

Thursday, June 17, 2021
3:00 PM to 5:00 PM
Dial: Dial: +1 669 900 6833 (US Toll)
Meeting ID: 910 9295 2941
Join from PC, Mac, Linux, iOS or Android: <https://csudh.zoom.us/j/91092952941>

BOARD OF DIRECTORS MEETING MINUTES

Members Present: President Parham, Tranitra Avery, Dr. Cornelia Brentano, Alan Caldwell, Nicole Enearu, Dr. William Franklin, David Gamboa, Del Huff, Dr. Philip LaPolt, Dr. Thomas Norman, Rihab Shuaib, Dana Ward, and Pat West

Members Absent: Jerome Groomes, Gilbert Ivey, and Dr. Michael Spagna

Guests: Kelvin Blunt (Executive Assistant/Board Liaison), Amanda Dodd (Director, Human Resources & Payroll), Ed Fimbres (Dining and Commercial Services Manager), Jinna Matzen (Business Operations Manager), Marci Payne (AVP, Information Technology), Cherisse Ross (Controller), and Robert Sesnon (Interim CFO).

I. Roll Call

II. Call to Order – Del Huff

Meeting called to order at 3:01 P.M.

III. Approval of Previous Meeting Minutes

- March 25, 2021

Ward stated that he was not included in the attendee list of the March 25, 2021 meeting. Matzen noted correction from Ward. The Board accepted the minutes, pending correction to March 25, 2021 meeting attendee list.

Norman moved, and Wallace seconded. Motion Carried.

On June 18, 2021, Blunt emailed amended March 25, 2021 minutes to Board. Amended minutes uploaded corrected minutes to Foundation's Board Transparency webpage.

- June 4, 2021

Matzen noted that the Executive Committee's scheduled for June 7, 2021, was canceled due to lack of quorum.

Wallace moved, and Enearu seconded. Motion Carried.

IV. Public Comment

No one was present to represent the public.

V. Reports – President Thomas Parham

a) University President

Parham began his report by expressing gratitude to Matzen for her intervention in all of our affairs. He added that Matzen has been a very valuable asset to this Board and to campus. Parham welcomed Blunt to CSUDH Foundation, and added that we are glad to have Blunt onboard with Avery and Foundation staff.

Parham stated that he would like to end the fiscal year by saying thank you to all Foundation members for the work they do in helping to right the ship, as well as keep this particular enterprise moving forward. Parham acknowledged that this has been a year unlike any other he has witnessed in his lifetime, a year that required all of us to show a level of grit, perseverance and stick-to-itiveness in navigating these particular spaces.

Parham stated that despite all the challenges, which is a tripartite pandemic of COVID-19, state budget cuts, which were severe for us, and the social justice challenges we have all had to navigate. Parham stated that we have made it through the year, graduated a class, and were able to modify some of our rules in a way that allowed us to graduate a little over 4,000 people graduates. Parham added that we were able to hold an in-person ceremony, which was pretty phenomenal. Parham added that we performed seven ceremonies across three days.

Parham stated that as we look to repopulate our classes, get students registered and get faculty and staff in their particular roles as we move forward into this fall, we have a robust class of entering freshmen, transfers and graduate students coming in for the Fall Semester. Parham added that despite the fact that lots of campuses in the CSU system and other places have experienced significant enrollment drops, we has not. Parham stated that this is a big deal and makes a big difference in our budgets and other things that we do.

Parham stated that this also means is that for all the auxiliary enterprises we have on campus, we are going to have to activate and gear up. Parham added that it is going to require that folks think less about personal convenience and more about what is in the best interest of serving the students and the broader campus community moving forward, even as we keep the health and safety of this entire campus community and student success as our twin North Star.

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Parham reported that our building projects are, as described by Vice President Wallace, “spectacular!” Parham added that he reviewed new pictures of our Innovation & Instruction (I&I) building this morning, and the fence surrounding I&I is coming down. Parham stated that our campus, in case attendees of today’s meeting have not seen in a while, looks pretty doggone spectacular.

The President concluded his report by answering questions from the Board.

VI. Officer’s Reports

a) Chair of the Board/Executive Committee Report – Del Huff

Chair Huff reported that Matzen is now overseeing Foundation’s Business Operations and Procurement. Huff thanked Matzen for her time and dedication as Liaison to the Board. Huff welcomed Blunt, Foundation’s new Board Liaison and Executive Assistant to Avery. Huff congratulated Shuaib on her graduation and acknowledged the end of Shuaib’s term as ASI President. Huff reported that Jonathon Molina-Mancio (not present at meeting) is the new ASI President and new member of Foundation Board.

b) Executive Director Report – Tranitra Avery

Avery reported that Fimbres and his team are working diligently with Student Affairs, Finance & Accounting and Facilities to prepare for campus repopulation of students, faculty and staff, respectively. Avery reported that Foundaton is working with their vendor partners to determine when they will return to campus for Fall Semester, pending number of students on-campus. Avery reported that Foundation will send advanced communications to the campus community regarding which vendors will be open upon return to campus.

Avery updated the Board regarding Foundation’s organizational structure. Avery reported, as Huff announced, that Matzen has been working for the past three months in Foundation’s Business Operations and Procurement division. Avery added that Blunt, new Board Liaison and Executive Assistant to Avery, started with Foundaiton on June 10, 2021. Avery also reported that the search for Foundation’s next CFO continues. Avery added that Blunt recently sent email notification to the Board, inviting them to attend CFO finalists interviews, via Zoom, on June 18, 2021.

Avery concluded by encourage the Board to continue their efforts in increasing efficiency and engagement of Board committees, including the Audit Committee and the Executive Committee.

VII. Financial Reports

a) Statement of Operations as of 4.30.2021 – Robert Sesnon, Interim CFO

Sesnon reviewed reports provided to the Board, including a balance sheet by the fund and a summary of all funds by division. Sesnon highlighted that investment earnings were incorporated in the Statement of Operations, which were previously not included in the budget.

b) Budget Timeline – Robert Sesnon, Interim CFO

Sesnon shared three different versions of FY 2021-22 budget for the Board's consideration: (1) with a twenty-five percent repopulation; (2) a fifty-percent repopulation; and (3) a seventy-five percent repopulation. Sesnon recommended that the Board approve the budget with a twenty-five percent repopulation and review budget during Fall 2021 semester. The committee accepted this information and Sesnon's recommendation.

VIII. Action Items*

a) Retirement Governing Body Delegation

Board accepted resolution, pending the following addition:

“RESOLVED, that the Executive Director will ensure compliance with the Meeting and Procedures guidelines in section three (3) of the Charter, specifically related to the delegation of one or more Committee members to serve as a proxy in the absence of another Committee member such that decisions regarding the Plan are not made independently; and...”

Board accepted Retirement Committee Charter, pending the following the amendment of Amended Section 3.3 of the Charter Meeting and Procedure guidelines to explain when and how authority can be provided to another Committee member for the purpose of attending a meeting and rendering a decision:

“3.3. The Committee may delegate authority to one or more members of the Committee when it deems appropriate. In the event a Committee member is unable to attend a meeting and render a decision on a topic, Committee members can act as a proxy to render a decision on their behalf with prior written delegation in place. At no time is one Committee member authorized to make a decision on the Plan independently.

Brentano moved, and Wallace seconded. Motion Carried.

Blunt emailed amended resolution and Retirement Committee Charter to Board on June 18, 2021, and uploaded to Foundation's Transparency webpage.

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- b) Board of Directors approving the General Salary Increase (GSI) for FY2021-22.

Board accepted resolution, pending the following deletion:

“WHEREAS, labor negotiations with the various collectively-bargained employee groups of the University has resulted in salary increases for each of the employee groups of the University; and”

Brentano moved, and Wallace seconded. Motion Carried.

Blunt emailed amended resolution to Board on June 18, 2021.

Amended resolution also uploaded to Foundation’s Transparency webpage.

- c) Board of Directors approving the Reserve Policy Resolution

This item was approved on March 25, 2021, by the BOD; the resolution was not presented at the time. This action is to formalize the resolution.

LaPolt moved, Enearu seconded. Motion Carried.

- d) Board of Directors approving the Accounts Receivable Policy

Ward moved, West seconded. Motion Carried.

- e) Board of Directors approving of first scenario (twenty-five percent repopulation) of FY21-22 Budget

Brentano moved, West seconded. Motion Carried.

- f) Adoption of the FY21-22 Schedule of Board and Committee meetings

Norman moved, Ward seconded. Motion Carried.

IX. Other Items

- a) FY2021-09 – Resolution of the Board of Directors authorizing capital investment for a licensed Starbucks location. DEFERRED.

X. Adjournment

Ward moved to adjourn, Norman seconded. Motion Carried.

Meeting adjourned at 5:22 P.M.

* All Resolutions passed at the June 17, 2021 meeting are attached as Exhibit A.