



**Minutes of the Regular Meeting of the Board of Directors
September 27, 2018
Center for Children and Families Classroom**

Attendees:

Members: Graham Oberem (Chair), Neal Hoss, Charles De Leone, Xavier Martinez, Cynthia Chavez Metoyer, Charles Ragland, Jennifer Williams, Jason Schreiber, Mike Schroder

Members Absent: Armando Zaragoza

Staff: Deborah Davis, Bella Newberg, Michelle Hinojosa, Trina Beckwith, Janine Prior, Janelle Temnick, Karla Frazee, Justin Cox

Guests: None

Convening of the Regular Meeting

A quorum being present, Oberem called the meeting to order at 4:08 p.m. Oberem recognized Martinez's service on the Board of Directors as well as the Joint Audit Committee. Due to a relocation, Martinez will no longer be serving on our Board.

Minutes of the May 24, 2018 Regular Meeting

A motion was made and seconded (Chavez Metoyer/De Leone) to approve the May 24, 2018 minutes. Motion carried.

Committee Reports

Sponsored Projects Committee

Beckwith reported on staffing changes and reviewed the Award Report that was sent prior to the meeting. Newberg reported that the Grant Writing Boot Camp will be held in the spring and anticipates Grant activity increasing.

Joint Audit Committee

Martinez reported that the Joint Audit Committee met on September 26, 2018. Representatives from Aldrich attended and reviewed the Audit Committee Reports and the Financial Statement Reports for ASI, Foundation and CSUSM Corporation.

Administration Update

Newberg gave a staffing update and reported on the Pre-Award Audit and the NSF Desk Audit that have taken place. A possible Board retreat was discussed. Newberg reported on the Dining Project stating CSUSM Corporation is collaborating with our dining partner, SODEXO, who is providing financial contribution for the buildout of the dining

hall. The goal is to have SODEXO complete the programming and schematic design phase (Phase 1) to provide an estimated budget for the project. Then a financial analysis would be performed to determine the best model and determine if and how the project could move forward. SODEXO will cover the costs of Phase 1 unless it is decided not to move forward with Phase 2 in which case CSUSM Corporation will be responsible to reimburse SODEXO the cost of Phase 1, not to exceed \$110,000. This will be an Action Item later in the meeting. Newberg provided an EL/P3 Project update which included the schedule, budget, road improvements and the pedestrian bridge. An amendment to the Loan Agreement for the EL Project was executed in August to shift from short-term commercial paper to Bond financing. Hinojosa gave a Human Resources update consisting of current employee numbers at approximately 399, employment categories and benefit rate. Fenimore presented an update on Commercial Services.

Student Housing Advisory Committee

Schreiber reported both properties are at 100% occupancy with 70 students on the waitlist. Members of the Committee toured the properties focusing on entrance and exit cameras and recently met with the Chief of Police to discuss Housing security and to strategize on additional steps to improve safety. The Committee has been asked to be involved with the Dining Project and planning.

University Update

Williams reported on the announcement of the retirement of President Haynes and First Gentleman, Jim Mickelson. The President's Office anticipates the new Appointment will be named at the March 2019 Board of Trustees Meeting.

Consent Agenda

Oberem explained that a Consent Agenda was included as Item III in the meeting Agenda. He explained the purpose of the Consent Agenda is to save time. Oberem asked if anyone had any questions about the Consent Agenda process. There being none Oberem then asked if anyone wanted to move the item from the Consent Agenda to the Regular Agenda. There being none, *a motion comes moved and seconded from the Joint Audit Committee to approve the CSUSM Corporation Financial Audit Report & A-133 Compliance Report 6/30/18 (Attachment F). Motion carried.*

Action Items

Quarterly Financial Report & Summary 6/30/18 (Attachment G)

Davis reviewed the Quarterly Financial Report & Summary 6/30/18 that was provided prior to the meeting.

A motion was made and seconded (De Leone/Ragland) to approve the Quarterly Financial Report & Summary 6/30/18 as presented. Motion carried.

Revised Procurement Policy (Attachment H)

Newberg reviewed the revised Procurement Policy highlighting the key revisions. Most of the changes are necessary due to the updates made in the Uniform Guidance. The redline and clean version of the revised policy was provided prior to the meeting.

A motion was made and seconded (Hoss/Schreiber) to approve the revised Procurement Policy as presented. Motion carried.

Campus Dining Project

Newberg requested approval to proceed with the Programming and Schematic Design Phase (Phase 1) of the Dining Project as presented in the Administration Update presented earlier in the meeting.

A motion was made and seconded (Hoss/Ragland) to approve moving forward with the Programming and Schematic Design Phase of the Dining Project as presented. Motion carried.

Revised Resolution-QUAD Affiliation Agreement (Attachment I)

Newberg reviewed the revised Resolution-QUAD Affiliation Agreement emphasizing the main revisions including the term, first right of offer, the addition of a demand study, and authorization to the ED to execute appropriate legal agreements and related instruments for the Project. The redline and clean version of the Resolution was provided prior to the meeting.

A motion was made and seconded (Williams/De Leone) to approve the revised Resolution-QUAD Affiliation Agreement as presented. Motion carried.

Adjournment of Regular Meeting

The Regular Meeting adjourned by acclamation at 5:36 p.m.


Cynthia Chavez Metoyer
Secretary

12/14/18
Date