

**BINGHAMTON AUXILIARY SERVICES CORPORATION**

**Board of Directors SPECIAL Meeting**

Friday, August 25, 2023 at 12:00 p.m.  
Couper Administration Building Room 148

**Agenda**

1. Call to Order (Fauci) and Roll Call (Bennett)
2. Public Comment Period (Pursuant to NPC § 605 and Public Officers Law §§ 100–111) (Fauci)
3. Board Member Comment Period (Fauci)
4. Information Item: Update on current business opportunities (Ellison)
5. Action Item: Approval of Pouring Rights Contract (Ellison)
6. Action Item: Approval of Procurement of Vending Services Contract (Ellison)
7. Adjournment

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 10-6-23

## **Board of Directors SPECIAL Meeting Minutes**

Friday, August 25, 2023 at 12:00 p.m.

Couper Administration Building Room 148

**Call to Order:** President Darcy Fauci called the meeting to order at 12:03.

**Roll Call:** VOTING – Darcy Fauci, Heather Parks, Brian Rose, Janice Bennett, Howard Brown, Jesse Wheeler, Elisheva Ezor, Sai Harshitha Gurram; NON-VOTING- Deanne Ellison, Ashley Krizanek

**Public Comment Period:** President Harvey Stenger addressed the Board and thanked the Board for their service. He further discussed the changing environment with SUNY and OSC in regards to contracts and that the bar has been raised on purchasing making it harder to continue current business practices. He also discussed the value of the Auxiliary Services contracts to the University and the revenue they bring in to support initiatives on campus.

**Board Member Comment Period:** none

**Update on Current business opportunities:** Deanne explained that the meeting was called today to review two new upcoming business opportunities for 2023-24. She further explained that the University did RFPs for two “revenue only” contracts - Pouring Rights and Vending - over the course of the last year as the previous 10 year contracts were expiring May 2023. The RFPs were completed and bids were awarded, however the contracts were later denied final approval from OSC. This was a surprise to the University since similar contracts have been approved by OSC for the past 30 years. All other SUNY campuses run these contracts through their Auxiliary corporations. As a result, the University is asking that these contracts be moved to the BASC at Binghamton as well. Deanne explained that if the Board approved BASC management of these contracts, it would be a pass through for the funds to the University but would maintain 10% fee of annual guaranteed commissions to BASC.

**Approval of Pouring Rights Contract:** Deanne reviewed the details of the Pouring Rights proposal memo included in the meeting packet which asked the Board to agree to allow the BASC to assume management of the contract. She further shared that the BASC legal counsel (Harter, Seacrest and Emory) see no issue with the BASC entering into a contract with Pepsi and that they accept the RFP done by the state as a valid competitive bid process which meets the BASC’s Procurement Policy. Counsel also noted that as a revenue only contract that there is virtually no risk for the BASC. Moved by Heather, seconded by Jesse, to authorize the Executive Director to negotiate and execute the 10 year contract between the University and PepsiCo Inc. as the successful bidder for the Pouring Rights Contract, motion carried with all in favor.

**Approval of Vending Services Contract:** Deanne explained that something different happened with the Vending contract. After the University offered an Intent to Award to the successful bidder, Servomation, an appeal was filed by the previous Vending subcontractor who was outbid in the RFP process. As of May 31, there was no vending on campus for summer programs and it wasn't until July 18 that the University was notified of non-approval by OSC. Deanne further explained that in order to provide vending services to the campus in time for the start of the academic year, the BASC released an "emergency" Request for Quote on August 7. The opportunity to quote was declined by the previous contractor and so an interim contract was awarded to the only bidder, Servomation, from August 17 – October 15, or until the long-term contract is awarded. Deanne then reviewed the details the Vending Contract proposal memo included in the meeting packet. She highlighted a new timeline to re-release an RFP for the long-term Vending contract that would begin October 16 if the proposal was approved by the Board. She also noted that again, similar to Pouring Rights, as a revenue only contract there is virtually no risk for the BASC. Moved by Harshitha, seconded by Ellie, to authorize the Executive Director to conduct and expedited RFP process, negotiate and execute a 10 year contract between the University and the successful bidder of the Vending Contract, motion carried with all in favor.

**Adjournment:** Moved by Brian, seconded by Darcy. Meeting adjourned at 12:37pm.

Submitted by: Janice Bennett, Treasurer & Secretary