

Tuesday, June 28, 2022 – 3:00 - 5:00 P.M.

Zoom video conference: <https://csudh.zoom.us/j/88262651881>

Or Dial: (669) 900-6833 Meeting ID: 882 6265 1881

BOARD OF DIRECTORS' MEETING MINUTES

Members Present: Tranitra Avery; Alan Caldwell; David Gamboa; Nicole Harper Rawlins; Del Huff; Jonathan Molina Mancio; Dr. Thomas Norman; Dr. Philip LaPolt; Dr. Michael Spagna; Deborah Wallace; Dana Ward; and Pat West

Members Absent: President Thomas Parham; Dr. William Franklin; Jerry Groomes; and Gilbert Ivey

Guests: Kelvin Blunt (CSUDH Foundation); Jeremy Brown (Vanderbilt Financial Services); Jonathan Canton (CSUDH Foundation); Dr. Kirti Celly (Board Delegate), Amanda Dodd (CSUDH Foundation); Eduardo Fimbres (CSUDH Foundation); Gillian Fischer (CSUDH); Fran Fulton (City of Torrance); Lindsey McAdory, Jr. (CBG Strategies, Inc.); Jinna Matzen (CSUDH Foundation); Edgar Mejia-Alezano (Associated Students, Inc.); Theresa Morrison (CSUDH Foundation); Obioha Ogbonna (Associated Students, Inc.); Nnamdi Okafor (Office of the President); Eric Oum (CSUDH Foundation); Cherisse Ross (CSUDH Foundation); Dr. Sheree Schrager; Dr. Tayyeb Shabbir (CSUDH); and Rasheedah Shakoor (Associated Students, Inc.)

I. Call to Order – Board Chair Del Huff

Meeting called to order at 3:05 P.M.

II. Approval of Meeting Agenda

Spagna moved, and Norman seconded. Motion carried.

III. **CONSENT AGENDA:** The Consent Agenda is used for routine items including board meeting calendars, appointments to boards and committees and approval of contracts or agreements. Information on each item is available in the packet for this meeting. These items may be enacted in one motion without separate discussion. Foundation Board of Directors members may request that an item be removed by motion for discussion and separate action.

- Approval of Previous Meeting Minutes and Summary of Board Retreat
 1. March 24, 2022 (Board of Directors Meeting)
 2. March 25, 2022 (Board of Directors Retreat)
- Resolution FY2122-04: Elect Directors for Renewed Terms: Alan Caldwell; David Gamboa; Nicole Harper Rawlins; Del Huff; Gil Ivey; and Pat West
- Resolution FY2122-05: Elect Administration Director to the Board: Dr. Sheree Schrager
- Resolution FY2122-06: Elect Liaison to the Board: Bill Chang
- Resolution FY2122-07: Elect Chair of the Board of Directors: Nicole Harper Rawlins
- Resolution FY2122-08: Elect Vice Chair of the Board of Directors: Alan Caldwell
- Resolution FY2122-09: Elect Secretary-Treasurer of the Board of Directors: Gilbert Ivey
- Resolution FY2122-10: Elect Community Director: Jeremy Brown
- Resolution FY2122-11: Elect Community Director: Fran Fulton
- Resolution FY2122-12: Elect Directors of the Business Innovation Committee
- Resolution FY2122-13: Elect Directors of the Finance and Investment Committee
- Resolution FY2122-14: Elect Directors of the Nominating Committee

- Resolution FY2212-16: Ratification of Executive Action for Appointment of CohnReznick (Audit Firm)
Caldwell moved, and Mancio seconded. Motion carried for above Consent Agenda items.

IV. Resolution FY2122-15: Ratification of Academic Senate Board Appointments: Drs. Malladi and Norman

Resolution FY2122-15 was separated from Consent Agenda to correct one of the names listed as proposed faculty appointees to the Foundation Board. Dr. Celly, Academic Senate Chair, stated that Dr. Rama Malladi is the correct appointee, not Dr. Tayyeb Shabbir. Mr. Blunt stated that he will amend Resolution FY2122-15 accordingly and send to the Board of Directors.

Mancio moved, and West seconded. Motion carried to ratify Academic Senate’s appointments to the Board (Drs. Malladi and Norman).

V. Public Comment

No comments from members of public who attended meeting.

VI. University President’s Report

On behalf of President Parham, Spagna and Wallace provided the University President’s report. Spagna began by thanking everyone for their service to and support of our beloved CSUDH campus. Spagna reported that the State of California’s budget outlook looks promising in terms of fiscal reserves but the outlook for the CSU generally, and DH in particular, is less than pleasant in the immediate moment while we await Governor Newsom’s signature to the FY 2022-23 budget. Spagna added that the proposed increase of \$211M recurring dollars for the CSU system coupled with a proposed \$100M in one time money is far from what the CSU requested, with \$700M recurring and \$1B one-time resources for deferred maintenance and new capital projects.

Spagna reported that the compensation increases provided to the California Faculty Association (CF) and other represented staff and unions in their negotiation with CSU Labor Relations staff this past year will not only consume the entire portion that CSUDH will receive from the \$211M, but will likely leave us challenged to meet all of our fiscal obligations without considering reductions. Consequently, Spagna noted, CSUDH has to rely more heavily on income from auxiliary services to help the campus meet its bottom line.

Spagna reported that with operationalization of the New Strategic Plan, it is President Parham’s hope and expectation that all auxiliary services and staff will commit to not only learning about the New Strategic Plan, but aligning their service delivery with our desire to enhance the culture of care on campus. Spagna reported that the Aramark contract is in the final stages of finalization, and we expect to see Aramark officials on campus, looking to both assess our hospitality footprint, and significantly enhance our food delivery options. Spagna added that we expect Aramark to be very involved strategic partners as we continue to plan, prepare and build our new dining commons.

Spagna reported that Commencement 2022 was a huge success for the class of graduating BA/BS and MA/MS candidates. Spagna added that ceremonies were held across two days on May 21 and 22, with three ceremonies conducted each day at 9:00 A.M., 1:30 P.M., and 6:00 P.M. Spagna reported that the CSU held its first Biennial Juneteenth Symposium, hosted by CSUDH, on June 15 and 16. Spagna added that Dr. William Franklin ran point on this committee and served as the master of ceremonies for the two-day event, which maxed out at 650 in-person attendees and nearly 1,300 live-stream attendees. Spagna reported that the event was a major success of consequential proportion, and we look forward to interrogating the findings and recommendations from the think tanks and keynote addresses.

Spagna reported that, with the departure of Scott Barrett, Vice President of University Advancement, President Parham asked Associate Vice President Eva Sevcikova to serve as Interim Vice President of

University Advancement. Spagna added that a national search for a permanent replacement will commence later this fall. Spagna reported that the President’s Office is interviewing finalist candidates for the Chief of Staff position, through mid-July, and expects to appoint a permanent soon. On behalf of President Parham, Spagna commend Associate Vice President David Gamboa, who has served admirably as interim Chief-of-Staff. Spagna reported that our Women’s Softball Team competed this Spring in the NCAA Division II Championship. Spagna extended congratulations to our Lady Toros, who fell short in the final championship game and finished second in the nation for Division II Softball.

Wallace reported added that CSUDH continues to move forward with its three new infrastructure/building projects. Wallace added that the dining commons project is moving forward, and the programmatic and schematic design phases are currently underway. Wallace reported that the new Health, Wellness and Recreation Center (HWRC) is at 25% of schematic design, and the campus is working through an aggressive schedule to present the final design to the CSU Board of Trustees in January 2023. Wallace added that the electrical switch yard is almost 100% through schematic design, with construction slated to commence in summer 2023.

Wallace reported that due to an unparalleled effort by the Energy Management Team, electrical load reductions to the core campus have helped position us to meet our sustainability goals ahead of schedule. Wallace added that this has been accomplished, with the addition of solar on several campus buildings and battery storage usage. Wallace reported that we are poised to be the leader in the CSU on energy savings measures, and that other smaller projects such as the new Women’s Resource Center and Basic Needs Hub renovation in the College of Education (COE) are also being finalized and slated for a mid-August opening.

VII. Executive Director’s Report

Avery reported that the Foundation continue to enhance its workforce to serve the CSUDH community and align with the CSUDH’s strategic plan. Avery reported that one of the goals of the Foundation’s rebrand is to better align this auxiliary with the needs of our students, faculty and staff. Avery noted that several Foundation staff members are CSUDH alumni, and the goal of this Foundation is to provide the best opportunities for alumni and non-alumni. Avery reported that we are enhancing the products offered to the CSUDH community and noted the new Aramark partnership, working with Follett to offer the best merchandise in the campus bookstore, and our team strategizing ways to enhance our commercial services division. Avery stated that she looks forward to working with Obioha Ogbonna, incoming president of ASI to determine the needs of our students and ensure that the merchandise in our bookstore is conducive to what our students want.

Avery reported that in the coming weeks, the Foundation will be expanding the Human Resources, IT, Accounting and Procurement teams. Avery acknowledged Theresa Morrison, Foundation CFO, and her staff for their hard work. Avery also expressed gratitude to Patty Young, who recently retired after 25 years of service at the Foundation. As Wallace reported earlier in the meeting, Avery stated that we are designing the dining complex and working with our partners in University Housing, to be sure our dining complex serves the needs of our students and the university at-large. Avery added that we are committed to partner with our students throughout the process. Avery reported that the university’s goal is to be at 100% capacity in the Fall 2022 semester, and that the Foundation will be better able to determine needed enhancements to services currently offered. Avery added that several staffers are active members of National Association of Collegiate Auxiliary Services (NACAS), and that we are assessing what other universities offer to their students.

VIII. Finance/Accounting Update

A. Statement of Operations, as of March 31, 2022

Morrison reviewed the Statement of Operations with the Board. This report was included in the meeting packet provided to the Board in advance of this meeting..

B. Investment Review, as of May 31, 2022

Morrison reviewed the Investment Review with the Board on the current climate of market investments and how the Foundation’s portfolio is performing. This report was included in the meeting packet

C. Paycheck Protection Program (PPP) #1 Application for Loan Forgiveness

Morrison reported that the Foundation’s first PPP loan was for \$525,000 and that we applied for loan forgiveness in early March 2022. Morrison added that at the end of April 2022, we were notified that our loan was forwarded to the Small Business Association (SBA) from Wells Fargo Bank. Morrison noted that the timing for a response from SBA to forgiveness application will be at least three months and that we hope to receive this information in time to record much needed revenue in our current fiscal year.

D. Paycheck Protection Program (PPP) #2 Application for Loan Forgiveness

Morrison reported that the Foundation’s second PPP loan was for \$552,976, and that we submitted loan forgiveness documents on June 13, 2022, for our outside consultant to review.

IX. Informational Items

A. 403b Retirement Plan Update

Avery provided the Board with updates on the Foundation’s Retirement plan. Avery reported that after completion of a comparative analysis and presentations via an RFP, Voya was selected as the of a new service provider to replace Teachers Insurance and Annuity Association of America (TIAA). Avery noted that a report of all Retirement Committee activities was included in the Board meeting packet, which contains information on the plan’s background, asset allocations, plan performance, benchmarked plan costs, as well as the quarterly retirement committee minutes.

Avery reported that employees have been notified of impending retirement changes, and that a Retirement planning Q&A session is scheduled for July 8, 2022. Avery reported that we will transition to Voya on July 14, 2022. Avery added that we will begin remitting all contributions incurred in the new fiscal year to Voya. Subsequently, employees will coordinate with Voya to rollover existing employee funds from TIAA to Voya, so that Foundation is managing only one retirement plan. Avery added that we are targeting to have all employee (if they choose) to have their funds rolled over by December 31, 2022.

B. Update on Infant Toddler Development Center (ITDC)

Shakoor provided an update to the Board regarding the ASI Child Development Center, formerly known as ITDC. Shakoor reported that ASI is working on a memorandum of understanding (MOU) between South Central Los Angeles Regional Center (SCLARC), Harbor Regional Center, and the Center for Disease Control (CDC) to offer services previously provided by ITDC. Shakoor reported that ASI is working in collaboration with the College of Health, Human Services and Nursing (CHHSN) and the College of Education (COE) on practical programs that are due to begin in fall 2022.

Shakoor reported that ASI is in the assessment stage of their National Association for the Education of Young Children (NAEYC) accreditation, with hopes to receive a site visit in the fall and earn accreditation by the beginning of 2023. Shakoor reported that licensing forms were submitted in February 2022, which included a capacity of increase and name change. Shakoor added that ASI is awaiting fire clearance and licensing for the toddler side to be able to open in August 2022. Shakoor reported that renovations for the toddler side of the ASI Child Development

Center (children’s restroom; kitchen; HVAC; offices; play yard; teacher resource/isolation room; and classroom materials). Shakoor reported that water bill and Executive Order (EO) 1000 expenses have been transferred to ASI and examinations are being conducted on a month-to-month-basis.

C. Foundation Rebrand Update

McAdory from CBG Strategies provided an update on Foundation’s Rebrand project, and displayed proposed logos and new name, CSUDH Toro Auxiliary Partners. Board members provided feedback on the proposed logos. McAdory also displayed draft webpages of the redesigned website, noting that the draft website is undergoing an internal accessibility review before submission to CSUDH’s Accessibility team for further review and modifications. McAdory noted its collaboration with the Foundation’s rebrand task force, comprised of stateside and auxiliary stakeholders, to advise CBG on every phase of the Foundation’s rebrand.

Avery reported that she is in discussions with the President’s Office to schedule a rebrand presentation to Cabinet in mid-July, to obtain Cabinet’s input regarding the proposed logos and new auxiliary name, so that the Foundation Board can hold an ad hoc meeting over the summer to officially vote on and approve the new name.

X. Action Items

A. Resolution FY2122-17: Approve Operating Budget for FY 2022-2023

Harper Rawlins moved, and Norman seconded. Motion carried.

B. Resolution FY2122-18: Approve Reserves Policy for FY 2022-2023

Harper Rawlins moved, and Norman seconded. Motion carried.

C. Resolution FY2122-19: Approve Discontinuation of Executive Committee

Norman moved, and West seconded. Motion carried.

D. Resolution FY2122-20: Authorize Executive Director to Outsource Dining Services to Aramark

West moved, and Norman seconded. Motion carried.

XI. Other Items

A. Board of Directors Ad Hoc Meeting

As noted in her report, Avery announced that Blunt will contact the Foundation Board of Directors to arrange an ad hoc Board meeting to officially vote on the name change of our auxiliary. Blunt added that he will contact Board members to determine the best time and date for the Board to convene this summer.

XII. Adjournment

Harper Rollins moved, and LaPolt seconded. Motion carried.

Meeting adjourned at 5:06 P.M.