



**Minutes of the Regular Meeting of the Board of Directors
May 25, 2017**

Center for Children and Families Classroom

Attendees:

Members: Matthew Ceppi (Chair), Sharon Whitehurst-Payne (Vice Chair), Neal Hoss, Graham Oberem, Brandon Losey, David Chang (@ 4:09), DawnMarie Myers, Charles De Leone

Members Absent: Regina Eisenbach, Jason Schreiber, Collin Bogie

Staff: Bella Newberg, Cynthia Fenimore, Michelle Hinojosa, Michelle Meeks, Clint Roberts, Karla Frazee, Roman Lazcano

Convening of the Regular Meeting

A quorum being present, Chair Ceppi called the meeting to order at 4:05 p.m.

Minutes of the February 23, 2017 Regular Meeting

A motion was made and seconded (Whitehurst-Payne/De Leone) to approve the February 23, 2017 minutes. Motion carried.

University Updates and Committee Reports

Investment Portfolio Report

Fenimore reviewed the Investment Report provided prior to the meeting. We continue to be conservative in our approach.

Administration Update

Newberg reported that an HR Generalist and a Sponsored Project Specialist have been hired to fill the vacant positions and recruitment is underway for a Payroll Specialist. Newberg reviewed the rendering of the EL/P3 building. Terms of the project and contracts are being solidified. CSUSM Corporation will be the legal binding entity and will work closely with the campus regarding operations and maintenance. The President, amongst others, will present the Project at the Board of Trustees meeting in July for final approval. The Executive Committee approved to extend the North City Partners contract through July 2017. This was necessary to continue the design on the project. Originally, final approval was going to the Board of Trustees in May but it was moved out to July. Newberg reported on the QUAD re-negotiation schedule. The UARSC/SMCOR merger has been approved by the Attorney General and the appropriate documents have been filed with the Secretary of State.

Student Housing Update

The Student Housing Update was included in the Administration Update.

University Update

Ceppi reported on the permanent appointment of Cathy Bauer as Vice President for University Advancement. Commencement was last weekend, it went well. The Governor's May Revise proposes to reduce state funding to the CSU by \$4M due to the Trustees decision to raise tuition. The legislature will continue to advocate. Oberem reported that the President approved and signed the charter for a new center, Center for Research and Engagement in STEM Education, which will open on July 1, 2017.

Consent Agenda

Ceppi explained the purpose of the Consent Agenda is to save time. Additionally, Ceppi explained that all Consent Agenda items have been fully reviewed and discussed by their respective Committee. Ceppi asked if anyone had any questions about the Consent Agenda process. There being none, Ceppi then asked if anyone wanted to move any items from the Consent Agenda to the Regular Agenda. There being none, *a motion comes moved and seconded (Losey/Whitehurst-Payne) to approve Quarterly Financial Report & Summary 3/31/17 (Attachment D), FY17/18 Operating Budget and Resolution (Attachment E), Compensation Administration Guidelines (Attachment F), Public Relations Funds Policy (Attachment G), Conflict of Interest Policy (Attachment H), and Proposed CSUSM Corporation Board of Directors and Officers (Attachment I). Motion carried.*

Action Items

Resolution for Operating Agreement (Attachment J)


Newberg reported that the operating agreement is a boiler plate document the Chancellors Office prepares with the exception of Section 2 which addresses the primary function of the Auxiliary (CSUSM Corporation). The Operating Agreement will be effective July 1, 2017. The Term of the Agreement has been aligned with the Bond for the financing of the Project. *A motion was made and seconded (Oberem/Losey) to approve the Resolution for the Operating Agreement as presented. Motion carried.*

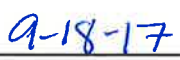
ByLaw Ratification (Attachment K)

Newberg reported that the proposed ByLaws have been reviewed by the Executive Committee. The ByLaws will be effective on July 1, 2017, contingent on the Secretary of State's endorsement. *A motion was made and seconded (Whitehurst-Payne/Myers) to approve the CSUSM Corporation ByLaws as presented. Motion carried.*

Adjournment

The Regular Meeting adjourned by acclamation at 4:42 p.m.


 Karla Frazee
 Recording Secretary


 Date