

**HUMBOLDT STATE UNIVERSITY CENTER  
BOARD OF DIRECTORS**

Regular Meeting on Thursday, May 6, 2021

Zoom Meeting ID: 851 3362 1955

Zoom Link: <https://humboldtstate.zoom.us/j/85133621955>

5:15 p.m. PST

The Humboldt State University Center Board of Directors met on the above date online via Zoom, consistent with the CA Governor’s Executive Order N25-20, suspending certain open meeting law restrictions. Chair, Jeremiah Finley, called the meeting to order at 5:18 p.m.

Directors Present: Jeremiah Finley, Jourden Lamar, Jeremiah Plata, Eboni Ford Turnbow, Lynne Sandstrom, Mark Rizzardi, Genevieve Marchand, Steve Martin (arrived at 5:23 p.m.), Marissa Miller (arrived at 5:24 p.m.), David Lopez (arrived at 5:26 p.m.)

Directors Absent: Kintay Johnson, Casey Hague (resigned)

Others Present: Wendy Sotomayor, Jason Meriwether, Sherie Gordon, Maryann Brown, Bridget Nichols, Roy Furshpan, Linda Pereira, Sarah Long, Shahrooz Roohparvar, Frank Whitlatch, Casey Park

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**MINUTES**

SUBJECT: Approval of Agenda

MOTION: It was moved (Sandstrom) and seconded (Lamar) to adopt the agenda.

ACTION: The motion to adopt was **APPROVED** unanimously.

SUBJECT: Approval of Minutes

MOTION: It was moved (Lamar) and seconded (Sandstrom) to adopt the minutes dated [April 15, 2021](#).

ACTION: The motion to adopt was **APPROVED** unanimously.

SUBJECT: Public Comment

Sharooz Roohparvar commented, “Thank you, members of the board, thank you very much for allowing me to join today. My name is Shahrooz Roohparvar. For those of you that don't know, I'm the new CFO here at HSU. I just started a couple days ago. I'm very excited for the all the changes and everything that's happening: mostly for the plans to repopulate coming from the Chancellor's Office soon, to get students back in classes, and get everything back to a new normal. So I'm looking forward to contributing to that as much as I can so I'm always here to help and hope to always be of help, so thank you.”

Mary Brown commented, “Okay, hi, I’m Maryanne Brown. I don't know... I've been listening for a while now, since August actually. I worked for dining for 30 years. And I’ve been listening knowing how much hard work, you guys are doing and just was calling to say thank you for all your hard work and getting the pension straightened out and all that. Okay? That's it...” Chair Finley responded with, “Thank you so much. I appreciate your comment.” Maryann replied, “I just know that there's a lot of people out there that have no clue what's going on with our pension and I know that they would be they would greatly appreciate it too, so thanks so much.”

SUBJECT: Chair’s Report – Jeremiah Finley reporting

Thank you – Finley thanked the Board for their attendance, hard work, and dedication.

SUBJECT: Executive Director’s Report – Wendy Sotomayor reporting

Operating Agreement Update – The recommendations from the last Board meeting were incorporated into a draft that was provided to HSU. Some minor modifications were then included in HSU’s response. That updated agreement was made available for the Board to review. As no concerns were raised by the Board, the agreement is in the process of being signed by all necessary parties. The investment agreement is also in the process of being finalized by signatures. The intent is to invest the first \$7 million through the Foundation, by May 31<sup>st</sup>.

Reminder to complete the UC Board Responsibilities Training Form – In order to be in compliance with one of the audit findings, all Board members have been asked to complete the UC Board Responsibilities Training Form.

MOTION: It was moved (Lamar) and seconded (Sandstrom) to accept the report.

ACTION: The motion to accept was **APPROVED** unanimously.

SUBJECT: Finance Committee Report – Lynne Sandstrom reporting

University Center 2021-22 Budget Recommendation – Sotomayor presented a proposed budget for the fiscal year and the committee went through that budget line by line, and unanimously recommended the approval of the budget.

MOTION: It was moved (Lamar) and seconded (Lopez) to adopt the agenda.

ACTION: The motion to adopt was **APPROVED** unanimously.

SUBJECT: Executive Committee Report – Jeremiah Finley reporting

Bylaws Recommendation – The committee recommended that the membership of the Board be reduced and that the committees be reduced as well. The recommendations will be further addressed in Old Business.

2021-22 Proposed Meeting Calendar – The committee recommended that the Board meet fewer times in the coming year. The recommendations will be further addressed in New Business.

MOTION: It was moved (Sandstrom) and seconded (Miller) to accept the report.

ACTION: The motion to accept was **APPROVED** unanimously.

SUBJECT: Old Business

UC Bylaws Amendments – Coordinator Park presented a [slideshow](#) that summarized the [recommendations from the Executive Committee](#) regarding the [UC Bylaws](#). The recommendations follow the year’s discussions which supported a reduction of Board members, and a reduction of committees. The Executive Committee recommends reconfiguring the Board to be composed of the A.S. President or designee, the RHA President or designee, one student representative from the student union committee, one faculty, one community representative, and the HSU Controller. It was recommended to decommission all of the University Center standing committees with the exception of the UC Audit Committee.

There was question to the recommended membership of six members, instead of five or seven for voting purposes. Park responded that the Executive Committee had considered the even number and maintained the recommendation of six members.

Sotomayor noted that the Executive Committee discussed scenarios where current Board members would like to carry out their terms despite their positions potentially being removed. It was decided that if any individuals who wanted to carry out their term would be seated and the Board would make a matching appointment to maintain the ratio of students to non-students. Upon the request of the committee, Sotomayor did reach out to members who would be in this situation, and Alumni Representative Casey Hague provided his gratitude and resignation, Faculty Representative Genvieve Marchand noted she will be entering sabbatical and would not seek a special appointment, Faculty Representative Steve Martin’s term is ending, and Faculty Representative Mark Rizzardi has one more year and is interested in maintaining the seat. Sandstrom added more context to the discussion of the odd versus even number of the Board. One discussion was to increase the number of students to four, since the chair is currently required to be a student and the chair is non-voting except in the case of a tie vote. This additional student could be elected, appointed, or recruited from the new student union. Park reviewed the discussion and outlined the options for action on this item.

MOTION: It was moved (Sandstrom) and seconded (Lamar) to waive the Bylaws Article X, Section 2, and to adopt the Bylaws amendments.

ACTION: The motion to waive and adopt was **APPROVED** unanimously.

SUBJECT: New Business

[University Center 2021-22 Budget Approval](#) – Sotomayor presented the Budget Draft by going over each page with the Board. In general, the budget is greatly simplified in comparison to past budgets due to the termination of the Operating Agreement between California State University and Humboldt State University Center (2018-2028) on January 8, 2021. The UC’s budget reflects that it will no longer be providing commercial services to HSU Dining and will no longer receive student fee monies to operate student programming areas such as UC General Operations, CenterArts or Center Activities. The UC budget ensures that the UC will transfer monies to HSU Facilities Management to complete deferred maintenance projects on the former UC building, will continue to support long term pension and OPEB liabilities, and will provide annual student support monies to HSU.

MOTION: It was moved (Sandstrom) and seconded (Marchand) to accept the 2021-22 Budget.

ACTION: The motion to accept was **APPROVED** unanimously.

Interim Executive Director’s Annual Performance Appraisal, **CLOSED SESSION** – To receive and review the Executive Director’s annual performance appraisal. (See the Calif. Ed. Code, Section 89923, Evaluation of Performance)

MOTION: It was moved (Sandstrom) and seconded (Plata) to enter closed session.

ACTION: The motion was **APPROVED** unanimously.

Board members were moved into a breakout room at 6:10 p.m.

MOTION: It was moved (Lamar) and seconded (Miller) to exit closed session.

ACTION: The motion was **APPROVED** unanimously.

Board members rejoined the main Zoom room at 6:22 p.m.

[2021-22 Proposed Board Meeting Calendar](#) – The Executive Committee unanimously recommended this proposal which includes three meetings in the fall, and two in the spring.

MOTION: It was moved (Lamar) and seconded (Sandstrom) to adopt the Board Meeting Calendar as proposed.

ACTION: The motion to adopt was **APPROVED** unanimously.

SUBJECT: General Board Comments

Coordinator Park presented a [2020-21 UC Appreciation Slideshow](#) which shows appreciation for each of the members and highlights the time served by each member.

SUBJECT: Announcements

There were no announcements at this time.

SUBJECT: Seating of Newly Elected Ex-officio Student Board Members – Park noted that Jeremiah Finley was elected to serve as the A.S. President, and that Johnny Mendoza was elected to serve as the RHA President. Mendoza was not able to attend tonight. Vice Chair Jourden Lamar led the seating of the newly elected, and present members.

MOTION: It was moved (Plata) and seconded (Sandstrom) to seat Jeremiah Finley in the A.S. President position.

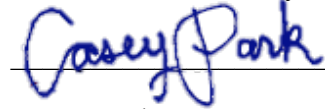
ACTION: The motion was **APPROVED** unanimously.

SUBJECT: Adjournment

MOTION: It was moved (Plata) and seconded (Rizzardi) to adjourn the meeting at 6:38 p.m.

ACTION: The meeting adjourned.

Minutes Submitted By:

A handwritten signature in blue ink that reads "Casey Park". The signature is written in a cursive style and is positioned above a horizontal line.

Casey Park