

**AZTEC SHOPS, Ltd.**  
**Minutes of the Meeting of the**  
**Board of Directors**  
**November 22, 2013**

Members present: Jordan Harrison, Mariah Kelly, Dr. Seth Mallios, Tom McCarron, Josh Morse, Kyle Murphy, Eric Rivera, Dr. Andrea Rollins, Erika Tischofer and Carl Winston

Members Absent: Bill Earley and Matt Keipper

Others present: Donna Tusack, Lisa Albers, Jahan Jamshidi, Paul Melchior, H.E. Reichert, Martha Speck, Todd Summer, R.D. Williams, and Gayle Fernandez and guests, Ken Appel, KB Books and Rahim Mansoor, Cal Copy, Inc.

**I. Call to Order**

Andrea Rollins, Chair, called the meeting to order at 12:14 p.m.

**II. Approval of the September 20, 2013, Board Meeting Minutes**

Andrea Rollins asked for approval of the minutes of the September 20, 2013, Board meeting. Carl Winston moved to approve the minutes of the September 20, 2013, Board meeting. Tom McCarron seconded the motion. Motion was approved 9-0-0. (Kyle Murphy was not yet elected at the time this motion was approved.)

**III. Public Comment**

Andrea Rollins announced a request from Ken Appel, owner of KB Books, to address the Board for Public Comment. A three-minute address was granted. Mr. Appel reported to the Board his concern regarding the upcoming renewal of his lease and the sublease for Cal Copy, Inc. The purpose of his comment was to request consideration from Aztec Shops for the renewal of the leases.

**IV. Management Discussion A.**

**Conflict of Interest**

Donna Tusack explained that in accordance with the Aztec Shops Conflict of Interest Policy, Board members are required to report any conflicts of interest for the calendar year ending December 31, 2013. If there are no incidents of conflict of interest to report to management, each member of the Board of Directors is to sign and return an acknowledgement by January 31, 2014. An annual report memorandum for the calendar year ending December 31, 2013 will be submitted to the Vice President of Business and Financial Affairs on January 31, 2014. The annual report will be discussed at the February 21, 2014, Board meeting.

## **B. Financial Report**

Donna Tusack summarized the financial report through Period 4 (ending October 20, 2013). Net from Operations is tracking ahead of budget and up from last year. Donna announced a 2% merit increase pool for Aztec Shops employees effective January 2014. This merit pool was discussed at the fiscal year 2013-2014 budget workshop and approved in the operating budget. This is the first merit increase pool since 2007.

## **C. Campus Stores Update**

Todd Summer, Campus Stores Director, summarized the Campus Stores financial report through Period 4 (ending October 20, 2013). Sales in apparel and technology were slightly ahead of budget. Industry trends in Course Materials are down resulting in missed sales and rentals. Todd discussed the future of Course Fees and their impact. The 7<sup>th</sup> Annual Holiday Spectacular event for Faculty, Staff, Alumni and their families will be held on Wednesday, December 4.

## **D. Dining Services Update**

Paul Melchior, SDSU Dining Director, summarized the SDSU Dining financial report through period 4 (ending October 20, 2013). Strong sales were reported in all retail with increased meal plans and strong cash sales. Margin was on track as a percentage of sales. Total expenses were high as a percent of sales due to the startup costs at University Towers Kitchen (UTK). Dining Services collected 150,000 of the 227,000 pounds of food donations as part of the annual SDSU Rocks Hunger campaign.

## **E. Business Development and Housing Update**

R.D. Williams, Director of Business Development and Contract Housing, reported that despite variances to budget by property, aggregated financial performance of new properties was at or above budget though Period 4 (ending October 20, 2013). Occupancy and revenue of existing apartments were slightly below budget. Innovative plans are underway for fiscal year 2013-2014.

## **V. Election of Director**

Josh Morse moved to elect Kyle Murphy for a three-year term on the Board of Directors. Jordan Harrison seconded the motion. Motion carried 9-0-0. Kyle completed his Board orientation on November 14, 2013.

## **VI. Resolution for Certificate of Corporate Authority and Signatories for Banking and Investment Transactions**

Donna Tusack explained that banks require a new resolution when there is a change in position. Sally Roush, who recently retired from San Diego State University, was removed and replaced by Board Secretary/Treasurer, Tom McCarron as a corporate authority and signatory.

Mariah Kelly moved to approve the resolution to authorize any of the following named persons: Tom McCarron, Secretary/Treasurer, Donna Tusack, Assistant Secretary-Treasurer (Chief Executive Officer), Lisa Albers, Director of Financial Services/Controller, and Barbara Van Meter, Associate Director Financial Services, for corporate authority and signatories to establish accounts and execute banking and investment transactions on behalf of Aztec Shops. Josh Morse seconded the motion. Motion was approved 10-0-0.

**VII. Plaza Linda Verde Update**

Donna Tusack and R.D. Williams briefed the Board on plans for the Plaza Linda Verde mixed-use development on College Avenue.

**VIII. Adjournment**

Josh Morse moved to adjourn the meeting at 1:37 p.m. Mariah Kelly seconded the motion. Motion was approved. 9-0-0 (Carl Winston left the meeting early.)

A handwritten signature in black ink that reads "Donna Tusack". The signature is written in a cursive style with a large, looping initial "D".

Donna Tusack  
Chief Executive Officer