



UCLA Judicial Board:

*Investigation into Financial
Supports Commissioner
Rustom Birdie's Relationship
with Jobbook*

Nikhil Sharma, Chief Justice

Sinthuja Nagalingam, Associate Chief Justice

Haseeb Bajwa, Justice

David Hermel, Justice

Justin Kim, Justice

Ay'Anna Moody, Justice

Background:

On February 17, 2011 the Judicial Board received a Petition for Consideration from Financial Supports Commissioner Rustom Z. Birdie. Commissioner Birdie requested an “opinion” on his involvement with Jobbook, a new Montreal based career search website, as a member of the Undergraduate Student Association Council (USAC).

The Judicial Board granted Commissioner Birdie’s Petition for Consideration on February 23, 2011 citing Article VI Section B Subsection 2 of the USAC Constitution which states, *“The Judicial Board may also question, comment, or rule upon matters at the request of the Council or any member of the Association.”* Given the fact that Commissioner Birdie was both a member of the Undergraduate Student Association and a member of USAC Council, the Judicial Board was well within its authority to accept the case. Furthermore, given its authority outlined in Article VI Section B Subsection 2 of the USAC Constitution, throughout this case Judicial Board has acted in a investigatory rather than a judicial capacity.

Through the course of the investigation the Judicial Board focused primarily on answering two questions. These two questions were made clear to Commissioner Birdie at the start of the investigation and worked to guide his presentation of facts and witnesses. The two questions presented to Commissioner Birdie were the following: 1) What was your relationship with Jobbook 2) In what, if any, capacity did you work promote, support, or contribute to Jobbook through your official capacities as Financial Supports Commissioner. Consequently, Judicial Board’s investigation was directed at answering these two questions.

Over the course of this investigation, Judicial Board examined over 50 documents submitted by Commissioner Birdie and conducted a public hearing in which 9 witnesses were called. The witnesses examined included: Jean De Brabant, founder of Jobbook; Anthony Beightol, Financial Supports Commission Chief of Staff; Amreen Rahman, Director Textbook Loan Program Financial Supports Commission; Shwetha Mariadassou, Finance Director Financial Supports Commission; Alyssa Soo Hoo, Director Career Services Financial Supports Commission; Dr. Berky Nelson, CSP Advisor to USAC; Roy Champawat, ASUCLA Student Union Director; Anna Alexandroni, Founding Partner Jobbook & UCLA Representative to Jobbook; Rustom Birdie, Financial Supports Commissioner.

Although the Judicial board found sharp inconsistencies of fact between Commissioner Birdie’s testimony, petition for consideration, documentary evidence and witness testimony, the Judicial Board is confident that it was able to discern the nature of Commissioner Birdie’s relationship with Jobbook. This report is a summary of the Judicial Board’s findings.

Pattern of Fact:

On November 5, 2010 Anna Alexandroni, a UCLA student, was contacted by her friend Noah Stern, UC Berkeley's Undergraduate Student Association President, asking her to to arrange a meeting with their mutual acquaintance Rustom Birdie and members of the Jobbook team. At this point, Noah Stern was already associated with the website as a "founding partner."

On November 6, 2010 Anna Alexandroni contacted Rustom Birdie asking him to join her at Starbucks in Westwood for a meeting with Jean de Brabant, the founder of Jobbook, and Zach Newburg, the President of McGill University Student Union. Over the course of the meeting Brabant and Newburg discussed the mission of Jobbook and solicited Birdie and Alexandroni to join the company as "founding partners," working to promote the company at UCLA. According to both Brabant and Birdie at no point was Rustom's role as Financial Supports Commissioner discussed. Nonetheless, the vast majority of Jobbook's founding partners were members of various student governments, including the presidents of McGill University, CalTech, Stanford University, UC Berkeley and John Hopkins. At the conclusion of the November 6th meeting Alexandroni and Birdie signed a contract with the following contractual obligations:

2.1: Jobbook shall pay Partners one thousand fully participating and voting common shares of Jobbook, in consideration for agreeing to become a Jobbook partner, payable immediately once the recruitment is finalized or latest January 31st 2011.

2.2: Jobbook shall, in addition, pay Partners one thousand fully participating and voting common share of Jobbook, for each UCLA student enrolled in Jobbook, payable immediately once the recruitment is finalized or latest January 31st 2011.

2.3: For each UCLA student who becomes a Jobbook member within 10 days of the official launch ("Launch") of the Jobbook site which is forecast to be the week of December 13th next, Partners shall be entitled to two shares instead of one.

Although the launch date of Jobbook was pushed back a number of times, the two page contract that Birdie signed made it unequivocally clear that shares were "payable" by January 31, 2011 at the latest. Therefore, between November 6, 2010 and February 15, 2011, the day he terminated his relationship with Jobbook, Rustom had a contractual relationship entitling him to shares in the company.

Only four members of Financial Supports Commission (FSC) were aware of Birdie's involvement with Jobbook: Anthony Beightol, Chief of Staff of FSC; Amreen Rahman, Director Textbook Loan Program FSC; Shwetha Mariadassou, Finance Director FSC and Alyssa Soo Hoo, Director Career Services FSC. Anthony Beightol, Chief of Staff for FSC and Birdie's roommate, became aware of Birdie's relationship with Jobbook in a brief conversation the two

had in “mid to end” of fall quarter 2010. Beightol was aware that Birdie had signed a contract with Jobbook and that shares were involved but at no point in the conversation did Birdie suggest that Jobbook be embraced and promoted as a FSC program. The next time Beightol and Birdie discussed Jobbook was after the Daily Bruin article chronicling Birdie’s involvement with the company was published on February 15, 2011. According to Beightol, at no point was Jobbook a FSC endorsed or sponsored program.

Amreen Rahman, the Director Career Services FSC, became aware of Birdie’s involvement with Jobbook in a phone conversation she had with Birdie in early to mid-November. Rahman was aware that shares were involved but was not aware of the details. While Jobbook came up in passing conversations with Birdie through November, Jobbook never came up in discussions after December. According to Rahman, Jobbook “was never explicitly tied to the office.” According to Rahman, at no point was Jobbook an FSC endorsed or sponsored program.

Shwetha Mariadassou, Finance Director FSC, became aware of Birdie’s involvement in Jobbook through Amreen Rahman. Rahman briefly mentioned to Mariadassou Birdie’s involvement in the company sometime in Fall of 2010. Mariadassou never heard about Jobbook again until the Daily Bruin article was published on February 15, 2011. As Finance Director, Mariadassou possesses extensive knowledge of FSC’s budgeting and finances. She also is primarily responsible for carrying out reimbursements for the commission. According to Mariadassou, at no point was Jobbook an FSC endorsed or sponsored program, nor did it ever receive any funding from USAC.

Alyssa Soo Hoo, Director of Career Services FSC, became aware of Jobbook through a Facebook group Birdie organized in late-January or early-February through his personal Facebook account. At no point did she ever discuss Jobbook with anyone until after the Daily Bruin article was published. As Director of Career Services, Soo Hoo coordinates FSC’s work on career services programs such as BruinView and Bruin Works. In her testimony she stated that Jobbook, if accepted as a FSC sponsored service, would have conflicted with BruinView and BruinWorks and consequently she would have advised against promoting the company through FSC. According to Soo Hoo, at no point was Jobbook an FSC endorsed or sponsored program.

Given the testimony of members of FSC, Judicial Board has determined that at no point was Jobbook a FSC sponsored program. No USAC funds were directed towards the program nor were any members of FSC asked to promote or support the program. Furthermore, as members of the FSC stated, had Birdie formally presented Jobbook to FSC it would have met substantial criticism as Jobbook conflicted with programs the commission was already pursuing.

Between November 6, 2010 the day the contract was signed and February 15, 2011 the day he terminated his relationship, Birdie received over 15 email communications from

Jobbook. Birdie also received a call from a member of the Jobbook team in fall quarter 2010 asking for his personal email so that it could be used to make Birdie an administrator on a Jobbook Facebook page. Between this period Birdie sent 2 emails to members of the Jobbook team. The first email was sent to Zach Newburg acknowledging their meeting on November 6, 2010. The second email Birdie sent on February 28, 2011 terminated his relationship with the company. The majority of the emails Birdie received chronicled the structure and organization of the website, matters that are of little pertinence to this investigation. However, on January 24, 2011 Birdie received an email requesting Jobbook partners to engage in a promotional drive at their respective universities. Jobbook requested founding partners do the following: send a teaser email on January 26, January 31 and February 3, 2011, promote on Facebook, put up posters and submit an article about Jobbook to their respective school newspaper.

Birdie's completion of the Jobbook promotional campaign was limited. Birdie did promote the website through his own personal Facebook page. However, he did not send out teaser emails or put up posters or flyers promoting the website. The most significant promotional activity Birdie engaged in occurred on February 8, 2011 when he solicited the publication of an article in the Daily Bruin using his USAC FSC email address usafsc@asucla.ucla.edu. The following is an excerpt from the February 8 email sent to Cody Geib and Kelly Zhou of the Daily Bruin:

"I wanted to share a program/service my office, USAC FSC, is bringing to the UCLA campus. It's called Jobbook... My office is marketing, advertising, and educating Bruins about the benefits of Jobbook. Of course all this ties in well with financial supports."

When Birdie's email was sent no one within FSC was working to promote Jobbook. The members of FSC who even knew of Jobbook's existence believed it to be a program Birdie was pursuing in his private time outside of USAC. Nonetheless, in his email to the Daily Bruin, Birdie identified Jobbook as a program "USAC FSC, is bringing to the UCLA campus." Furthermore, the mission of Jobbook directly conflicted with programs that FSC was already pursuing, namely BruinWords and BruinView. Up to this point in the year, every program that Birdie went to the Daily Bruin with was a program that members of FSC were actively working on. The fact that Birdie went to the Daily Bruin with Jobbook, a program that no one in his office was working on, let alone knew about, struck the Judicial Board as significant.

The Daily Bruin's Serli Polatoglu followed up with Birdie's February 8, 2011 email with an interview with Birdie on February 12. In the course of this interview Birdie became cognizant of a potential conflict of interest. The Daily Bruin article publicizing Birdie's involvement with Jobbook was published on February 15. Birdie met with Dr. Berky Nelson on February 15 seeking counsel. Birdie told Nelson that his involvement with Jobbook was limited to promoting for the company on Facebook. At no point in this meeting did he mention sending the Daily Bruin an email. Birdie severed his relationship with Jobbook on February 15.

On February 17, 2011 Birdie submitted his petition for consideration to the Judicial Board. In his petition he made the following claims:

“The only actions I had undertaken regarding Jobbook was inviting my friends from my personal (Rustom Z Birdie) Facebook profile to a Facebook event regarding the launch of Jobbook. Hence, none of my actions regarding Jobbook involved and used UCLA or USAC resources.”

Over the course of this investigation the Judicial Board has determined the aforementioned statement to be false. Birdie did use his USAC email address, a USAC resource, to solicit the publication of an article in the Daily Bruin. Thus, he did more than create a Facebook event. In his testimony Birdie attributed this incongruity to an error on his part when drafting the petition.

Birdie’s involvement with Jobbook was limited at best. No USAC funds were allocated to the program. Nonetheless, Birdie did utilize his USAC email address and identified Jobbook as a FSC sponsored program when soliciting the Daily Bruin to publish an article about the company.

Recommendations:

As trustees for the Undergraduate Students Association, members of USAC have fiduciary duties to uphold. These duties, while not explicit in the USAC constitution or bylaws, are clearly implied by the positions members of USAC hold and by the tasks they carry out. In fact, in most trustee-trustor agreements the fiduciary responsibilities of trustees are rarely made explicit. By taking an oath of office, members of USAC accept the explicit and implicit responsibilities of trusteeship.

A conflict of interest occurs anytime “an individual or organization is involved in multiple interests, one of which could possibly corrupt the motivation for an act in the other.”¹ Financial Supports Commissioner Rustom Birdie admitted to the Judicial Board that his relationship with Jobbook constituted a conflict of interest. Conflicts of interest in their own right are not necessarily violations of a trustee’s fiduciary duty, provided they are addressed properly. When conflicts of interest arise it is the responsibility of trustees to make their trustors aware of their competing interests. Had Birdie even an inkling to make Jobbook a FSC sponsored activity, which he claims to have intended, his duty of loyalty as a fiduciary would require him to make public to Council his relationship with Jobbook. Without doubt Birdie had a conflict of interest. That in its own right is not necessarily a troubling action. What this Board found egregious however was that Birdie acted upon this conflict of interest through his capacities as Financial Supports Commissioner by soliciting the publication of a Daily Bruin article using his official USAC email address and misrepresenting Jobbook to be a FSC sponsored program when it

¹ Definition Conflict of Interest

was not. Therefore, the Judicial Board finds Financial Supports Commissioner Rustom Birdie in violation of Article III Section E Subsection II of the USAC Constitution for actions constituting “wrongdoing,” whereby wrongdoing is defined as “the act or an instance of doing something immoral or illegal.”² This board finds Birdie’s actions clearly immoral and had Birdie’s actions occurred in any other public municipality his actions would certainly have been illegal. The text of Article III Section E Subsection II is as follows:

2. *In the case of gross neglect of duty or wrongdoing, any elected Officer of the Association may be removed from office only upon notice after hearing and for cause by the concurrence of threefourths of the voting members of the USA Council, which shall be the sole judge of cause, and which shall represent the final decision of the Association.*

Had Birdie worked to promote Jobbook using resources completely outside of those available to him as Financial Supports Commissioner such behavior would not constitute wrongdoing. At no point was anyone in Financial Supports Commission working to promote Jobbook. In fact, as Alyssa Soo Hoo testified, Jobbook was a lesser-developed alternative to programs that FSC was already working to promote, namely BruinView and BruinWorks. In spite of this on February 8th, Birdie sought out the publication of an article in the Daily Bruin about Jobbook. This request was likely in response to a January 24, 2011 email in which Jean de Brabant requested that Jobbook partners submit articles to their school newspapers. In his email to the Daily Bruin, Birdie claimed that Jobbook was a program his office was “marketing, advertising, and educating Bruins about.” Birdie clearly knew that this statement was false but likely embellished the relationship between Jobbook and FSC for the purposes of getting an article published.

Official USAC email addresses are USAC resources. Their use implies official sanction. By using his email address usafsc@asucla.ucla.edu Birdie was not acting as a private citizen, but as an agent of USAC and more specifically FSC. Throughout this case, Birdie has claimed that he was unaware that his actions constituted conflict of interest and that his use of his USAC email was improper until he was questioned by Daily Bruin reporter on February 12. Even if Birdie was woefully unaware of his responsibilities as a fiduciary and that his use of a USAC email address was improper, he knew that members of FSC were not promoting Jobbook when he claimed to the Daily Bruin they were. Birdie, in his testimony, claimed that Jobbook was a “potential, prospective future” office program for FSC even though the website seemed to conflict with programs such as Bruinview and Bruinworks. But even if Jobbook was a potential office program, no one within FSC was working to promote the website as Birdie claimed when he sent the February 8th email to the Daily Bruin. In his closing statement, Birdie apologized to the Judicial Board for being “naive” and making a “mistake in good faith.”

² Definition Wrongdoing Merriam Webster

Organizations such as the Daily Bruin are simply more receptive to requests made by members of USAC using official email addresses than they are to requests made by private students. Thus, when members of council use these resources for personal benefit their actions constitute immoral behavior and in turn wrongdoing, regardless of their naivety. Article III Section E Subsection II of the USAC Constitution, of which the Judicial Board finds Birdie in violation, limits Council to be the “sole judge of cause,” thus preventing Judicial Board from taking any punitive action(s) against Birdie. Thus, Judicial Board entrusts Council to take punitive actions against Commissioner Birdie, as it deems appropriate, given the patten of fact and analysis outlined in this investigation.

What further troubled the Judicial Board were the gross inconsistencies of fact between the petition Birdie filed with the Judicial Board and the witness testimony that witnesses, including Birdie, gave. In his petition to the Board, Birdie claimed that his actions with respect to Jobbook were limited to the use of his own Facebook account. This statement however proved false as Birdie had also sent an email to the Daily Bruin using his USAC email address which he initially failed to disclose. While the Judicial Board believes that Birdie was ultimately cooperative and forthright, the lack of consistency between the claims he made in his petition, opening statement, testimony and closing statement made the Board extremely suspect towards Birdie’s claims.

At an organizational level, the Judicial Board was struck by the sheer lack of understanding members of Council and their staffs had with respect to their ethical obligations as holders of public trust. Four other members of Financial Supports Commission were aware of Birdie’s involvement with Jobbook but none of them even considered the ethical significance of his actions. Throughout this investigation Birdie has claimed that he was unaware of the impropriety of his actions because they were not clearly outlined in the bylaws or constitution. While the Judicial Board still finds Birdie in violation of wrongdoing, this Board recommends that Council work to create a clear ethics policy addressing conflict of interest. Its lack of such a policy puts it in a clear minority in comparison to other student unions and municipalities.

In crafting its ethics code, Council need to look little further than the True Bruin ethical standards. Undergraduate students should be able to hold their representatives to the same high ethical standards of integrity and accountability that the university holds individual students to. While the Judicial Board finds Commissioner Birdie’s involvement with Jobbook as falling short of these standards, it implores Council to educate its members to the fiduciary responsibilities they hold as trustees.

In unanimity,

Nikhil Sharma, Chief Justice

Sinthuja Nagalingam, Associate Chief Justice

Haseeb Bajwa, Justice

David Hermel, Justice

Justin Kim, Justice

Ay'Anna Moody, Justice