



Minutes of the Regular Meeting of the Board of Directors February 24, 2022

There was no physical location due to Executive Order N-25-20 issued March 17, 2020, relating to the convening of public meetings in response to the COVID-19 pandemic.

ATTENDEES (All participants attended via Zoom)

Board Members Present: Sarah Villarreal, Leon Wyden, Charles De Leone, Carl Kemnitz, Jason Schreiber, Michael Walsh, Kristin Stewart, Cynthia Chavez Metoyer, Denise Garcia, Ann Bersi, Carmen Rene, Dylan Crivello, Julia Glorioso

Board Members Absent: Chris Thibodeau

Staff Present: Will Marchese, Michelle Hinojosa, Janine Prior, Janelle Temnick, Trina Beckwith, Deborah Davis, Sheila Van Metre

Guests: None in attendance

I. Convening of the Regular Meeting

Van Metre took a roll call. A quorum being present, Chair Villarreal called the meeting to order at 4:04 p.m.

II. Open Session

Villarreal opened the meeting to public comments. There were none.

III. Minutes of the December 16, 2021 Regular Meeting

Villarreal asked if everyone had the chance to review the minutes distributed prior to the meeting and called for corrections. Chavez Metoyer requested a revision to the draft minutes under Committee Reports and University updates, paragraph 1, 7th word in, change from 'behave' to 'behalf'. *With no further corrections, the minutes were approved as corrected.*

IV. Committee Reports and University Updates

a. University Update

Villarreal reported the launch of the CSUSM strategic plan. Chancellor Castro has resigned; the acting Chancellor is Steve Relyea. February 26, 2022 celebrates the 5th anniversary of the Black Student Center. Event highlights include the signing of a memorandum of understanding with the Coalition on Black and African American Education around guaranteed admissions and student access. On February 27, 2022, CSUSM is taking part in Super Sunday, a CSU-wide initiative that will be visiting over 100 Black churches to share information about student access and success.

b. Corporation Update

Marchese's report highlighted the success of the children's center's ability to remain open while following health department guidelines; dining and bookstore sales recovery; and the housing program at 95% occupancy. Takeaways from the Finance and Administrative Services Employee Engagement survey included compensation and strategic planning; the corporation is working on a payroll study and launched a strategic planning program. Beckwith is leading the Chancellor's office auxiliary

compliance audit, which is scheduled to begin on April 4th. Construction for the All-You-Care-To-Eat dining facility began February 21st. Menu development, staffing, advertising, and meal plans are ongoing. Temnick is identifying a single source digital software platform to sell, monitor, and manage meal plans. She is also working with Pepsi on an update to the pouring rights contract. Housing reports included progress on the South Parcel Affiliation and Housing Licensing. Corporation has taken the lead on the affordable housing project proposal that CSUSM submitted to CSU for a grant which will be issued by the State of California.

c. Office of Sponsored Projects Update

De Leone reported there were \$22.3 Million in submissions which is comparable to last year. The portfolio of awards coming in include NASA, National Science Foundation Career, and National Institute of Health. Discussion is underway for the process for licensing agreements for intellectual property generated by research and award grants. The academic senate approved the proposal for a Center for Contemplative Practice.

d. Finance & Operations Committee Update

Bersi reported the committee met on February 11, 2022. Sponsored Projects expenditure and CSU system wide policies were presented. The quarterly investment and financial reports were also presented. It was noted in the financial report that the quarter ended strong, due to better than estimated housing revenues. Several proposed policy updates and revisions, which were provided in the distributed Board packets, were approved, and are included in the consent agenda today. Policy #112 has been set aside as an action item to allow for additional input and revision.

e. Joint Audit Committee Update

Rene reported the Joint Audit Committee has met once since our last board meeting on December 16, 2021. At the committee meeting, Aldrich CPA presented the draft Form 990 tax return for fiscal year 2020-2021 for the CSUSM Foundation, Associated Student Inc. (ASI), and CSUSM Corporation. The presentation was well prepared and approved by the Joint Audit Committee. The committee approved CSUSM Corporation draft Form 990 tax return, which is included in the consent agenda today.

f. Executive Committee Update

Wyden reported the Executive Committee met on February 10th, 2022. Management presented the term end dates for our current Board; we will be revisiting the process for member nominations and composition at the next Executive Committee meeting. A Resolution authorizing the shared reporting responsibility for the position of Executive Director was approved and moved to present on the consent agenda today.

V. Consent Agenda

Villarreal explained the purpose of the Consent Agenda and that the items come fully reviewed and discussed by the Executive, Joint Audit, and Finance and Operations Committees. The purpose of the Consent Agenda is to save time. Villarreal asked if anyone wanted to remove any items from the Consent Agenda. There being none, *a motion was made and seconded (Rene/Chavez Metoyer) to approve consent agenda items A through C as presented. Motion carried.*

a. Brought forward by the Executive Committee (02/10/2022 meeting)

- Resolution-Authorizing Shared Reporting Responsibility for the Position of Executive Director (Attachment D)

b. Brought forward by the Joint Audit Committee (02/17/2022 meeting)

- CSUSM Corporation Draft Form 990 Tax Return FY 20/21 (Attachment E)

c. Brought forward by the Finance and Operations Committee (02/11/2022 meeting)

- Revised Vacation, Paid Time Off, Holiday and Personal Holiday Policy #203 (Attachment F)
- Revised Telecommuting/Remote Work Policy #207 (Attachment G)
- Revised Administrative Costs Recovery Policy #101 (Attachment H)
- Revised Risk Policy #110 (Attachment I)

VI. Action Items

a. Revision to the Resolution Authorizing Negotiation and Execution of Space Lease and Management Agreement for Operation of an All-You-Care-To-Eat Campus Dining Facility (Attachment J)

Marchese explained the Chancellor’s interpretation of the CSU’s swift loan process. This required a revision of the resolution to allow for negotiation.

A motion was made and seconded (Schreiber/Bersi) to approve the revised Resolution Authorizing Negotiation and Execution of Space Lease and Management Agreement for Operation of an All-You-Care-To-Eat Campus Dining Facility as presented. Motion carried.

b. Revised Allocations and Distribution of Facilities and Administrative Costs (Indirect Costs) Policy #112 (Attachment K)

Beckwith explained this policy revision was done to provide clarification of the process and allocations. This ensures alignment with our current practice.

A motion was made and seconded (De Leone/Bersi) to approve the Revised Allocations and Distribution of Facilities and Administrative Costs (Indirect Costs) Policy #112 as presented. Motion carried.

VII. Adjournment of Regular Meeting

Villarreal asked if there was any other business for the good of the order.

Marchese suggested a future In-Person or Hybrid Board meeting. The Board members agreed to a hybrid style meeting for May 26, 2022. *No other business being offered, Villarreal declared the meeting adjourned at 5:00 p.m.*



Jason Schreiber
Secretary

06/01/2022

Date