



**Minutes of the Regular Meeting of the Board of Directors
February 23, 2017
Center for Children and Families Classroom**

Attendees:

Members: Matthew Ceppi (Interim Chair), Sharon Whitehurst-Payne (Vice Chair), Neal Hoss, Graham Oberem, Regina Eisenbach, Jason Schreiber, David Chang, DawnMarie Myers, Charles De Leone

Members Absent: Collin Bogie, Brandon Losey

Staff: Bella Newberg, Cynthia Fenimore, Michelle Hinojosa, Michelle Meeks, Karla Frazee, Roman Lazcano

Convening of the Regular Meeting

A quorum being present, Interim Chair Ceppi called the meeting to order at 4:01 p.m.

Minutes of the November 10, 2016 Regular Meeting

A motion was made and seconded (Whitehurst-Payne/De Leone) to approve the November 10, 2016 minutes. Motion carried.

University Updates and Committee Reports

Sponsored Projects

Meeks reported on FY 15/16 awards by Funder. Awards are funded from 24 different sponsors, each having slightly different requirements. For FY 16/17, Q2, 41 awards were received totaling 15M, a 51% increase from 15/16, second quarter. Meeks reported on a 3 year comparison of awards and IDC rates from FY 13/14, 14/15 and FY 15/16. We are receiving more grants at higher IDC rates, up by 8%. Low IDC awards are decreasing and higher IDC awards are increasing. This is attributed to moving Pre Award to campus in addition to expanding the team by adding a Grant Writer and an Administrative Support staff member.

Investment Portfolio Report

Fenimore reviewed the Investment Report provided prior to the meeting. Quarter 2 investment income projected as flat. We continue to be conservative in our approach.

Administration Update

Newberg reported on the progress of the merger between UARSC and the University Corporation. Robert Griffin continues to assist. Target completion date is June 30, 2017. A name change will take place immediately thereafter and should be completed by September 30, 2017. The new name will be California State University San Marcos

Corporation (CSUSM Corporation). The *Merging UCorp into UARSC Major Tasks Checklist, Updated 2-8-17* was handed out at the meeting. The Intent to Merge Resolution will be presented as an action item later in the meeting. The QUAD Master Operating Lease is being renegotiated, a 15 year term/15 year option to include monetizing Summer Conference revenue, 8,000-10,000 square feet of dining and renovations to existing space. Newberg reviewed the site map for the EL P3 project. The building; approximately 135,000 sq. ft. of office, classroom and retail space and the parking structure will sit on approximately two acres. UARSC/CSUSM will be responsible for operating expenses associated with its 120,000 sq. ft. The developer will be responsible for operating expenses associated with its 15,000 sq. ft. UARSC/CSUSM and developer will share operating expenses associated with the common space on a pro-rata basis. The project will include a pedestrian bridge over Barham built by the developer and maintained by the city. Financing through a non-profit to obtain a 30-year, tax-exempt bond and will be based on the actual cost of construction. UARSC will enter into a capital lease with the non-profit and make payments in accordance with the bond schedule. A proportional share of the building, parking and land will be donated to UARSC free and clear upon full payment of the bond. The developer will retain a condominium interest in the retail space. The project schedule is very aggressive and moving along quickly with an occupancy goal of July 1, 2019.

Chair and University Update

Ceppi thanked Executive Director Newberg and her team and Interim Vice President Hoss and his team for their hard work that was reflected in the Board's agenda. Ceppi reported the CSU budget picture for FY 17/18 and stated that the University has made a strategic decision to enroll additional students. This decision will help to fill student housing as well as hold off cuts to the instructional budget. CSUSM will host the CCAA Basketball Championship Tournament in March. Ceppi announced the need to form a new Student Housing Advisory Committee. This committee will develop a long-range plan for student housing and campus dining. Ms. Myers agreed to serve on the newly formed Committee and Ceppi thanked her for providing the important student voice. Attachment N suggesting the proposed Student Housing Advisory Committee was handed out at the meeting. The following make up the proposed committee: Matthew Ceppi, Chair; Jason Schreiber, Vice Chair; DawnMarie Myers; Malik Ismail; Va'Shajr Parr and Bella Newberg. Approval to move forward with forming a new Student Housing Advisory Committee will be voted on later in the meeting.

Consent Agenda

Ceppi explained the purpose of the Consent Agenda is to save time. Additionally, Ceppi explained that all Consent Agenda items have been fully reviewed and discussed by their respective Committee. Ceppi asked if anyone had any questions about the Consent Agenda process. There being none, Ceppi then asked if anyone wanted to move any items from the Consent Agenda to the Regular Agenda. There being none, *a motion comes moved and seconded (Whitehurst-Payne/Myers) to approve Quarterly Financial Report & Summary 12/31/16 (Attachment C), Revision to 2016/2017 Budget (Attachment D), Compensation Changes (Attachment E), Form 990 Tax Return FY 15/16*

Ratification (Attachment F), Revision to Board Officers (Attachment G), and Revision to Committee Chair Appointments (Attachment H). Motion carried.

Action Items

Intent to Merge Resolution (Attachment I)

Newberg reported that this item has already been discussed during the Administration Update. The Board is moving to proceed and go forward. *A motion was made and seconded (Myers/Chang) to approve the Intent to Merge Resolution as presented. Motion carried.*

Resolution Approving Participation in QUAD Renegotiations (Attachment J)

Newberg reported that the resolution will allow the Executive Committee authority to act on behalf of the Board to make decisions regarding the QUAD renegotiations. Communications will go out to the Board. *A motion was made and seconded (Oberem/De Leone) to approve the Resolution Approving Participation in QUAD Renegotiations as presented. Motion carried.*

Resolution Approving Participation in EL P3 Project (Attachment K)

Newberg stated that due to the aggressive schedule of the EL P3 Project it is essential for the Executive Committee to have ability to review documents on behalf of the Board. Written reports will be provided to the Board. *A motion was made and seconded (Whitehurst-Payne/Eisenbach) to approve the Resolution Approving Participation in EL P3 Project as presented. Motion carried.*

Student Housing Committee Resolution (Attachment L)

Newberg reported that this item has already been discussed during the University Update. *A motion was made and seconded (De Leone/Oberem) to form a Student Housing Advisory Committee as presented. Motion carried.*

Proposed Student Housing Advisory Committee (Attachment N)

Newberg reported that this item has already been discussed during the University Update. *A motion was made and seconded (Whitehurst-Payne/Myers) to approve the Proposed Student Housing Advisory Committee as presented. Motion carried.*

FY 17/18 Meeting Calendar (Attachment H)

Newberg reviewed the proposed FY17/18 Board Meeting Calendar. *A motion was made and seconded (Oberem/Myers) to approve the proposed FY17/18 meeting calendar as presented. Motion carried.*

Adjournment

The Regular Meeting adjourned by acclamation at 5:07 p.m.



Graham Oberem
Secretary

6/5/2017

Date