



## Minutes of the Regular Meeting of the Board of Directors February 25, 2021

There was no physical location due to Executive Order N-25-20 issued March 17, 2020 relating to the convening of public meetings in response to the COVID-19 pandemic.

### Attendees

**Members:** Sarah Villarreal, Chair, Mary Stephens (@4:14), Charles De Leone, Carl Kemnitz, Jason Schreiber, Cynthia Chavez Metoyer, Denise Garcia, Michael Walsh, Ann Bersi, Christopher Thibodeau, Michael Garrett,

**Members Absent:** Kristin Stewart, Andrew Gamboa

**Staff:** Bella Newberg, Deborah Davis, Janelle Temnick (@ 4:09), Janine Prior, Michelle Hinojosa, Trina Beckwith, Karla Frazee

**Guests:** None

### **Convening of the Regular Meeting**

A quorum being present, Chair Villarreal called the meeting to order at 4:05 p.m.

### **Minutes of the September 23, 2020 Annual Meeting**

*A motion was made and seconded (De Leone/Bersi) to approve the September 23, 2020 Annual Meeting minutes. Motion carried.*

### **Minutes of the September 23, 2020 Regular Meeting**

*A motion was made and seconded (Bersi/De Leone) to approve the September 23, 2020 Regular Meeting minutes. Motion carried.*

### **Public Comment**

Public comment was given by CSUSM student Zameer Karim

### **Committee Reports and Updates**

#### **Finance and Operations Committee Report**

Schreiber reported that the Finance and Operations Committee meeting agenda was very full and noted that the Investment Report 12/31/20, the Mid-Year FY 20/21 Budget and Financial Reports and the Quarterly Financial Report 12/21/20 included in the Board agenda packet as Attachments C, D and E were reviewed by the Finance and Operations Committee. Schreiber reported that two of the Consent Agenda items that will be voted on later in the meeting come moved and forwarded by the Finance and Operations Committee.

#### **Executive Committee Report**

Villarreal reported that the Executive Committee met on December 17, 2020 and that Newberg gave an update on the Corporation's organizational changes due to Covid 19 and the south parcel/dining project. Two action items were voted on. The Committee also met on February 10, 2021. Villarreal reported that

at that meeting Newberg gave an administrative update and two action items were voted on. Villarreal reported that all action items from both meetings are a part of the Consent Agenda.

### **Joint Audit Committee Report**

Thibodeau reported that the Joint Audit Committee had met twice since our last Board meeting. At the September 29, 2020 meeting two representatives from Aldrich were present and reviewed the financial audit reports for all three auxiliaries. At the February 16, 2021 meeting, Romero, from Aldrich, reviewed the draft 990's for all three auxiliaries. The committee discussed and voted on the extension of the Aldrich contract. Thibodeau reported that the action items from both meetings are a part of the Consent Agenda.

### **Sponsored Projects Committee Report**

De Leone reported that the Sponsored Projects Committee met on December 16, 2020 and provided an overview of some of the items discussed. De Leone reported that there are some Principal Investigators (PI's) working on campus and in the field carrying out research while adhering to the Covid 19 safety guidelines. Beckwith reported that at the December 2020 meeting she reviewed the Expenditure Report that was sent in the agenda packet prior to the meeting. De Leone also wanted to share with the Board that Cayuse, a management software that will assist in grant management operations, is currently being rolled out.

**Note:** At 4:20 p.m., after the Sponsored Projects Committee Report, Villarreal was unexpectedly called away from the meeting and she asked Bersi, our Vice Chair, to please step in and conduct the meeting. Bersi turned the meeting over to Newberg for the Administration Update.

### **Administration Update**

Newberg reported that the Corporation hired a new Property and Facilities Manager. Newberg provided a student housing update and stated that North City has assumed all the risk of lost revenue due to Covid 19 for the fall and spring semesters, FY 20/21. Newberg reported that repopulation discussions are underway and that five teams have been formed to assist. The University Bookstore has remained open and continues to serve our students. Newberg reported that the Corporation is re-engaging in talks regarding a dining project. Also being discussed is a possible relationship with North City regarding a new student housing project. Brailsford & Dunlavey have been hired to assist with the future planning and assessment and a CSUSM team has been formed to offer their input on the project. The team includes representation from ASI, Student Affairs and FAS.

### **University Update**

Villarreal was on the agenda to present the University Update but due to her being called away no update was given.

### **Consent Agenda**

Vice Chair Bersi explained that a Consent Agenda was included as Item IV in the meeting Agenda and that the purpose of the Consent Agenda is to save time. Bersi recited all items listed on the Consent Agenda and stated that all items have been reviewed and discussed by their respective Committees. Bersi asked if anyone wanted to remove any items from the Consent Agenda to the Regular Agenda. There being none, *a motion comes moved and seconded (Chavez Metoyer/Walsh) to approve the following items. Motioned carried.*

#### ***Brought forward by the Executive Committee (12/17/20 meeting)***

- Revision to Operating Agreement (Attachment F)
- Innovation Hub Advisory Committee Resolution (Attachment G)

***Brought forward by the Executive Committee (02/10/21 meeting)***

- Revised Corporation Board Committees (Attachment H)
- Revised Housing Advisory Committee Charge (Attachment I)

***Brought forward by the Joint Audit Committee (09/29/20 meeting)***

- CSUSM Corporation Financial Audit Report & A-133 Compliance Report 06/30/20 Ratification (Attachment J)

***Brought forward by the Joint Audit Committee (02/16/21 meeting)***

- Draft Form 990 Tax Return FY19/20 (Attachment K)
- Extension of the Aldrich Contract

***Brought forward by the Finance and Operations Committee (02/17/21 meeting)***

- Compensation Structure Revisions (Attachment L)
- New Cost Transfer Policy (Attachment M)

**Adjournment of Regular Meeting**

The Regular Meeting adjourned by acclamation at 4:31 p.m.



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Jason Schreiber  
Secretary

06/02/2021

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Date