Hostos Community College
Auxiliary Enterprises Corporation

Board of Directors Meeting
Thursday, February 7, 2019, 3:30PM

Board Attendees

Esther Rodriguez-Chardavoyne; Ken Acquah; Fanny Dumancela; Nathaniel Cruz; Christine Mangino; Wendy Flores; Stephannie Caban-Gonzalez; Iliana Montalvo; Marc-Lavoisier Tamdem Kengne; Khalifou Diao; Djehamou Bly

Absent

Charles Drago

Other Attendees

Johanna Gomez; Pearl Shavzin

Agenda

- The Revised Auxiliary Enterprise Corporation Bylaws reflecting the recent changes of the NYS Not-for-Profit Corporation Law.
- Distribution of the Revised Conflict of Interest Policy, The CUNY AEC Guidelines, and MOU between the Corporation and the College.
- A resolution for the AEC's Authorized Signatories for Fiscal Year 2018-19.
- A resolution for the AEC to follow CUNY's Records Retention Policy.
- A resolution for the AEC to follow CUNY's Sexual Harassment Policy

Proceedings

Meeting called to order at 3:35PM by SVP Esther Rodriguez-Chardavoyne, AEC President.
Note: Khalifou Diao and Djehamou Bly arrived after the start of the meeting.

- At the direction of the CUNY Board of Trustees, Jane Davis (Senior Counsel, CUNY Central Office) has asked for changes and revisions to the Hostos AEC Bylaws. Copies of the following were distributed to the group to the group to review: Revised AEC Bylaws, the CUNY AEC Guidelines, the MOU between the Corporation and the College, and CUNY's Revised Conflict of Interest Policy.
  - A motion to accept the new bylaws and MOU was passed unanimously.
  - The University has asked all AEC boards within CUNY to accept a conflict of interest policy and have members sign an agreement. All board members present at the meeting reviewed and signed the CUNY policy.
- The AEC's Authorized Signatories for Fiscal Year 2018-19 was presented to the Board of Directors. The document fulfills a request by CUNY Central Office to record the names of

individuals who perform financial duties for the AEC, and to ensure that such duties and responsibilities are separate and distributed. A motion to accept the names on the document passed with 10 "yes" votes, 1 abstention.

- CUNY's Records Retention Policy was presented to the Board of Directors. CUNY Central Office has asked all AECs in CUNY to adopt the University's records retention policy. A motion for the AEC to accept the records retention policy was passed unanimously.
- CUNY's Sexual Harassment Policy was presented to the Board of Directors. CUNY Central Office has asked for AEC boards of directors to adopt a policy on sexual harassment— either that of the University, or a policy developed separately. A motion for the AEC to accept CUNY's Sexual Harassment Policy was passed unanimously.
- Ken Acquah presented information about the AEC budget.
  - Nearly half of the budget is for Hostos Culture and Arts; the other half is mostly used for the Auxiliary operating budget.
  - Revenue streams include rental revenue; cafeteria commission; bookstore commission; and parking revenue. The College continues to look for revenue streams that can come in to AEC and support the institution.
  - Regular expenses include Director's Insurance (for board members); fees for legal services provided by Jane Davis; and a portion of the salary for an accountant in the Business office.
    - Note: new rules mandated by the University require that individuals who work for AEC administrative tasks must be paid by the AEC; tax levy is reimbursed by AEC for a portion of the salary paid to an accountant in the Business Office, proportional to time spent on AEC duties.
  - Expenses in the 2017-2018 budget also include 50th Anniversary events; discretionary spending funds for College Vice Presidents; support for the Hostos Theater; furniture for student areas; and graduation, to supplement the amount paid by Hostos Association.
- The next AEC meeting will take place in May, date TBA, for the purposes of reviewing audit information.

Meeting was adjourned at 4:00PM by SVP Rodriguez-Chardavoyne.

Minutes submitted by: Pearl Shavzin