

Thursday, September 29, 2016
3:00 p.m. to 5:00 p.m.
Welch Hall B-470K

EXECUTIVE COMMITTEE MINUTES

Members Present: Naomi Goodwin, Phil D'Amato, and Roger von Ting

Members Absent: None

Guests: Dr. Russel Statham (Chief Operating Officer and Chief Financial Officer), Robert Fenning (Special Assistant to the President for Campus Strategic Land Development), Richard Chester (Director of Commercial Operations), and Brandon Martinez (Executive Assistant to the COO/CFO)

I. Call to Order

Meeting called to order by D'Amato at 3:03 p.m.

II. Approval of Minutes of Previous Meeting(s)

Goodwin moved and von Ting seconded. Motion carried.

III. Approval of Meeting Agenda

von Ting moved and Goodwin seconded. Motion carried.

IV. Public Comment

No one was present to represent public.

V. Officer's Reports

a. Chair of the Board

D'Amato stated he had lunch with Vice President Stewart and received an overview of the California State University, Dominguez Hills Philanthropic Foundation Board. He recommended that the Philanthropic Foundation provide a presentation overview to the Foundation Board.

b. Executive Director

Goodwin provided an update on the Foundation's Executive Director search. She stated that they are currently interviewing search firms. She also stated that the Executive Director position description has been updated, and the Executive Director will report directly to the Board of Directors. Goodwin also provided an update on the marketing firm the Foundation is currently using to promote itself. She stated that the Foundation is currently discussing a name change and the topic should be taken to the Board. Goodwin presented the idea of hosting a Board of Directors retreat, and projected a date to be scheduled for early 2017. Goodwin provided a brief update on the Grants and Contracts Post Award transition and stated that 3 applicants are ready to be screened and start the process in the hiring of a new Director.

c. Chief Financial Officer's Report

Statham presented to the Committee the Consolidated Statement of Operations for August 31, 2016 and the Graystone Long Term Fund Monthly Report.

VI. Consent Items

a. Statement of Operations as of August 31, 2016

The committee accepted the statement of operations as submitted with no discussion.

b. Investment Report as of August 31, 2016

The committee accepted the investment report as submitted with no discussion.

VII. Informational Items

a. Land Development Update

Fenning gave a presentation on campus land development. He also provided a campus Master Plan update and projected schedule.

b. Health Benefits Program Transition Update

Item tabled for discussion at a later meeting.

c. Foundation Procurement Card (P-Card)

Item tabled for discussion at a later meeting.

d. OneSolution Upgrade

Item tabled for discussion at a later meeting.

e. Dining Services RFP & Evaluation/Planning

Item tabled for discussion at a later meeting.

f. Geranium Farm

Item tabled for discussion at a later meeting.

g. Close Session: Personnel Matter

Item tabled for discussion at a later meeting.

VIII. Action Items

a. Resolution 1617-4: Account Authority

RESOLUTION: FY1617-4

**RESOLUTION OF THE BOARD OF DIRECTORS ON
ACCOUNT AUTHORITY**

WHEREAS, the California State University, Dominguez Hills Foundation (“Foundation”), a nonprofit corporation, through its duly qualified and acting officers or designees, desires to: (i) have the ability to open such financial institution and bank accounts as may be necessary for the conduct of its business, (ii) have the ability to disburse funds and otherwise utilize said accounts as it may deem appropriate for the accomplishment of its business objectives, and (iii) enter into transactions or agreements with any banking, lending, or other institution or entity as to the transfer of funds by wire or ACH as shall be appropriate and mutually agreeable.

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

A. Financial Institution Accounts:

The Chief Operating Officer/Chief Financial Officer, the Executive Director, and the Director of Human Resources and Payroll employed by the Foundation, as well as the Vice President for Administration and Finance employed by California State University, Dominguez Hills (“University”), be and hereby are fully authorized and empowered to open such financial institution and bank accounts as may be necessary or appropriate for the conduct of the Foundation’s business. Specifically, it is provided through this action that all resolutions required by the depository banks or financial institutions with respect to such accounts are hereby adopted and that the Chief Operating Officer/Chief Financial Officer of the Foundation is authorized to certify to any bank the adoption

of the resolution in the form used by that bank, as well as sign and attest to any documents necessary for the opening of accounts with the financial institutions or banks.

B. Signatures:

The Chief Operating Officer/Chief Financial Officer, the Executive Director, and the Director of Human Resources and Payroll employed by the Foundation, as well as the Vice President for Administration and Finance employed by California State University, Dominguez Hills ("University"), be and hereby are fully authorized and empowered to sign against the accounts of the Foundation, with the provision that checks in the accounts in the amount up to and including \$25,000.00 require only one signature and that all checks in the amount of \$25,000.01 or more require two signatures. Any two of the above persons acting together may establish or withdraw funds in a financial institution account and may enter a safe deposit box maintained by the Foundation.

C. Facsimile Signatures:

Any financial institution or bank may honor all instruments drawn on Foundation accounts, including those drawn to the individual order of any person or persons whose names appear thereon as signer or signers thereof, when purporting to bear the facsimile signatures of any one of the following: the Chief Operating Officer/Chief Financial Officer, the Executive Director, and the Director of Human Resources and Payroll employed by the Foundation, as well as the Vice President for Administration and Finance employed by the University.

D. ACH and Wire Transfers:

The following individuals, acting alone, have authority to enter into agreements with any banking, lending, or other institution or entity as to the transfer of funds by wire or ACH as shall be appropriate and mutually agreeable: the Chief Operating Officer/Chief Financial Officer, the Executive Director, and the Director of Human Resources and Payroll employed by the Foundation, as well as the Vice President for Administration and Finance employed the University.

E. Designation of Signatories Listed:

The Chief Operating Officer/Chief Financial Officer of the Foundation is hereby empowered to provide a copy of this resolution, along with a signed letter noting the current incumbents in the positions noted herein, to any banking, lending, or other financial institution or entity requiring documentation of signers designated and authorized by the Foundation's Board of Directors pursuant to this resolution. For the purposes of notifying institutions of a change of incumbent in the position of Chief Operating Officer/Chief Financial Officer, the Executive Director of the Foundation is empowered to sign the letter.

Goodwin moved and von Ting seconded. Motion carried.

- b. Resolution 1617-5: Conferring Title of Director Emeritus on George Schmeltzer

RESOLUTION: FY1617-5

**RESOLUTION OF THE BOARD OF DIRECTORS
CONFERRING TITLE OF DIRECTOR EMERITUS ON GEORGE
SCHMELTZER**

WHEREAS, George Schmeltzer has served as a member of the Board of Directors of the California State University, Dominguez Hills Foundation since 2004; and

WHEREAS, George Schmeltzer has served as the Chair of the Board of Directors and as a chairperson of various official committees of the Board; and

WHEREAS, George Schmeltzer has provided distinguished leadership to California State University, Dominguez Hills Foundation and, through it, to the University; and

WHEREAS, George Schmeltzer retired from the Board of Directors of California State University, Dominguez Hills Foundation on April 28, 2016; and

WHEREAS, it is fitting that the California State University, Dominguez Hills Foundation recognize those former members of its Board of Directors who have made demonstrable contributions to the Board and the University.

NOW, THEREFORE, IN CONSIDERATION OF THE FOREGOING, BE IT:

RESOLVED, that the Board of Directors of California State University, Dominguez Hills Foundation congratulates and honors George Schmeltzer by election as Director Emeritus of the California State University, Dominguez Hills Foundation, with all the rights and privileges pertaining thereto, in accordance with Board Policy on Conferral of Title of Director Emeritus.

Goodwin moved and von Ting seconded. Motion carried.

IX. Other Items

None

X. Adjournment

a. Meeting adjourned at 5:15 p.m.