communications

- Scholarship Marketing out
 - Spring Calendar at print
 - Podcast available
- 

Leader & Program Development

- Planning Spring Concert
 - Farmer's Market spring schedule available
 - Elections filing open
 - January Leadership Training completed
- 

Administration Update

- Children's Center Director interviews need your attendance
- Preparing for ASI graduation stole and cords
- Combined budget - ASI Banquet-researching for larger off campus sites

Events Calendar

Event	Date	Time	Location
Ribbon Cutting	2/20/19	3:00pm	Food Court
ASI Townhall	3/7/19	1:00pm	TSU



TITAN STUDENT CENTER - DEC 2018

BUDGET

ACTUAL

VARIANCE

%

INCOME

Titan Rec.Registration/Class Fees	521,392.00	181,858.32	339,533.68	35%
Dining Commisions	168,000.00	56,289.25	111,710.75	34%
Service Chargebacks	429,253.00	101,191.78	328,061.22	24%
General Merchandise	3,161.00	1,341.67	1,819.33	42%
Retail Services	68,700.00	25,053.65	43,646.35	36%
TBB games	80,811.00	40,900.42	39,910.58	51%
Misc. Income	30,200.00	8,252.48	21,947.52	27%
Fundraising/Int. Income	50,000.00	17,818.75	32,181.25	36%
Discount Ticket Sales	36,400.00	17,890.75	18,509.25	49%
Facility/Equipment Rental	255,412.00	159,172.55	96,239.45	62%
Computer/Personnel Serv. Inc.	97,085.00	21,526.64	75,558.36	22%

TOTAL INCOME 1,740,414.00 631,296.26 1,109,117.74 36%

EXPENSE

Staff Wages	2,035,106.00	938,082.25	1,097,023.75	46%
Student Wages	1,406,999.00	691,988.80	715,010.20	49%
Staff/Student Benefits	985,500.00	427,851.92	557,648.08	43%
Student Leader Awards	41,250.00	-	41,250.00	0%
Supplies/Merchandise	392,700.00	134,523.65	258,176.35	34%
Printing & Advertising	24,400.00	4,442.70	19,957.30	18%
Communications/Postal	52,200.00	14,685.41	37,514.59	28%
Repairs/Minor Construction/Vehicle	315,820.00	204,001.01	111,818.99	65%
Contracts/Fees/Rentals	2,462,713.00	1,089,140.05	1,373,572.95	44%
Travel	81,300.00	15,443.00	65,857.00	19%
Dues & Subscriptions	14,870.00	3,491.86	11,378.14	23%
Staff Development	20,250.00	3,146.46	17,103.54	16%
Insurance	110,000.00	35,111.00	74,889.00	32%
Utilities	730,000.00	199,989.89	530,010.11	27%
Credit Card Fees	28,545.00	14,501.44	14,043.56	51%
Software Subscription	111,303.00	47,713.44	63,589.56	43%
Contingency/Prior Year Exp	30,692.00	13,025.83	17,666.17	42%
Custodial Service	934,000.00	408,646.05	525,353.95	44%
Capital Improv. & Related Exp	-	273,717.18	(273,717.18)	0%
Depreciation	-	71,804.89	(71,804.89)	0%
Live Scan	6,300.00	256.00	6,044.00	4%
Professional Services	2,490.00	160.00	2,330.00	6%

TOTAL EXPENSE 9,786,438.00 4,591,722.83 5,194,715.17 47%

TITAN STUDENT CENTER

INCOME

- TITAN STUDENT CENTER** Service chargebacks, Merchandise Sales, Class Bowling, Shoe Rentals, Foosball, Shuffleboard, Misc.
- STUDENT RECREATION CENTER** Locker Income, Merchandise Sales, Miscellaneous Rev., Room Rental, Personnel Services Income, Registration Fees, Rock Wall Classes, Membership Deposit
- OPERATION/PROGRAMMING** Dining Commissions, Service Chargebacks, Yum, Misc. Rev., ATM & Amazon Locker, Interest Income

	BUDGET	ACTUAL	VARIANCE	%
Titan Student Union	419,178	205,343	213,835	49%
Student Recreation Center	604,111	225,599	378,512	37%
Operation / Programming	717,125	200,353	516,772	28%
TOTAL	1,740,414	631,296	1,109,118	36%

EXPENSE

- SALARY** Personnel Service FT, Personnel Service PT, Staff Benefits, Student Benefits, Student Leader Fin. Award, Contract Wages
- OPERATIONAL** Merchandise for Resale, Repairs and Maintenance, Depreciation Exp., Minor Construction, Leasehold Improvement, Vehicle Exp., Staff Development, Insurance, Utilities, Capital Equip./Improvement, Contingency, Prior Exp, Repair and Maintenance
- SUPPORT** Supplies. Printing Adv., Communication, Contract/Fees/Rentals, Travel, Dues&Subscriptions, Postal Exp

	BUDGET	ACTUAL	VARIANCE	%
Salary	4,468,855	2,057,923	2,410,932	46%
Operational	1,209,462	800,891	408,571	66%
Other	4,108,121	1,732,909	2,375,212	42%
TOTAL	9,786,438	4,591,723	5,194,715	47%

POLICY CONCERNING TITAN STUDENT CENTERS BOARD OF TRUSTEES OPERATIONS

PURPOSE

The following policy has been established in order for the members of Titan Student Centers (TSC) Board of Trustees to govern the operation of the facilities and programs of the Titan Student Centers, consisting of the Titan Student Union, Student Recreation Center, and designated space at the Irvine campus. The ASI Board of Directors has delegated authority to establish the TSC Board of Trustees in order to be 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. TSC is committed to promoting the highest standards of ethical conduct in the performance of its mission. The policy includes expected conduct of Board of Trustees members, responsibilities and duties of the Board of Trustees, and an overview of meeting and sub-committee operations.

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WHO SHOULD KNOW THIS POLICY

- | | |
|--|---|
| <input type="checkbox"/> Budget Area Administrators
<input type="checkbox"/> Management Personnel
<input type="checkbox"/> Supervisors
<input checked="" type="checkbox"/> Elected/Appointed Officers | <input type="checkbox"/> Volunteers
<input type="checkbox"/> Grant Recipients
<input checked="" type="checkbox"/> Staff
<input checked="" type="checkbox"/> Students |
|--|---|

DEFINITIONS

For Purpose of this policy, the terms used are defined as follows:

Terms	Definitions
Conflict of Interest	Any involvement financially, through an employment or family connection, with any business, firm, vendor, and/or service doing business with the corporation.
Fraud	The intentional use of deceit, a trick or some dishonest means to deprive another of their money, property or legal right
Defalcation	The withholding or misappropriating funds held for another or failing to make a proper accounting
Corruption	The offering, giving, soliciting, or accepting of an inducement or reward that may improperly influence the action of a person or entity.
Misappropriation	The intentional, illegal use of the property or funds of another person for one’s own use or other unauthorized purpose, particularly by a public official, a trustee or a trust, an executor or administrator of a dead person’s estate or by any person with a responsibility to care for and protect another’s asset.
Forgery	The crime of creating a false document, altering a document, or writing a false signature for the illegal benefit of the person making the forgery.

STANDARDS

1. DELEGATION AND DUTIES OF THE BOARD OF TRUSTEES

TSC Board of Trustees is established by the ASI Board of Directors to assist the University President and ASI Executive Director in maintaining student-centered buildings, operations, and programs.

The TSC Board of Trustees:

- Reviews and recommends annual capital purchases and budget associated with TSC programs.
- Develops and evaluates TSC programs and services.
- Establishes and reviews facility and program operating policies.

The TSC Board of Trustees establishes standing sub-committees to evaluate and make recommendations on proposals referred to them for the operation of the Titan Student Centers.

2. TSC BOARD OF TRUSTEES CONDUCT

a. Non-Conflict of Interest

In accordance with California Education Code, Sections 89906, 89907, 89908 and 89909, all TSC Board of Trustees members shall submit a Certification of Non-Conflict of Interest Statement as outlined below:

I have read California Education Code Sections 89906, 89907, 89908 and 89909, and I am not involved financially, through employment or family connections, with any business, firm, vendor, and/or service bureau doing business with this corporation.

Should I find in some future contractual matter before the Board of Trustees that there may be the potential of a conflict of interest, I shall disclose that potential conflict and abstain from voting, as prescribed in Education Code, Section 89907.

This Non-Conflict of Interest Statement shall be submitted at the time a member assumes their official duties. Statements shall be retained in the ASI Administrative Office.

b. Ethics

Introduction

This code will serve as a minimum guide for ethical conduct and provide guidance and direction for all officers, directors, employees, and volunteers of ASI (collectively referred to herein as members or member) in the performance of their duties or in any context in which they are perceived as representing ASI.

Laws and Regulations

All members must comply with applicable laws and regulations governing the operation of ASI. This includes, but is not limited to, federal, state, county and municipal laws, the California Code of Regulations, the California Education Code, campus regulations of California State University Fullerton, and the Office of the Chancellor, California State University.

Business Practices

Business activities must be conducted under the highest standards. Members must not take unfair advantage of suppliers, vendors, and contractors through manipulation, concealment, and/or misrepresentation of material facts.

Members must not disclose a vendor's pricing or business activities to competitors. In the course of business, all members must refrain from any practice that could constitute unfair dealing. At all times, members must be accurate and truthful in all their dealings with vendors, suppliers, and customers and be careful to accurately represent the services and products of ASI.

Conflict of Interest

Members must avoid conflicts of interest. Business decisions must be made objectively on the basis of price, quality, service and other competitive practices. To avoid any potential influence from existing or potential vendors and customers, members are prohibited from accepting gifts, from vendors, suppliers, and customers, of more than token value.

Members transacting business or entering into contracts on behalf of ASI must not have any interest, financial or personal, in those transactions or contracts. Should a member have an interest in an organization with who the ASI transacts business, the member must recuse themselves from any negotiation, authorization, or approval of such transactions.

Members must not be employed outside ASI where the outside employment impairs their ability to conduct ASI business because of conflicts of interests and competing interests.

Anti-discrimination Policy

Members must not take actions that discriminate against anyone on an unlawful basis, including gender, race, religion, color, national origin, sexual orientation, medical condition, age, physical or mental disability, marital status or family leave status.

Public Disclosures

If members in the course of their duties are called to make public disclosures to any governmental agency, under no circumstances can statements be made that are untrue, or omit or misstate material facts.

If public disclosures are made to the press, members must seek to insure that the statements are clear and understandable and not misleading.

Confidentiality

Members must protect ASI confidential information and not divulge such to anyone except on a need-to-know basis. Members are expected to keep in confidence such information that would be considered confidential even if not clearly marked. This would include, but not be limited to, personal addresses, social security or other identification numbers, payroll records, performance evaluations, and/or personal information.

Respect

Members must work effectively with coworkers, customers and others by sharing ideas in constructive and positive manner; listening to and objectively considering ideas and suggestions from others, keeping commitments, keeping others informed of work progress, timetables and issues, addressing problems and issues constructively to find mutually acceptable and practical business solutions, addressing others by name, title or other respectful identifier and respecting the diversity of our work force in actions, words and deeds. Members must be able to work effectively within a complex organizational setting and a multi-cultural campus environment. Members must be able to establish and maintain effective, cooperative, and harmonious relationships with students, staff, co-workers, faculty, alumni and the general public.

Fair Dealing

Behind any code of ethics is the concept of fair dealing. As a guiding principle, members must respect and deal fairly with customers, suppliers, vendors, contractors, co-workers, and the general public. In the course of conducting ASI business, members must not take advantage of others by misrepresentation, concealment, misuse of confidential and privileged information, or any other practice of unfair dealing.

3. TSC BOARD OF TRUSTEES MEMBERS

Term of Office

All Trustees shall serve a one-year term. Trustees elected to fill a vacancy shall serve the remainder of the original term. A one-year term following the general election shall commence June 1 and end the following May 31.

Additional Trustee Duties

Each member will be required to incorporate the following responsibilities into their personal job frame work:

- Trustees are required to attend (prepared and on time) for the entire duration of all meetings of the Board of Trustees which take place every other Wednesday between 1:30-3:30 PM PST.
- Trustees are allowed two excused absences per semester.
- Trustees are required to sit on TSC standing sub-committee.
- Student Trustees shall establish and maintain weekly office hours and at least one hour a week and by appointment.
- Student Trustees shall meet with the Board of Trustees Chair at least once per semester.
- Student Trustees shall meet with ASI Associate Executive Director or designee at least once per semester.

Attendance

Attendance shall be defined as being present prior to the announcement of unfinished business and remaining until the scheduled ending time for the meeting.

- Excused absences for due cause (as defined in ASI Bylaws Article II Section 4):
 - Absence due to scheduled classes are not excused.
 - For absence to be excused, the Chair must be properly notified as at least twenty-four (24) hours' prior to the meeting unless the Director is physically unable to do so.
- Excusal for an absence with due cause may only be granted by a majority vote of the Board.
- Fall recess, intercession, spring recess, legal holidays, and the last week of instruction shall not be used in computing attendance.
- Absent members shall not have voting privileges nor shall they be counted in quorum.

Attendance policy for standing sub-committee meetings:

- Members are responsible for requesting excused absences meetings which conflict with other appointments, events, or scheduling
- A member may only be counted as absent from a meeting if the chair was properly notified

Vacancies and Resignations

A vacancy on the TSC Board of Trustees exists in the case of death, resignation, declaration of vacancy of a Trustee, or in the event of a failure to elect the fully authorized number of Trustees. Vacancies reduce quorum.

A resignation of a Student Trustee shall be by written notice submitted to the TSC Board of Trustees Chair and ASI Associate Executive Director.

Declaration of Vacancy

A student Trustee position will become vacant by Chair declaration of position for:

- Failure to meet academic qualifications;
- Failure to meet attendance requirements:
 - two TSC Board of Trustees meetings,
 - two consecutive meetings of the standing sub-committees to which they are assigned, or
 - total of three meetings;
- Violation of the CSU Student Code of Conduct;
- Gross abuse of authority or discretion; or
- Declaration of unsound mind by final court order, of conviction of a felony, or found to have breached any duty under Corporations Code Section 5230.

A Trustee can appeal their removal by the next regularly scheduled TSC Board of Trustees meeting directly following the Trustee's removal. Appeals must be submitted in writing. Reinstatement requires a three-fourths vote of the TSC Board of Trustees.

Filling Vacancies

The TSC Board of Trustees Chair is responsible to notify the Board of Trustees of any vacancy. While the vacancy exists, the Chair shall make progress reports during its regularly scheduled meetings.

In the event of a vacancy of one of the Student Trustees positions, the Board of Trustees Chair will work with the Director of Leader and Program Development to open an application. An interview process where the TSC Chair, Vice Chairs, and ASI Associate Executive Director or designee will interview all candidates who qualify. Once an applicant has been chosen, the Board of Trustees Chair shall make a recommendation to the Board of Trustees for a replacement.

4. COMPOSITION AND DUTIES OF SUB-COMMITTEES

All items brought before the Board of Trustees should be referred to the proper sub-committee. Emergency situations, as defined by the Gloria Romero Open Meetings Act, may be immediately acted upon by the Board of Trustees. The sub-committee must report each proposal, with the exception of the budget, back to the Board of Trustees within two weeks. The chair of each sub-committee shall be responsible for presiding over sub-committee meetings and reporting recommendations to the Board of Trustees. In the event a sub-committee member should resign, a written notice of their resignation shall be submitted to the Chair of the Board of Trustees.

a. General Composition

All TSC Sub-Committees shall be composed of at least a majority of students. The chairs of TSC Sub-Committees must be students. The chair shall not be counted when determining if a sub-committee is composed of at least a majority of students.

b. Trustee Membership

The Chair of the TSC Board of Trustees shall appoint trustees for each standing sub-committee. If there are not enough trustees to fill the required number of seats on each sub-committee the chair shall evenly appoint trustees to the listed committees in the following order:

- Operations Sub-Committee
- Facilities Sub-Committee

c. Facilities Sub-Committee

The purpose of the Facilities Sub-Committee is responsible for oversight of the overall structural needs of the facilities of the Titan Student Centers including building changes, capital purchases, space for clubs and organizations to utilize within the Titan Student Union, marketing efforts, space designation, planning of future projects, and bylaw recommendations.

The Facilities Sub-Committee shall convene Wednesdays two times a month between 3:00-4:30 PM PST during the academic year.

The Facilities Sub-Committee shall be composed of the Chair, Vice Chair for Facilities, three (3) student trustees, ASI President or designee, ASI Board of Directors Chair or designee, RSA President or designee as voting members.

The standing liaison advisors of the Facilities Sub-Committee shall be ASI Associate Executive Director, Director of Titan Recreation, and the Associate Director of Marketing and Communication.

The standing advisor of the Facilities Sub-Committee shall be the Associate Director of Titan Student Union.

d. Operations Sub-Committee

The purpose of the Operations Sub-Committee shall have oversight overall operations 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, fee assessments (user fees, room rental fees, and other such fees charged by the TSC), line item transfers, operating recommendations to the Board of Trustees.

The Operations Sub-Committee shall convene Wednesdays two times a month between 1:30-3:00 PM PST during the academic year.

The Operations Sub-Committee shall be composed of the Chair, Vice Chair for Facilities, three (3) student trustees, ASI President or designee, ASI Board of Directors Chair or designee, RSA President or designee as voting members.

The standing liaison advisors of the Operations Sub-Committee shall be ASI Associate Executive Director, Associate Director of Titan Student Union, and the Associate Director of Marketing and Communication.

The standing advisor of the Operations Sub-Committee shall be the Director of Titan Recreation.

5. TSC BOARD OF TRUSTEES LEADERSHIP

a. Chair

The TSC Board of Trustees shall elect by a majority vote a Trustee who will serve as Chair. The Chair will be elected at the first meeting in June and shall serve as from that meeting through May 31. The ASI Board of Directors shall serve as Chair in absence of the Chair and Vice Chairs.

The Chair of the TSC Board of Trustees shall:

- Preside over all TSC Board of Trustees meetings
- Appoint each Student Trustee to serve on at least one TSC Board of Trustees Sub-Committee
 - No later than three (3) legal business days before the first TSC Board of Trustees meeting of the fall and spring semester
- Work with the Vice Chairs and Director of Leader and Program Development to develop a curriculum to be discussed at TSC Board of Trustees retreats, additional board development training, and other internal issues related to the Board.
- Communicate regularly with the ASI Board of Directors Chair and the Executive Officers.
- Direct the work of the Vice Chairs
- Oversee the budget development, with the assistance of the Vice Chairs, for the next fiscal year in consultation with the Director of Financial Services.

Vacancy of the Chair

The removal of the Chair from the TSC Board of Trustees shall occur by a two-thirds vote. The Chair will be removed if they lose the position as Student Trustee.

In the event the Chair should resign, a written notice of resignation shall be submitted to ASI Board of Directors Chair and ASI Associate Executive Director.

Filing Chair Vacancy

In the event of a vacancy in the position of Chair through resignation, removal, recall, ineligibility, or death the Vice Chair for Operations will serve as Chair. In the event the TSC Board of Trustees Chair and Vice Chair for Operations are both vacant the Vice Chair for Facilities will serve as Chair.

b. Vice Chair for Facilities

The TSC Board of Trustees shall elect by a majority vote a Trustee who will serve as Vice Chair for Facilities. The Vice Chair for Facilities will be elected at the first meeting in June and shall serve as from that meeting through May 31. The TSC Board of Trustees shall serve as Chair in absence of the Vice Chair for Facilities.

The TSC Board of Trustees Vice Chair for Facilities shall:

- Preside over all TSC Facilities Sub-Committee
- Assist the Chair in development of curriculum to be discussed at TSC Board of Trustees retreats, additional board development training, and other internal issues related to the Board.
- Communicate regularly with the TSC Board of Trustees Chair.
- Assist the Chair in TSC budget development for the next fiscal year in consultation with the Director of Financial Services.

Vacancy of the Vice Chair for Facilities

The removal of the Vice Chair for Facilities from the Board of Trustees shall occur by a two-thirds vote.

The Vice Chair for Facilities will be removed if they lose the position as Student Trustee.

In the event the Vice Chair for Facilities should resign, a written notice of resignation shall be submitted to TSC Board of Trustees Chair and ASI Associate Executive Director.

Filing Vice Chair for Facilities Vacancy

In the event of a vacancy in the position of Vice Chair for Facilities through resignation, removal, recall, ineligibility, or death, a new Vice Chair for Facilities shall be elected at the meeting which the vacancy is announced.

c. Vice Chair for Operations

The TSC Board of Trustees shall elect by a majority vote a Trustee who will serve as Vice Chair for Operations. The Vice Chair for Operations will be elected at the first meeting in June and shall serve as from that meeting through May 31. The TSC Board of Trustees shall serve as Chair in absence of the Vice Chair for Operations.

The Board of Trustees Vice Chair for Operations shall:

- Preside over all TSC Operations Sub-Committee.
- Assist the Chair in development of curriculum to be discussed at TSC Board of Trustees retreats, additional board development training, and other internal issues related to the Board.
- Communicate regularly with the TSC Board of Trustees Chair.
- Assist the Chair in TSC budget development for the next fiscal year in consultation with the Director of Financial Services.

Vacancy of the Vice Chair for Operations

The removal of the Vice Chair for Operations from the TSC Board of Trustees shall occur by a two-thirds vote. The Vice Chair for Operations will be removed if they lose the position as Student Trustee.

In the event the Vice Chair for Operations should resign, a written notice of resignation shall be submitted to TSC Board of Trustees Chair and ASI Associate Executive Director.

Filing Vice Chair for Operations Vacancy

In the event of a vacancy in the position of Vice Chair for Operations through resignation, removal, recall, ineligibility, or death, a new Vice Chair for Operations shall be elected at the meeting which the vacancy is announced.

d. Marketing Liaison

The Marketing Liaison Serves as the voice of Titan Student Centers on all areas concerning marketing and shall be appointed by the Vice Chair for Facilities through a fair and transparent process.

The Marketing Liaison shall:

- Work with the ASI Chief Communications Officer and Associate Director for Marketing and Design.
- Report during the Facilities Sub-Committee to inform on marketing campaigns regarding the Titan Student Centers.
- Execute projects assigned by the Vice Chair for Facilities and Chair of TSC Board of Trustees.

e. Programing Liaison

The Programming Liaison Serves as the voice of Titan Student Centers on all areas concerning programming efforts and shall be appointed by the Vice Chair for Operations through a fair and transparent process.

The Programing Liaison shall:

- Work with the ASI Union and Special Programming Coordinator and Leader and Program

Development Coordinator.

- Report during the Operations Sub-Committee to inform on programing efforts regarding the Titan Student Centers.
- Execute projects assigned by the Vice Chair for Operations and Chair of TSC Board of Trustees.

6. AGENDAS FOR TSC BOARD OF TRUSTEES MEETINGS

All items shall be sponsored by a member of the Board of Trustees. Trustees sponsoring items shall provide, to the Chair of the Board of Trustees, a written (either typed or printed) copy of the proposed action and all supporting documents four or more legal days prior to the Board of Trustees or sub-committee meeting. Items coming from sub-committees shall be placed on the agenda before items from individuals.

The Recording Secretary shall make available, for public inspection, a copy of each proposal. All items on the agenda, including those to be discussed in closed session, shall contain a brief general description (not to exceed twenty (20) words) of the item. Items with a financial component shall also include the amount and source of funds involved. The agenda shall specify the time, date, and location of the meeting, and shall be posted in an area of the campus which is publicly accessible twenty-four (24) hours per day. Nothing in this policy is to be interpreted as prohibiting the Board from reordering the agenda at the time of the meeting.

Public Notice

Public notice of regular meetings shall consist of the meeting's agenda being posted in locations that are freely accessible to members of the public (pursuant to Education Code Section 89305.5). In addition, it shall be sent electronically and included on the ASI Website.

7. PUBLIC SPEAKING TIME

The Public Speaking Time is hereby established as a forum, which enables the Board of Trustees and the standing sub-committees to receive feedback from their constituencies, and allows members of the campus community to update the Board of Trustees on their campus concerns, and is in compliance with the Gloria Romero Open Meetings Act (Education Code Sections 89305 to 89307.4).

As established, Public Speaking Time is subject to the following rules:

Public Speaking Time shall consist of a total of fifteen (15) minutes to be divided equally among all public speakers. Those wishing to make use of this time may speak on any agenda item or other topic affecting higher education at the campus or statewide level during the regular Board of Trustees' and sub-committee meetings. Public Speaking Time shall be scheduled before any Business items are considered. Public Speaking Time may be extended by a ruling of the Chair of the Board of Trustees/sub-committee or by an action of the Board of Trustees/sub-committee. Public Speaking Time is set aside for the use of members of the campus community alone, except by special petition to the Chair.

Members of the Board of Trustees/sub-committee may briefly respond to comments made or questions posed by public speakers. In no case shall such responses exceed one minute in length, except by special petition to the Chair.

For special meetings of the Board of Trustees/sub-committees, a Public Speaking Time shall also be provided, not to exceed fifteen minutes (extendable by ruling of the Chair or action of the Board of Trustees/Sub-Committee).

For those meetings, the public speakers shall be restricted to addressing the items on the agenda. This time shall occur before consideration of the items.

8. REGULAR MEETINGS

The Board of Trustees and all of its sub-committees will conduct their business in duly noticed public meetings and are required to comply with all provisions of the Gloria Romero Open Meetings Act

(Education Code Sections 89305 to 89307.4). The regular meetings throughout the academic year beginning with the first week of instruction, and will be held every other Wednesday between 1:30 PM to approximately 3:30 PM PST. The TSC Board of Trustees will hold summer meeting(s); the times and dates will be decided upon by majority.

The time and location of all regular meetings shall be re-established annually at the first meeting of the academic year (pursuant to Education Code Section (89305.5).

9. CLOSED MEETINGS

The Board of Trustees or sub-committees may hold a closed meeting from which the public is excluded only if it has provided sufficient notice of such meeting and only to consider:

- Negotiations relative to real property
- Certain litigation pursuant to advice of legal counsel
- Certain employment matters
 - An ASI “employee” shall not include any person elected or appointed to office
- Collective bargaining
- Certain matters relating to a particular employee (unless the employee requests a public hearing)
- To confer with law enforcement officials
- Such other matters as specifically enumerated in Education Code Section 89307

Prior to holding any closed meeting, the TSC Board of Trustees or sub-committee shall disclose on its posted agenda and in an open, public, regular meeting the item(s) to be discussed in the closed meeting. No other items shall be considered in the closed meetings. Immediately after any closed meeting it shall reconvene into a public regular meeting prior to adjournment and make disclosure of what actions, if any, were taken in the closed meeting.

10. SPECIAL MEETINGS

A special meeting may be called by providing written notice at least twenty-four (24) hours prior to the meeting. Notice will be given electronically to all parties directly affected and included on the ASI Website. Special meetings of the ASI Board of Directors may be called by the University President, the Chair, or by a majority of the members. Special meetings of standing committees may be called by the Chair of the committee or by a majority of the members. The Titans Student Centers Board of Trustees may be called by the Chair of the TSC Board of Trustees or by a majority of the members. The Titans Student Centers Board of Trustees sub-committees may be called by the Chair of the sub-committee or by a majority of the members.

11. EMERGENCY SITUATIONS AND EMERGENCY MEETINGS

Action and/or discussion may be taken on an item not appearing on the posted agenda during a regular or special meeting of the Board of Trustees only upon a determination by the Board of Trustees that an emergency situation exists, pursuant to Education Code section 89305.5;

An “emergency situation” applies only when:

- A work stoppage, or other activity which severely impairs public health, safety, or both exists;
- ii. A crippling disaster that severely impairs public health, safety, or both has occurred.

To determine that an emergency situation exists, two-thirds of the total Board of Trustees membership (or if quorum is established, but less than two-thirds are present, a unanimous decision of the members present is necessary) agrees that one of the criteria exists, and that emergency action should be taken. The need for such action must have come to the attention of the Board of Trustees after the agenda for the meeting was posted. In the event of an emergency situation, an emergency meeting of the Board of Trustees may also be called.

A minimum of one hour's notice shall be provided before such a meeting is called to order. The criteria for when such a meeting may be called shall be identical to that of part 1(a) above, and it must be called by petition of a majority of the membership of the Board of Trustees. If any forms of communication are functioning, the Chair (or designee) shall attempt to contact every member of the Board of Trustees, using the most recent contact list available, of the meeting time, location, and topic. The Chair (or designee) shall also perform their due diligence to inform the public, in any way possible, of the meeting.

If no forms of communication are functioning, this subsection is waived, and all persons shall instead be notified as soon as possible after the meeting, of the purpose and action taken (if any) at the meeting. After any emergency meeting, the minutes of the meeting shall be publicly posted for a minimum of ten days. Included in the minutes shall be a list of the persons and organizations that the Chair (or designee) successfully notified, or attempted to notify. Also, a copy of actions taken (if any) and roll call vote(s) taken shall be included. Under no circumstances may the Board of Trustees meet in a closed session under discussion of an emergency matter, whether during a regular, special, or emergency meeting.

DATE APPROVED: TBD