



**STUDENT UNION, INC. BOARD OF DIRECTORS**  
**Meeting Minutes**  
**August 26, 2022**  
**12:30 PM**

**This is a hybrid meeting.**  
**In-person: Student Union Inc. Building, Conference Room 6**  
**Telecommute meeting by Zoom Video Conference.**

*This meeting is being facilitated in-person and through an online Zoom format.*

**Voting Members Present:** Isaiah Andrews, Andrea Cabrera-Sanchez, Dr. Sonja G. Daniels, James Figueroa, Peter Lee, Logan Meline, Rishabh Pandey, Jeet Pankajkumar Parekh, Aarushi Sharma,  
**Voting Members Absent:** Kathryn Blackmer Reyes  
**Non-Voting Member Present:** Tamsen Burke  
**Guests:** Patrick Day, Vice President, Student Affairs

DocuSigned by:  
*Tamsen Burke* 9/19/2022  
61FFC907735748F...

---

**I. CALL TO ORDER**

Director Andrews called the meeting to order at 12:33 p.m.

**II. ROLL CALL**

Director Andrews asked Kelly Goldsmith to take roll. Kelly Goldsmith completed a verbal roll call.

**III. APPROVAL OF AUGUST 26, 2022 AGENDA**

Director Andrews asked for any changes to the agenda.

Director Andrews asked for a motion to approve the agenda.

**Director Lee motioned to approve the agenda; Director Figueroa seconded the motion.**

**Vote on the Motion: 9-0-0 Motion Passed**

**IV. APPROVAL OF MAY 13, 2022 MEETING MINUTES**

Director Andrews asked for any changes to the minutes.

Director Andrews asked for a motion to approve the minutes.

**Director Parekh motioned to approve the meeting minutes as presented; Director Figueroa seconded the motion.**

**Vote on the Motion: 9-0-0 Motion Passed**

**V. PUBLIC FORUM**

No public comments.

**VI. EXECUTIVE DIRECTOR REPORT**

Ms. Burke welcomed everyone and spoke briefly about some opportunities for engagement that have happened in terms of programs and services for students. She thanked Ms. Ferdolage for her work in moving forward with projects at the Event Center which included renovation of the HVAC system and fire alarm system. The Student Union gave \$1.8 million dollars towards the renovation of those systems. Ms. Burke explained that the President assigned a committee to look at a shared scheduling practice for the Event Center. The committee was successful in putting together a summer schedule and are currently

waiting on some details to finalize the fall schedule. Ms. Burke explained that the Student Union had around 20 vacant positions by year end. She thanked the managers and supervisors for their work this summer to hire 10 of the vacant positions. Interviews are continuing for the remaining vacant positions. The student employee training was held last week which focused on two priorities, Title IX training, and customer service. We continue to focus on how we support our facilities and operations and will continue to expand our partnerships and share services. This includes the transition of Student Union custodial and maintenance to Facilities, Development, and Operations (FD&O). We are waiting for a draft Memorandum of Understanding (MOU) for the transition of Student Union IT services to the university.

## VII. DISCUSSION/ACTION ITEMS

### A. Approve Resignation of Student Board of Director

Ms. Burke informed the board that Director Cho resigned and would no longer hold a position as a board of director.

Director Andrews asked for a motion to approve the resignation.

**Director Pandey motioned to approve the resignation of Director Cho; Director Andrews seconded the motion.**

**Vote on the Motion: 10-0-0 Motion Passed**

### B. Approve Appointment of Student Board of Director Trainee, Krishna Sai Mangalarapu, to Vacant Student Board of Director Position

Director Andrews asked for a motion to approve the appointment of Krishna Sai Mangalarapu, Board of Director Trainee, to the vacant student board of director position.

**Director Parekh motioned to approve the appointment of Krishna Sai Mangalarapu to the vacant student board of director position; Director Pandey seconded the motion.**

**Vote on the Motion: 10-0-0 Motion Passed**

*Director Sai Mangalarapu assumed voting status.*

### C. Approve Appointment of Kathleen Prunty as Director Faas's Board of Director Designee

Director Andrews asked for a motion to approve Kathleen Prunty as Director Faas's Board of Director Designee.

**Director Figueroa motioned to approve Kathleen Prunty as Director Faas's board of director designee; Director Parekh seconded.**

**Vote on the Motion: 11-0-0 Motion Passed**

Ms. Prunty introduced herself and briefly discussed her role as Sr. AVP of Finance & Business Services

*Designee Kathleen Prunty assumed voting status.*

### D. Selection and Approval of the Student Union Board of Directors Chair and Vice-Chair for AY 2022-2023

Director Andrews asked for nominations for Chair.

Director Andrews nominated himself for Chair.

**Director Figueroa motioned to approve the nomination; Director Meline seconded the motion.**

**Vote on the Motion: 12-0-0 Motion Passed.**

Director Andrews asked for nominations for Vice Chair.

Director Meline nominated himself for Vice Chair.

Director Figueroa nominated himself for Vice Chair.

Director Meline and Director Figueroa spoke briefly about why they wanted to be vice chair.  
**Director Parekh motioned to approve the nomination; Director Andrews seconded the motion.**

**Vote on the Motion:** 7-0-5 **Motion Passed.**  
**Abstained: Director Chuang, Director Daniels, Director Figueroa, Director Lee, Director Sharma**

**E. Selection and Approve Audit Committee Chair and Vice-Chair for AY 2022-2023**

Director Andrews asked for nominations for Chair.

Director Sharma nominated herself for Chair.

**Director Pandey motioned to approve the nomination; Director Sai Mangalarapu seconded the motion.**

**Vote on the Motion:** 12-0-0 **Motion Passed.**

Director Andrews asked for nominations for Vice Chair.

Director Pandey nominated Director Chuang for Vice Chair.

**Director Pandey motioned to approve the nomination; Director Figueroa seconded the motion.**

**Vote on the Motion:** 12-0-0 **Motion Passed.**

**F. Selection and Approve Finance Committee Chair and Vice-Chair for AY 2022-2023**

Director Andrews asked for nominations for Chair.

Director Cabrera-Sanchez nominated herself for Chair.

**Director Parekh motioned to approve the nomination; Director Andrews seconded the motion.**

**Vote on the Motion:** 12-0-0 **Motion Passed.**

Director Andrews asked for nominations for Vice Chair.

Director Parekh nominated himself for Vice Chair.

**Director Sai Mangalarapu motioned to approve the nomination; Director Cabrera-Sanchez seconded the motion.**

**Vote on the Motion:** 12-0-0 **Motion Passed.**

**G. Selection and Approve Personnel Committee Chair and Vice-Chair for AY 2022-2023**

Director Andrews asked for nominations for Chair.

Director Meline nominated himself for Chair.

**Director Pandey motioned to approve the nomination; Director Figueroa seconded the motion.**

**Vote on the Motion:** 12-0-0 **Motion Passed.**

Director Andrews asked for nominations for Vice Chair.

Director Cabrera-Sanchez nominated herself for Vice-Chair.

**Director Chuang motioned to approve the nomination; Director Sharma seconded the motion.**

**Vote on the Motion:** 12-0-0 **Motion Passed.**

**H. Selection and Approve Facilities & Programs Committee Chair and Vice-Chair for AY 2022-2023**

Director Andrews asked for nominations for Chair.

Director Parekh nominated himself for Chair.

**Director Meline motioned to approve the nomination; Director Daniels seconded the motion.**

**Vote on the Motion: 12-0-0 Motion Passed.**

Director Andrews asked for nominations for Vice Chair.

Director Sai Mangalarapu nominated himself for Vice Chair.

**Director Pandey motioned to approve the nomination; Director Figueroa seconded the motion.**

**Vote on the Motion: 12-0-0 Motion Passed.**

**I. Approve Student Union Annual Salary Increase 7% (3% approved) and Bonuses**

Ms. Burke explained the 7% salary increase and \$3500 supplemental pay bonus and reviewed the details of the program. Employees appointed to a full-time position effective April 1, 2022 or earlier, qualify for the fiscal year 2022-2023 merit salary increase and \$3500 supplemental pay bonus. The merit increase will be retroactive to July 1, 2022, and consist of an increase to base pay annualized and a one-time lump sum retroactive payment. The one-time payment is not considered reportable compensation for the purposes of calculating a 403B contribution. Ms. Burke pointed out a typo in the memo regarding the one-time \$3,500 payment. She clarified that rehired annuitants and independent contractors do not qualify for this payment and that this will be corrected in the memo.

The board discussed whether or not employees who left the organization in July and August would receive the retroactive pay and bonus. For the CSU, this is not typically done and is at the discretion of the President. Ms. Burke requested the board table this portion of the program to allow her time to connect with the university to find out the criteria used by the president to make the determination. The board agreed to table this particular portion of the salary and supplemental pay bonus compensation program.

Director Andrews asked for a motion.

**Director Andrews motioned to approve the annual salary increase of 7% and bonus and table the section that provides the increase and bonus to employees who left the Student Union in July and August 2022; Director Sharma seconded the motion.**

**Vote on the Motion: 11-0-0 Motion Passed**

**J. Approve Operating Agreement Between CSU and Student Union of San Jose State University**

Ms. Burke thanked everyone who worked on the Operating Agreement. She explained this is an agreement between the Student Union and California State University (CSU). The Student Union has been negotiating the terms of the agreement with San Jose State University.

Ms. Burke reviewed the agreement and explained that the agreement is aligned with the CSU Operating Agreement document and outlines exactly what the function of the Student Union (SU) This is a retro-active five year agreement, July 1, 2021 to June 30, 2026. The previous agreement was a three year agreement.

The SU supports the campus and has operations and oversight of programs and facilities with the Student Union, Spartan Recreation and Aquatic Center, and Event center. Ms. Burke will be working with the university's Strategic Sourcing in developing an MOU for the recreation field regarding the scheduling, oversight, and use of that field. The MOU needs to be completed in the next three months once the Operating Agreement has been signed. There are terms under Programs and Services that are still being negotiated. It states that the SU shall submit a Programs and Facilities plan to the campus on an annual basis for approval. Ms. Burke made a note under

SECTION 20D, USE OF PREMISES, that this requirement would also be part of the revenue sources we traditionally do in our budgets. It needs to be negotiated on whether this requirement is left under Programs and Services or whether it is moved under section 26B. The facilities of responsibility are the Diaz Compean Student Union, Spartan Recreation and Aquatics Center (SRAC) and the Event Center. The SU is responsible for scheduling of the south campus recreation field and not the oversight management. In terms of general operations, the SU is responsible to use the funds they receive from the university in compliance with Title V and Education Code. The use of campus facilities gives the University President autonomy to make decisions as to how we will use the facilities that the SU has been given permission to have oversight for. Ms. Burke is continuing to discuss the section that states the auxiliary shall reimburse campus for costs for such use should it be determined Campus has incurred costs for use of those facilities. We will be using a Cost Recovery method for services provided by SU in excess of their operating budget.

In compliance with the CSU policy, the SU transferred camera systems in support to campus UPD a year and a half ago. The agreement is high level under Contracts for Campus Services. The MOUs and service agreements will outline the specifics and be used as the more technical document. Under Acceptance, Administration, and Use of Gifts, this is a change for the SU. In the past, the SU had the ability to accept and administer gifts and scholarships. The SU will carry its own insurance for all of its employees, participants, and its contents. The SU pays the university as part of the cost allocation which includes facility use land lease, UPD, IT, business services and property insurance. Ms. Burke explained under Use of Premises, the SU is given permission to occupy and operate programs in the Diaz Compean Student Union, SRAC, and Provident Credit Union Event Center, and an opportunity to use other facilities on campus if the need arises. The SU has permission to sell services, rent spaces or facilities with written permission for the campus when it is not in conflict with other student priorities. This allows the SU the ability to generate revenue for those exclusive activities. This includes SRAC membership and bowling which are the largest revenue sources for the SU. Section 26 D, regarding the facility use fee, proceeds shall be deposited in the SU trust account. This is a new section that has been added and needs further discussion. This section was not included on previous draft versions of the agreement.

There are financial contractual agreements that are a priority and are taken care of as soon as the student fees are received. Once those responsibilities are taken care of, then there is a transfer of funds for the SU's operating expenses. Ms. Burke acknowledged that a portion of the money donated by the Diaz Compean is sitting in the Tower Foundation as a donation specifically for the SU and to be used exclusively to address signage.

Vice President Day explained that the board is working with money that is highly restricted and has very limited uses. He assured the board that through the negotiations, the goal was to make sure that the SU can continue to be a significant part of the campus.

The board discussed the Operating Agreement and the changes recommended by Ms. Burke which included tabling the item for a future meeting. A concern was brought up that the SU has been operating without an agreement for over a year and it is impacting operations. There are some financial changes that will need to be made in the fiscal year 2022-2023 budget that includes the compensation which the board just approved.

Director Andrews asked for a motion to table this item.

**Director Meline motioned to table the item; Director Andrews seconded the motion.**

**Vote on the Motion:**

**9-0-1**

**Motion Passed**

~~Abstain: Ms. Prunty, Designee~~

**Director Cabrera-Sanchez stepped out of the meeting and was not in attendance when the vote was taken.**

**K. Approve Funding from the Student Union Trust Funds (Revised)**

Ms. Burke explained after further discussions with the Vice President of Student Affairs and in the absence of an operating agreement, the SU would be seeking approval of funds from long term reserves. Ms. Burke reviewed the operating expenses and cash needs. Operating expenses that were paid in August were \$529,954. Total estimated operating expenses for August and September are \$968,908, payroll and related expenses are \$811,000 and the estimated cash at this time is \$50,000. The request is for \$1,750,000 from long term reserves and if approved, there would be \$1,076,276 remaining in the long term reserves account. Ms. Burke explained that she is still in negotiations and conversations with the university on how the \$5.25 million would be true up in the long term reserves based on the President's letter. The board discussed the request and Ms. Burke clarified that she is hearing from the Vice President of Student Affairs that the university is committed to restoring the \$5.25 million in the reserves which is a true up. Based on conversations Ms. Burke had with the Vice President this morning, the reserve would be true up as the asset is currently in its number. The university did a true up for June 30, 2022 but we are taking more money out of reserves, so there will be another true up that will happen to get it back to \$5.25 million. Getting down to \$1 million in the reserves is a critical level.

Ms. Prunty explained her understanding is that once the Operating Agreement is signed, the reserves will be true up to \$5.25 million which is currently the three months of operating, and the \$750,000 for furniture and fixtures. The second part being discussed is the current request to draw down the reserves which will mean the numbers no longer align. This should be rectified by the idea that an annual budget was turned in, which the SU would immediately get paid. The July, August and September operating expenses, that have not yet been paid, would by nature refill what you've spent out of the reserve. Ms. Prunty does not believe the SU will get both payment for July, August, and September and funding to refill the reserves. The board requested Ms. Burke get clarification on this true up for \$5.25M and three months of operating expenses to be used for reserves true up. The understanding of the board, based on board meetings from last year that Mr. Faas was sitting in on, is that the three months would be funded based on the budget being passed and the reserves would also be true up to \$5.25 million. Ms. Burke clarified that part of the conversation with Vice President Day includes the nuance of operating cash versus reserves.

Director Andrews asked for a motion to approve \$1,750,000 from the Student Union long term reserve funds.

**Director Andrews motioned to approve \$1,750,000 from the Student Union long term reserves; Director Parekh seconded the motion.**

**Vote on the Motion:**

**9-0-2**

**Motion Passed**

**Abstain: Director Figueroa, Director Sharma**

**VIII. ANNUAL HOUSEKEEPING**

**A. 2022-2023 AY Meeting Schedule**

Ms. Goldsmith noted that the board meeting schedule had been emailed to the board members for the 2022-2023 Academic year.

**B. Conflict of Interest Statements**

Ms. Goldsmith thanked the Board members for completing their Non-Conflict of Interest Statements. She did receive a signed statement from every Board member.

**C. Board Roster Information**

MS. GOLDSTEIN let the board know an updated roster will be emailed to the board members.

**IX. CLOSED SESSION**

**A. Personnel Matters**

The Board did not require a closed session.

**X. REPORTING OUT OF CLOSED SESSION**

Closed session was not required.

**XI. BOARD OF DIRECTOR ANNOUNCEMENTS**

Director Lee announced the birth of his son.

**XII. MEETING ADJOURNMENT**

Director Andrews asked if there were any objections to adjourning the meeting. Hearing no objections, the meeting was adjourned at 2:07 p.m.