



**Minutes of the Regular Meeting of the Board of Directors
November 29, 2018**

Center for Children and Families Classroom

Attendees:

Members: Graham Oberem (Chair), Neal Hoss, Charles De Leone, Cynthia Chavez Metoyer, Charles Ragland, Jason Schreiber, Mike Schroder

Members Absent: Jennifer Williams, Armando Zaragoza

Staff: Deborah Davis, Bella Newberg, Michelle Hinojosa, Trina Beckwith, Cynthia Fenimore, Janine Prior, Janelle Temnick, Karla Frazee

Guests: Chris Thibodeau

Convening of Regular Meeting

A quorum being present, Oberem called the meeting to order at 4:01 p.m. Oberem congratulated Schroder for being awarded the Chancellor's Award.

Minutes of the September 27, 2018 Annual Meeting (Attachment A)

A motion was made and seconded (De Leone/Hoss) to approve the September 27, 2018 Annual Meeting Minutes. Motion carried.

Minutes of the September 27, 2018 Regular Meeting (Attachment B)

A motion was made and seconded (Hoss/De Leone) to approve the September 27, 2018 Regular Meeting Minutes. Motion carried.

Special Guest Presentation on Dining – Sodexo

Oberem reported that there had been a last minute change to the Agenda and SODEXO would not be making a presentation.

Committee Reports and University Updates

Administration Update

Newberg gave an update on the dining project. The project cost estimate came in much higher than estimated therefore, other options are being explored. Sodexo is a committed Partner, they still want to be involved with the dining project and have no issue with the possible relocation of the dining hall across the street. The Affiliation Agreement is in final draft and will be sent to the Chancellor's Office for review.

Newberg gave an update on the Extended Learning Building project, the building is 2 weeks ahead of schedule and the parking garage is 3 weeks ahead of schedule. Teams are working on developing operational procedures and budgets for the project that will be presented to the Board in the Spring.

Executive Committee Report

Hoss reported that the Executive Committee met on November 13, 2018 and the two Action Items from that meeting are part of the Consent Agenda.

Finance and Operations Committee Report

Hoss reported on the Action Items that were addressed at the Finance and Operations Committee Meeting on November 19, 2018. All Action Items are included in the Consent Agenda.

Student Housing Advisory Committee Report

Schreiber reported that the Student Housing Advisory Committee is looking at improvements regarding renewals, roommate selection, service areas and the Master Plan. The Committee has been involved in numerous discussions regarding the dining project.

University Update

Williams was absent from the meeting, Hoss reported on her behalf and gave an update on the CSUSM Presidential search currently taking place. Hoss reported that a campus wide celebration will take place in April to celebrate our current President and the First Gentleman.

Consent Agenda

Oberem explained that a Consent Agenda was included as Item IV in the meeting Agenda. He explained the purpose of the Consent Agenda is to save time. Oberem asked if anyone had any questions about the Consent Agenda process. There being none Oberem then asked if anyone wanted to move the item from the Consent Agenda to the Regular Agenda. There being none, *a motion comes moved and seconded (Schroder/Chavez Metoyer) to approve the Board Member Nominations 18/19 (Attachment C) and Committee Membership for 18/19 (Attachment D) brought forward by the Executive Committee. The Revised CSUSM Corporation Hospitality Policy (Attachment E), Quarterly Financial Report & Summary 9/30/18 (Attachment F), Revised Delegation of Authority Policy (Attachment G), Revised Delegation of Authority Document (Attachment H), Updated Compensation Structure/Updated Pay Grades for 2019 & 2020 (Attachment I) and Revised Investment Policy (Attachment J) brought forward by the Finance and Operations Committee. Motion carried.*

Information Item (Attachment K)

Oberem explained that item V. A. Investment Portfolio Report 9/30/18, is included in the Agenda as informational only, no report will be given.

Action Items**Revised Student Housing Advisory Committee Charge (Attachment L)**

Newberg reported on the key revisions made to the Student Housing Advisory Committee Charge. A redline copy was included in the Agenda packet sent prior to the meeting.

A motion was made and seconded (Ragland /De Leone) to approve the Revised Student Housing Advisory Committee Charge as presented. Motion carried.

Creation of an Innovation Hub Advisory Committee (Attachment M)

Hoss gave a high-level overview of how an Innovation Hub works and how it would be beneficial to the campus and our students. Hoss reviewed Attachment M that provided the proposed Committee Charge, the proposed Committee and Officers. De Leone reiterated the need for an Innovation Hub on our Campus. Currently our students use an outside lab off campus. Hoss reported that there is potential space for the Innovation Hub in the new Extended Learning Building and that CSUSM Corporation has some resources to help fund this project.

A motion was made and seconded (Chavez Metoyer/Schreiber) to approve the creation of an Innovation Hub Advisory Committee as presented. Motion carried.

Revised Conflict of Interest Policy – Board of Directors (Attachment N)

Newberg reported that currently CSUSM Corporation has one Conflict of Interest Policy. After further review of the policy it was determined that due to the activities of employees and Board members being very different the policy should be updated to reflect these differences. Newberg reported that the current policy and the form that Board members are required to sign have been revised to pertain only to the Board of Directors and a new policy and form will be created for employees. The new Conflict of Interest Policy for employees and form will be an Action Item later in this meeting.

A motion was made and seconded (DeLeone/Schroder) to approve the revised Conflict of Interest Policy for the Board of Directors as presented. Motion carried.


New Conflict of Interest Policy – Employees (Attachment O)

Hinojosa restated that it was determined that employees and Board members require a separate Conflict of Interest Policy and form. Hinojosa reviewed the new policy draft and form that was sent out prior to the meeting as Attachment O.

A motion was made and seconded (De Leone/Ragland) to approve the new Conflict of Interest Policy for employees as presented. Motion carried.

Adjournment of Regular Meeting

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


Cynthia Chavez Metoyer _____ Date 2/21/19
Secretary