12.11 Call to Order

The meeting was brought to order at 9:36am by Dr. Armiñana. He reminded the board that this was the last meeting of the year and introduced Mr. Matthew McCann, new student representative.
12.12 Approval of the September 14, 2012 Minutes
Minutes were provided to the committee via email in advance of the meeting. The minutes were approved as provided.

12.14 President’s Report
Dr. Armiñana reported that the calendar year is coming to an end, noting that it has been another successful Fall semester. He shared with the Board that SSU is beginning to accept students for Fall 2013. He discussed the high number of applications received on all CSU campuses and the pending budget proposal for the state. Dr. Armiñana indicated that more would be known about the budget after January 10, 2013 when the Governor releases his budget proposal for the 2013/14 fiscal year.

Dr. Armiñana confirmed that the new Chancellor, Dr. Timothy White, would assume his position on December 31, 2012 and plans to visit SSU for the Yo-Yo-Ma performance on January 26, 2013.

12.15 Chief Operating Officer’s Report
Mr. Markley reported on several areas:

- Green Music Center – Mr. Markley announced that the Green Music Center is open. He acknowledged the hard work that went into making the Grand Opening weekend festivities such a success. He noted that SSE workers put a lot into the opening of GMC including the Gala and BBQ and it was because of this hard work and months of planning by the organization and entire campus that this event was so successful. Mr. Markley shared some of the highlights and successes of the weekend and thanked the various areas for their contributions. Mr. Markley acknowledged and praised the many individuals that were responsible.

- Prelude – Mr. Markley announced that, in addition to the Grand Opening weekend, the Prelude Staff executed a Gala for the Santa Rosa Symphony as well as opened Prelude as a restaurant. Mr. Markley thanked Kelley Kaslar, Kindra Kautz, John Locher and the Dining Services team for their continued hard work. Mr. Markley revisited an email communication that he sent to the Board during the Fall semester about a local outside organization that expressed interest in operating Prelude. The initial organization has decided to withdraw their interest, but other organizations could express interest in operating Prelude in the future. Mr. Markley indicated that there will need to be a process in place to be able move forward and evaluate future interests. He indicated that the Board would be involved in this process. Mr. Markley stressed that this is not an indication or reflection of the current Prelude operations, but rather an opportunity to create a partnership with an off-campus group. At this time, Prelude will continue to be self-operated and investments are being made into it. Mr. Schlereth added that it would
be helpful to have individuals from the Board meet with him and Mr. Markley to discuss the vision of Prelude to put together a proposal for the President regarding the operation and having spaces available to the campus so that when outside organizations approach the campus in the future, the campus can identify for these organizations the values of the Board.

- **Student Center** – Mr. Markley reported that the Student Center is under construction and still on schedule to be turned over the day before Move-In weekend. A tour for the Board will be scheduled following the next Board meeting. Mr. Markley provided an update on the project and status of the construction. Mr. Markley reminded the Board that the campus will be getting the building later than originally planned as a result of delay created by those who were not supportive of the fee. This timing poses challenges with moving into the building. The meeting room spaces and public spaces will be opened first. However, Dining operations will be phased in over the fall semester as there will be new equipment and training that will need to take place prior to being able to move into the facilities. This plan will be shared with the Board at the next meeting. There are a number of groups planning for the opening and operations of the building.

- **Bookstore RFP** – Mr. Markley reported the bookstore operating contract expires June 30, 2013. A committee of the Board has been put together to review the Bookstore RFP/selection process. A request for proposal (RFP) will be issued. Participating in the process with Mr. Markley include: Ms. Paniagua, Mr. Abrams, Ms. Reynolds-Smith, Mr. Ogg, and Dr. Dyer. Once the process is complete, the recommendation will be brought from this committee to the Board for consideration.

- **Executive Chef** – Mr. Markley announced that they will be accepting applications for the Executive Chef positions and have made some changes by implementing an Executive Sous Chef position at Prelude and one for the campus. There will be one Executive Chef over the entire campus.

- **Bookstore Donation** – Mr. Markley reported that an individual made a donation to the Bookstore in the amount of $100 for their service. He noted that he would work with the appropriate campus authorities to accept this donation to be put into an account in the name of Barnes & Noble for scholarship or other good work.

### 12.13 Conflict of Interest Presentation Non-Profit Integrity Act

This item was moved to follow the Chief Operating Officer’s report.

Mr. Jeremy Olsan, the Organization’s attorney, provided SSE Board Members the annual letter informing Board Members of their duties as a Board member, information about conflict of interest, and the Non-Profit Integrity Act. He requested that, after the presentation, each member sign and return the form to SSE staff to be kept on file.
Mr. Olsan reviewed the attorney letter in detail with the Board. He also discussed the Conflict of Interest statements and reviewed the responsibilities of the individuals and the organization under the California Non-Profit Integrity Act. Mr. Olsan highlighted the important role that each person is taking as a Board member and the fiduciary duties that go along with their position on the SSE Board. He stressed the need for each member to act in the best interest and good faith of the organization.

12.16 Chief Financial Officer’s Report
Ms. Coate reported that the Finance Committee met on December 10, 2012 and reviewed the Reserve Allocations, the Statement of Activity and the Schedule of Net Assets.

Ms. Coate reported on the reserves that were reviewed and approved by the Finance Committee. She noted that SSE has met all requirements and looks healthy.

Ms. Coate reviewed the Schedule of Net Assets and Statement of Activity, both through October 31, 2012, in detail with the Board. Handouts were provided.

12.17 Other Non-Action Items
There were no other non-action items.

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Letitia Coate      Anna Reynolds-Smith
Chief Financial Officer/Secretary   Recording Secretary