



CALIFORNIA STATE UNIVERSITY, DOMINGUEZ HILLS

FOUNDATION

Thursday, October 26, 2017 | 2:30 PM to 4:00 PM
Executive Conference Room, Welch Hall D-444

BOARD OF DIRECTORS MEETING MINUTES

Members Present: Dr. Willie Hagan, Dr. Michael Spagna, Naomi Goodwin, Carrie Stewart, Robert Lovitt, Rod Hay, Dr. William Franklin, Justin Blakely, Dana Ward, Jerry Groomes, Phillip D'Amato, David Gamboa, David Donell, Del Huff, Dr. Cornelia Brentano, Roger von Ting, and Alan Caldwell.

Members Absent: Gilbert Ivey

Guests: Dr. Russel Statham (Chief Operating Officer/Chief Financial Officer), Richard Chester (Associate Executive Director/Director of Commercial Operations), Amanda Dodd (Director of Human Resources), Jinna Matzen (Business & Finance Coordinator), Susan Sanders (Executive Assistant to the President), and Chris Manriquez (Vice President, Information Technology).

I. Call to Order

Meeting called to order by D'Amato at 2:32 p.m.

II. Approval of the Minutes of Previous Meeting(s)

Ward moved and Huff seconded. Motion carried.

III. Approval of Meeting Agenda

Ward moved and Huff seconded. Motion carried.

IV. Public Comment

No one was present to represent the public.

V. Reports

University President's Report

President Hagan started off his report by stating that he retires knowing that the momentum gained during his tenure will not be lost as it was constructed on the foundation of many and not just one person. He is confident in the staff at Dominguez Hills to carry all successes forward. President Hagan is still very interested in projects on the Dominguez Hills campus and desires to still be a part of it in some way. Hagan further sends his appreciation to the Board for all that they have done during his time at Cal State Dominguez Hills. The President's report concluded with the Board thanking President Hagan for his service.

Chair of the Board's Report

None

Executive Director's Report

Lovitt opened his report by briefly explaining his work on the Salary Equity Survey. Lovitt moved on to his second item, the Executive Director Search. Lovitt stated that the initial search ends tomorrow, 10.27.17, and that five potential candidates currently exist. Lovitt concluded his report by letting the Board know that there were several other nominations that were being reached out to.

Chief Financial Officer's Report

Statham presented to the Board the Single Audit Report and Financial Statements for the Year Ended June 30, 2017 and expressed that this item would be presented for approval and acceptance at the next Board meeting on December 14, 2017. Statham further offered the Consolidated Statement of Operations for September 30, 2017 and the Graystone Monthly Investment Review as of September 30, 2017. Statham discussed a high level overview of both documents. President Hagan questioned the impact of the Chargers and StubHub, Statham explained that the fees have yet to hit the current financials, but provided a high end overview of the projected revenues.

Executive Committee

D'Amato stated that the Executive Committee has been having spirited discussions and reported that the committee decided to continue using the system generated format of the Investment Report.

Finance and Human Resources Committee

Ward explained to the Board that the last Finance & Human Resource Committee meeting was cancelled due to lack of quorum but that they were eager to meet again on December 5, 2017.

VI. Consent Agenda

- 1) Statement of Operations as of September 30, 2017

The Board accepted the Statement of Operations as submitted with brief discussion.

- 2) Investment Report as of September 30, 2017

The Board accepted the Investment Report as submitted with brief discussion.

VII. Informational Items

None

VIII. Action Items

- 1) Resolution FY1718-1: Volunteers Inclusion in Worker's Compensation Insurance Program.

RESOLUTION: FY1718-01

**VOLUNTEERS INCLUSION IN
WORKERS' COMPENSATION INSURANCE PROGRAM**

WHEREAS, from time to time, volunteers provide various types of services to the California State University, Dominguez Hills Foundation; and

WHEREAS, except for certain statutory exceptions, volunteers are not covered by the California State University, Dominguez Hills Foundation workers' compensation insurance coverage if they are injured as a result of such volunteer services; and

WHEREAS, Labor Code Section 3363.6 provides that a private, nonprofit organization may declare its volunteers as employees for workers' compensation insurance purposes by adopting a resolution authorizing such coverage.

**THEREFORE, IN CONSIDERATION OF THE FOREGOING, IT IS RESOLVED AS
FOLLOWS:**

RESOLVED, that the Board of Directors of the Foundation recognizes the above recitals as true and correct and adopts them as findings of fact; and

RESOLVED, that pursuant to Labor Code Section 3363.6, the Board of Directors for the California State University, Dominguez Hills Foundation does hereby declare that any person who performs voluntary service without pay for the California State University, Dominguez Hills Foundation shall be deemed to be an employee of the California State University, Dominguez Hills Foundation for worker's compensation purposes, provided the volunteer services are authorized by the California State University, Dominguez Hills Foundation; and

RESOLVED, that the Chief Operating Officer/Chief Financial Officer and the Director of Human Resources and Payroll shall be directed to take all actions as may be necessary and proper in connection with the execution and implementation of this resolution.

The Board questioned what this resolution was for, to which Statham explained that twelve years ago AORMA, a subset of CSURMA, decided it helpful and important to include all volunteers at no cost. Statham further explained that Grant programs have volunteers and that if a volunteer were injured right now there would be no coverage. Statham recommended passing this resolution and the Board agreed.

Gamboa moved and Ward seconded. Motion carried.

- 2) Resolution FY1718-2: Resolution of the Board of Directors Approving Members of the Foundation Real Property Development Committee

RESOLUTION: 201718-2

RESOLUTION OF THE BOARD OF DIRECTORS APPROVING MEMBERS OF THE FOUNDATION REAL PROPERTY DEVELOPMENT COMMITTEE

WHEREAS, vacancies currently exist on the Real Property Development Committee of the California State University, Dominguez Hills Foundation; and

WHEREAS, the Executive Committee of the Board of Directors finds it desirous to fill the vacancies with Mr. David Donell (Chair), Mr. Jerry Groomes, Mr. Roger von Ting, and Mr. Phillip D'Amato.

THEREFORE, IN CONSIDERATION OF THE FOREGOING, IT IS RESOLVED AS FOLLOWS:

RESOLVED, that the Board of Directors of the Foundation recognizes the above recitals as true and correct and adopts them as findings of fact; and

RESOLVED, that the Board of Directors of the Foundation elects Mr. David Donell (Chair), Mr. Jerry Groomes, Mr. Roger von Ting, and Mr. Phillip D'Amato as members of the Real Property Development Committee; and

RESOLVED, that the Chief Operating Officer and Chief Financial Officer is directed to take all actions as may be necessary and proper in connection with the execution and implementation of this resolution.

A discussion ensued the presentation of this resolution to potentially change the bylaws to allow non-Board members to be on committees and to expand the number of members allowed to be on the committee. It was resolved that these items would be discussed at the next Executive Committee meeting on November 16, 2017.

Hagan moved and Goodwin seconded. Motion carried.

IX. Other Items

The Board had a lively discussion on a number of topics, including the University House, the pending RFQ, town hall meetings on the Master Plan, introductions of new Board members, Board recruitment and bylaws.

X. Adjournment

Meeting adjourned at 3:32 P.M.