

**MINUTES OF THE BOARD OF DIRECTORS OF THE
CALIFORNIA STATE UNIVERSITY SAN MARCOS FOUNDATION**
A California Nonprofit Public Benefit Corporation

October 6, 2017

Directors Present:

Luanne Bas, Cathy Baur, Bill Bradbury, Maryann Edwards, John Fortune, Ron Gerevas, President Karen Haynes, Emilie Hersh, Neal Hoss, Anthony Jackson, Dawn Myers, Jack Raymond and Toni Ritchey

Directors Absent:

Dan Calac, Ed Fuller, Tony Pack, Chris Tresse and Steve Wagner

Guests:

Taylor Sutherland

Staff Present:

Kyle Button, Margaret Chantung and Donna Day

Presentations By:

Louis Adamsel, Katie Chappell, Jenna Hernandez, Beth Schroder, Stacy Slagor, Rachel Stephens, Lauren Tucker, Jocelyn Wyndham

Proceedings:

On October 6, 2017, and pursuant to California Corporations Code Section 5211(a)(6) a business meeting of the California State University San Marcos Foundation Board of Directors was called to order at 8:37 am by Mr. Jack Raymond, Chair of the Board.

I. Call to Order (Business Meeting):

- Chair Raymond welcomed everyone to the meeting and advised the following:
 - Esther Stearns resigned from the Board due to a conflict with time commitment.
 - Sue Moineau resigned from the Board due to her time commitment as the Chair of the Academic Senate.
 - Chair Raymond welcomed new faculty representative Bill Bradbury, prospective Director Taylor Sutherland and Associate Vice President of Communications Margaret Chantung.
 - CSUSM will recognize Emilie Hersh as our Volunteer of the Year at the North County Philanthropy Council awards luncheon.
- Chair Raymond asked the question of the quarter:
 - How have you engaged with the university since our last meeting?

II. President Haynes provided the following update:

- The National Advisory Board for Palliative Care held its fourth meeting last week welcoming two new members. The group represents nationwide supporters from all sectors and continues to use the CSU Institute for Palliative Care (IPC) as a model of success. Helen McNeal, the founding Executive Director for IPC, has announced her retirement. A search concluded with the hiring of Jennifer Ballentine.
- Concluding the fifth week of the fall semester, and the highest enrollment ever, with almost 17,000 students in attendance.

- Over the summer NCAA welcomed the campus to Division 2 sports.
- Last month in response to the white house's determination to end DACA, (Deferred Action for Childhood Arrivals) campus officials have communicated with campus that there is support for AB540 students, faculty and staff, and a resource office is coming soon.
- President Haynes shared some recent accolades received by CSUSM including:
 - 50th among Western colleges in Washington Monthly's "Best Bang for the Buck" listing and 144th in their list of "Top 150 Master's Universities" out of over 1,500 universities.
 - For the fourth year in a row, campus received the 2017 Higher Education Excellence in Diversity (HEED) award from INSIGHT Into Diversity magazine, the oldest and largest diversity-focused publication in higher education.
 - US News and World Report ranked CSUSM 76th overall in Regional Universities West out of 141 universities.
- The new Center for Research and Engagement in STEM (science, technology, engineering and mathematics) Education opened in July. The mission is to support STEM education research and engagement in STEM education.
- The Applied Behavior Analysis program was ranked among the 62 best in the nation by the independent publishing group Applied Behavior Analysis EDU. The organization looked at more than 200 schools in determining the best programs for prospective students.
- "The Hispanic Outlook on Education" magazine recently released its "Top 100 Colleges and Universities for Hispanics" issue, ranking CSUSM 70th in its list of "Bachelor's Degrees Granted to Hispanics".
- Some upcoming events include:
 - October 13: The ACE Women's Leadership Forum will bring several hundred female higher education professionals and faculty from across Southern California to campus.
 - October 17: The Executive Roundtable on Engineering will bring an intimate group of engineer leaders in the area together co-hosted with the San Diego Regional Economic Development Council.
 - October 18: The BAY (Business and Youth) Luncheon will host President Haynes as keynote speaker.
 - October 19: An ACE Scholars Services featured hosted event will be in the home of campus friends.

III. Consent Agenda:

- Chair Raymond requested a motion to approve the consent agenda which included the previous meeting minutes, Committee Reports, Financial Statements, Investment Performance and a revision to the Investment Distribution of Endowment and Similar Funds Policy; it was moved by Ms. Bas and seconded by General Jackson and approved by all.

IV. Advancement Update

- Ms. Baur thanked the Board for their time meeting with her during her first 90 days as the Executive Director of the Foundation.

V. Thank You Cards:

- Board Directors were asked to handwrite thank you notes to University senior management that have donated to the campaign. Cards were collected at the end of the meeting and mailed on behalf of the board.
- Board Directors were asked to review and sign the annual signature items which included:

- Director Participation Acknowledgment
- Conflict of Interest Acknowledgement
- Volunteer Identification
- Board Directors also received a copy of the following documents:
 - Donor Bill of Rights
 - CASE Statement of Ethics

Adjournment:

There being no further business, the meeting adjourned at 9:07 am.

Call to Order (Planning Session): Chair Raymond called the Planning Session to order at 9:08 am.

VI. Endowment Investment Manager:

After ten years of service from the Foundation’s endowment Investment Manager, the Finance & Investment Committee initiated an RFP (request for proposal) to evaluate other service providers. Mr. Hoss and Mr. Sutherland reviewed the process the Committee followed while evaluating proposals and interviewing prospective investment managers. The Committee recommends maintaining the relationship with the existing Investment Manager to the full Board with a few caveats:

- Canterbury Consulting to conduct a thorough review of investment and spending policies with recommendations for updates.
- Canterbury Consulting to reexamine the appropriate investment allocation and benchmarks associated with goals of the foundation.
- Canterbury Consulting suggested to align investing approach closer to the OCIO model allowing for tactical shifts to be more defensive.

After some discussion, Chair Raymond requested a motion to remain with the current Investment Manager and incorporate the caveats as noted above; it was moved by Mr. Fortune and seconded by Mayor Edwards and approved by all.

VII. Governance Update:

- Ms. Ritchey provided an overview of updates made to the Bylaws and Articles of Incorporation. After some discussion, Chair Raymond requested a motion to approve the revised Bylaws and Articles of Incorporation; it was moved by Mr. Gerevas and seconded by Dr. Bradbury and approved by all.
- General Jackson reviewed the Foundation’s organizational chart.

VIII. Membership

- Composition and Recruitment Form: The Board reviewed the results from the Composition and Recruitment Form noting that some gaps within professionals serving on the Board include: CPA, Health / Health Services, Legal/Attorney (within intellectual property), Manufacturing, Science/Technology, Tribal Relations.
- Staggered Terms: The Board discussed staggering terms of elected Directors into three (3) classes with seven (7) elected Directors in each class. As individuals are elected they will fill vacant seats. Mid-term appointments to fill vacancies on the Board shall not be counted towards term limits. Therefore, some Directors may serve longer than nine (9) consecutive years. Chair Raymond requested a motion to approve staggering terms by three (3) years; it was moved by Mayor Edwards and seconded by Ms. Ritchey and approved by all.

ACTION ITEM: Staff to provide staggered class structure to Board.

- Prospective Appointments: The Board reviewed Nathaniel Keifer-Wheals bio. After some discussion, Chair Raymond requested a motion to elect Nathaniel Keifer-Wheals as a Director of the CSUSM Foundation Board; it was moved by General Jackson and seconded by Ms. Bas and approved by all.

IX. Campaign Next Steps:

- Update: Mr. Button provided an update on the campaign noting that over \$42 million has been raised to date.
- Progress: Directors of Development joined the planning session to provide updates on Veterans Center Expansion, All Steinway campus status, Engineering, the Alliance and welcomed the newest team member as a College of Business Administration liaison.
- Future focus: Mr. Button shared the development team's plan to reaching the \$50 million goal.

X. Share it to Win it: How Social Media Competition Propels CSUSM Giving Day: Ms. Chappell lead the Board through a Social Media tutorial and exercise with a Giving Day emphasis.

XI. Guest Presentation – Student Philanthropy Council (SPC): Ms. Myers led the SPC through a panel discussion of questions and answers. She shared a 30 second elevator speech:

Elevator Speech:

"The Student Philanthropy Council is all about students supporting students. It's growing a culture of giving back early on. CSUSM strives to create leaders, innovators, but also importantly, philanthropists, to support even more growth within the communities that grew them. I would like to encourage this Board full of leaders to support philanthropy and be the role models of what we students can one day be." ~ Dawn Myers

Adjournment:

There being no further business, the meeting adjourned at 12:11 pm.

Minutes submitted by: Donna Day

Dated: October 9, 2017



Secretary