



Thursday, December 10, 2020

3:00 PM to 5:00 PM

Zoom Conference: <https://csudh.zoom.us/j/92215066892>

### **Board of Directors Meeting Minutes**

**Members Present:** President Parham, Dr. Cornelia Brentano, Nicole Enearu, Dr. William Franklin, David Gamboa, Del Huff, Gilbert Ivey, Dr. Philip LaPolt, Dr. Thomas Norman, Dr. Michael Spagna, and Dana Ward

**Members Absent:** Alan Caldwell, Jerome Groomes, and Rihab Shuaib

**Guests:** Tranitra Avery (Incoming Executive Director, Foundation), Scott Barret (V.P. University Advancement, E.D. Philanthropic Foundation), Amanda Dodd (Director Human Resources and Payroll) Gillian Fischer (Director Sponsored Research and Programs) Jinna Matzen (Manager Business Process Improvement), Deborah Roberson (President's Office, Chief of Staff), and Cherisse Ross, (Interim Controller)

#### **I. Roll Call**

Meeting was held via the virtual platform, Zoom. Members and guests could be heard clearly. Quorum met.

#### **II. Call to Order**

Meeting called to order by Huff at 3:06 P.M.

#### **III. Approval of Meeting Agenda**

Brentano moved, and Gamboa seconded. Motion carried.

#### **IV. Approval of Previous Meeting Minutes**

- September 24, 2020
- October 12, 2020

Brentano notified the Board of a spelling error on page three of the September 24<sup>th</sup> 2020 meeting minutes. Staff communicated that they would correct the mistake before finalizing the minutes. The Board accepted the minutes pending correction. Brentano

moved, and Huff seconded. Motion carried.

#### V. Public Comment

No one was present to represent the public.

#### VI. Reports

##### University President

The President updated the Board of Directors about a program he established called "The Presidential Lecture Series," explaining that it's important to know what dollars from the campus can do to elevate the University's stature and visibility. The President disclosed that over eight hundred people spanning across the United States virtually attended the December 9<sup>th</sup>, 2020 Presidential Lecture Series featuring Kenny G; Dr. Franklin added that the series was broadcast on Instagram Live and that possibly more individuals attended. The President continued his report discussing Covid-19 adaptation, the budget, capital improvements, and enrollment. Franklin thanked the President for agreeing to put together a video for CSUDH students with applications in process, disclosing that the University is down a significant number of applications for new first-time, full-time freshman, and transfer applications. Franklin further informed the Board that the application deadline was extended to help incoming students who are struggling to complete it. The President concluded his report inviting members to the next Presidential Lecture Series event featuring California Surgeon General Dr. Burke Harris on February 25, 2020. Provost Spagna addressed Board questions on the new degree programs disclosing that CSUDH is working on accreditation for a Bachelors of Music Education and a Bachelors of Music Industry. The President expanded the conversation, declaring that CSUDH was proud to announce two new academic degrees, Women's Studies and Asian Pacific Islander Studies. In closing, the President welcomed Tranitra Avery as the new incoming Executive Director of Foundation.

#### VII. Officer's Reports

##### Chair of the Board/Executive Committee Report

Huff introduced and welcomed Scott Barrett as the new Vice President of University Advancement and Executive Director of the Philanthropic Foundation. Barrett thanked Huff for the introduction and told the Board a little bit about himself and his goals for CSUDH. Huff then introduced incoming Foundation Executive Director, Tranitra "Nitra" Avery. Avery thanked the Board for her selection as the new Executive Director of Foundation. Avery told the Board about herself and past work experience. The Board welcomed both Avery and Barrett to California and to the D.H. Family.

##### Executive Director Report

Seson reported on behalf of and in the absence of Ex-Officio Board Member Executive Director Jerome Groomes. Seson informed the committee that a misunderstanding had previously occurred where individuals felt that when Foundation and the Philanthropic Foundation split as two separate entities, possible funds were miscategorized. Seson concluded that an analysis was conducted and that the separation of funds was correct. Seson further informed the Board that all parties

concerned, which included the Philanthropic Foundation, Philanthropic Foundation Board, and the President, acknowledge that no money is owed from Foundation to the Philanthropic Foundation for the split of the two entities. Sesnon noted that this item should be reflected in the minutes for institutional memory. Sesnon transitioned his report discussing Foundations Fund 48, Campus Enterprise Funds, and notified the Board that the Foundation and the University were working together to identify where these funds' revenues belong.

#### VIII. Financial Reports

##### Statement of Operations as of October 31, 2020

Sesnon provided the financial reports in the Board packet, which comprised the Statement of Operations. Sesnon reviewed the reports with the Board. The Board held discussion on increased research submissions.

##### Investment Review as of October 31, 2020

Sesnon reviewed the Investment Report provided by Foundation's Outsourced Chief Investment Advisors, Merrill Lynch. Sesnon explained in detail page thirty-seven, titled "Total Portfolio Review." The Board accepted the report with no discussion.

#### IX. Informational Items

##### Account Receivables

Sesnon provided the Board with an accounts receivable report noting the number of accounts with outstanding balances had been reduced significantly. Sesnon further disclosed that the accounting team had concentrated a lot of time on collecting past due funds. Sesnon announced that the accounting department's efforts would continue to reflect on this report, and the list would further reduce. Sesnon concluded his report by introducing Gillian Fischer from the Office of Sponsored Research and Programs.

Fischer provided a department update and reviewed a document provided to the Board on grant proposal numbers, amounts, and awards with full IDC. Fischer concluded her report by informing the Board of a new grant with an award amount of 1.8 million dollars noting that this was the third-highest award for all submissions for this grant, and only two CSU's were chosen.

##### Retirement Plan, Oversight Body Guidance

Dodd opened her report notifying the Board that Foundation is currently going through a retirement benefit audit, noting that this was the first time the retirement plan was being audited. Dodd explained that an audit was required due to Foundation exceeding one hundred and twenty individuals on the retirement plan. Dodd further clarified that the audit would not be publicly published; instead, it would be used as a management tool. Dodd disclosed that this was a proactive step to ensure that Foundation does not have any findings or penalties if a formal audit by the Department of Labor is ever initiated. Dodd explained to the Board that she is seeking guidance on who the plan's governing body should be. Dodd concluded her report with her recommendation that the Executive Committee should be the governing body. The Board accepted Dodd's report and agreed with Dodd's recommendation.

### Workforce Analysis Timeline

Dodd explained to the Board that she has been working with the Executive Committee to ensure that Foundation is a good steward of funds during the Covid-19 pandemic and that current staffing levels are proportionate to current business needs. Dodd concluded her report notifying the Board that the information collected during this requested analysis would be provided to the new Executive Director to assess staff, business needs, and organizational structure. The Board applauded Dodd's efforts, with members commenting that this would be a good annual exercise.

### Campus Enterprise Fund Revenue Analysis

Reviewed under Executive Report.

## X. Action Items

### a) Ratify Executive Action – Dining Consultant Phase "A."

Norman moved, and Ivey seconded. Motion carried.

### b) Revised FY2021 Budget

Sesnon provided the proposed budget in the Board packet and summarized revenues and expenditures. The Board held a conversation on the current and the projected reduced revenue stream.

Norman moved, and Ward seconded. Motion carried.

### c) Appointment of Jerome "Jerry" Groomes to the Foundation Board of Directors

Item deferred to March 25, 2021.

## XI. Other Items

Prior to adjourning, President Parham asked VP Barrett to share his good news with the Foundation Board. Barrett disclosed to the Board that within the last seven days, the University succeeded in securing two hundred and fifty thousand dollars in new gifts for student success in scholarships. Barrett also notified the Board that CSUDH ranked number ten nationally out of one thousand four hundred and forty-six institutions in providing social mobility for its students and graduates.

## XII. Adjournment

Huff moved to adjourn, and Ward seconded. Motion Carried.

Meeting adjourned at 4:56 P.M.

## EXHIBIT "A"

RESOLUTION FY2021-03

**RESOLUTION TO RATIFY ACT OF THE EXECUTIVE COMMITTEE TO APPROVE ENTERING INTO CONTRACT WITH DINING CONSULTANT ENVISION STRATEGIES**

**WHEREAS**, California State University Dominguez Hills Foundation is seeking a consultant to conduct an assessment of its dining program; and

**WHEREAS**, Foundation is interested in evaluating its current self-operated model against an outsourced model to understand potential advantages and disadvantages of each option; and

**WHEREAS**, the Foundation followed its Procurement Policy to identify qualified consultant firms and received three written quotes; and

**WHEREAS**, on December 02, 2020, the Executive Committee unanimously voted to enter into a contract with Envision strategies; and

**WHEREAS**, the Executive Committee has authorized Foundation to enter into a contract not to exceed \$22,800 with Envision Strategies to conduct the "Phase A" assessment of dining services.

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

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

**RESOLVED**, that the Board of Directors agrees and ratifies the act of the Executive Committee and formally authorizes Foundation to enter into a contract not to exceed \$22,800 with Envision Strategies to conduct the first phase (Phase A) assessment of dining services.

Adopted this 10th day of December 2020

**RESOLUTION: FY2021-04****RESOLUTION OF THE BOARD OF DIRECTORS APPROVING THE AMENDED  
OPERATING BUDGET FOR FY2020-21**

**WHEREAS**, the California State University, Dominguez Hills Foundation (the "Foundation") is a recognized auxiliary organization of The California State University (the "University") incorporated as a 501(c)3 non-profit public benefit corporation in April 1968; and

**WHEREAS**, as an auxiliary organization, the Foundation is required to review and approve an annual budget for submission to the campus President; and

**WHEREAS**, the Board of Directors has previously approved Foundation's FY2020-21 budget and projection as documented in Resolution FY1920-11B; and

**WHEREAS**, due to the continued campus closure caused by the COVID-19 pandemic, Foundation revised its Board of Director's approved FY2021 budget; and

**WHEREAS**, the Foundation seeks approval of the amended Foundation Budget presented this day, December 10, 2020.

**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 adopts and approves the Amended FY2020-21 Operating Budget as presented; and

**RESOLVED**, that the Executive Director is hereby authorized to take any and all other action(s) necessary and appropriate for the effectuation of this resolution.

Adopted this 10<sup>th</sup> day of December 2020.