

BINGHAMTON AUXILIARY SERVICES CORPORATION
Board of Directors Annual Meeting

Friday, October 2, 2020 at 12:00 p.m.

ZOOM Meeting: <https://binghamton.zoom.us/j/99080551916>

Agenda

1. Call to Order (Parks) and Roll Call (Mead)
2. Public Comment Period (Pursuant to NPC § 605 and Public Officers Law §§ 100–111) (Parks)
3. Board Member Comment Period (Parks)
4. Welcome New Members to the Board of Directors (Ellison)
5. Action Item: Board Officer Election (Ellison)
6. Action Item: Approval of Minutes of May 1, 2020 Regular Meeting (Mead)
7. Action Item: Approval of August 31, 2020 Financial Report (Bennett)
8. Action Item: Approval of Board Resolution re: Executive Director Compensation (Mead)
9. Action Item: Re-Approval of 2020-2021 BASC Budget (Mead)
10. Action Item: Approval of Audit Committee Report (Wheeler)
11. Action Item: Approval of Meeting Calendar (Ellison)
12. Information Item: Director's Report (Ellison)
 - a. Board Business Update
 - b. Conflict of Interest Policy Compliance
13. Adjournment (President Elect)

Public Instructions on Addressing the Binghamton Auxiliary Services Corporation Board of Directors: Members of the public are welcome to address agenda items that come before standing and special meetings of the Board. Comments should pertain to the agenda or Corporation-related matters and not to specific issues that are the subject of collective bargaining, individual grievances or appeals, or litigation. Written comments are also welcome and will be distributed to the members of the Board. The purpose of public comments is to provide information to the Board, and not to evoke an exchange with Board members. Questions that Board members may have resulting from public comments will be referred to appropriate staff for response. In fairness to all speakers who wish to speak, and to allow the Board to hear from as many speakers as possible, while at the same time conducting the public business of their meetings within the time available, the President of the Board will determine and announce reasonable restrictions upon the time for each speaker, and may ask multiple speakers on the same topic to limit their presentations. In most instances, speakers will be limited to no more than three minutes. The totality of time allotted for public comment at the board meeting will be 30 minutes, and speakers will be scheduled for appropriate time in accord with the numbers upon sign up. Speakers are requested to make the best use of the public comment opportunity and to follow the rules established.

APPROVED 12/4/2020

BINGHAMTON AUXILIARY SERVICES CORPORATION

Meeting of the Board of Directors: Oct. 2, 2020 (via Zoom)

Attending (via Zoom): Darcy Fauci, Tara Lerman, Rachel Turner, Heather Parks, Jesse Wheeler, Brian Rose, Cornelia Mead, Janice Bennett, Cornelia Mead, Vrushab Sakpal (Khaleel James excused)

1. 12:00 pm: Call to Order (Parks) and Roll Call (Mead)
2. Public Comment Period (none)
3. Board Member Comment Period (none)
4. Welcome New Members to the Board of Directors (Ellison) - Deanne welcomed Vrushab Sakpal, who introduced himself as a student in SSIE.
5. Board Officer Election (Ellison)
 - a. Deanne announced that Jesse Wheeler has agreed to be President, Tara Lerman has agreed to be Vice President, and Cornelia Mead has agreed to continue as secretary treasurer. Motion to approve Darcy Fauci, seconded by Rachel Turner. Motion carried with none opposed.
6. Minutes from May 1 meeting approval – moved by Jesse Wheeler, seconded Darcy Fauci, motion carried.
7. Financial Report (Bennett)
 - a. Janice reviewed the financial report, expenses on track as of end of August. Cornelia moved to approve financial report, Jesse seconded, motion carried.
8. Board Resolution re: Executive Director Compensation
 - a. Cornelia explained that as a means for BASC to support the University, we propose that BASC pay \$40,000 of the Executive Director (Ellison) salary and fringe benefits.
 - b. Discussion: Seems like a reasonable thing to do, the BASC is generating operating surplus, this is well within the mission of the organization. Janice reported that cash balance as of 8/31 was \$211,000. Darcy moved, Brian seconded, motion carried.
9. Approval of 2020-2021 BASC Budget
 - a. Cornelia presented the revised budget - which includes the Director's salary as approved this meeting. We still show an annual operating surplus of over \$15,000 with this change. Jesse moved, Darcy seconded revised budget.
10. Approval of Audit Committee Report
 - a. Jesse Wheeler reported for the audit committee on the annual audit - we received an "unmodified" opinion which is the highest opinion. The audit went smoothly, during COVID it is sometimes a challenge to complete audits on time, but we di. Darcy moved to approve, Cornelia seconded. Motion carried.
11. Approval of Meeting Calendar (Ellison)

- a. Deanne presented the proposed calendar of meetings for this year, meeting in December, March, and May. Motion by Darcy to approve the calendar, seconded by Heather. Motion carried.
12. Director's Report (Ellison)
 - a. Deanne thanked Heather Parks for her leadership in the past year.
 - b. Commencement photos - we are updating our contract with our vendor, planning on ceremonies in May for 2020 graduation as well as 2021 graduation.
 - c. Micro-fridge numbers are up slightly this fall - we also have units in our quarantine and isolation rooms.
 - d. We have been discussing assisting the Athletics department with a licensing contract. The RFP is written and has been approved by Athletics, we're ready to issue it, responses will be due by the end of October. We have developed a rubric for evaluating the responses. Hopefully will know something in the next two months about how that contract will move forward.
 13. Conflict of Interest Policy Compliance - Board members need to fill out annually. Need a wet signature on this, forward to Deanne's office. Jena will follow up with all board members.
 14. Adjournment : Meeting adjourned at 12:28 Moved by Brian Rose, seconded by Darcy Fauci.

Cornelia Mead, Secretary