

The CSU, Chico Research Foundation

California State University, Chico

Minutes for the Board of Directors

Friday, March 11, 2011: 2:00 pm to 4:00 pm
Kendall Hall, Room 103

MEMBERS PRESENT:

Sandra Flake, Lori Hoffman, Richard Ellison, Drew Calandrella, Dan Hunt, Jonathan Day, Rick Coletti

MEMBERS ABSENT:

Paul Zingg, Sam Allen

ALSO PRESENT:

Karen Finley, Katie Milo, Fred Woodmansee

1. **CALL TO ORDER – Provost Flake**

Provost Flake called the meeting to order at 2:05 pm, and introduced Karen Finley, Associate Executive Director who, with the vacancy in the Executive Director position, is working in that capacity, and Tawnie Peterson who is assisting with minute taking responsibilities.

Sam Allen, the student member of the Board, is absent because he is researching graduate school in Washington. He has been a strong contributing member of the Board.

2. **PUBLIC COMMENTS**

None

3. **MINUTES**

Action Taken: The minutes of the meeting held on December 9, 2010 were unanimously approved (Motion by Dan Hunt, second by Lori Hoffman).

4. **FOUNDATION PRESIDENT'S REPORT**

Provost Flake reported the process to fill Board vacancies would be started and suggestions from members for community representatives would be welcome. Those suggestions could be given to either herself or to Karen Finley.

Two Administrative searches in Academic Affairs have been undertaken:

- a. The Dean of the College of Natural Sciences search was just completed. It was a strong pool. Part of the search included discussions on sponsored research. A recommendation will be made after Spring Break.

b. The search for the New Vice Provost for Research is currently underway with 3 final candidates.

The state budget reflects, as a best case scenario, \$500 million in cuts to the CSU. Fee increases would offset this somewhat. Our campus would see approximately \$12.5 million in cuts. If the ballot initiative is not approved the cuts will be worse - \$1 billion for the system. Provost Flake noted the importance of maintaining the commitment to the students.

The budget cuts are affecting faculty recruitment. 19 searches were started this year, but 4 were closed due to budget issues. Previous years have seen 40-50 new faculty.

Vice President Hoffman noted that everything is on the table in terms of how to deal with cuts of this magnitude. There have been discussions of campus closures, but that is unlikely. The effects on local communities would be far reaching.

5. **QUARTERLY FINANCIAL UPDATE-**

a. Budget To Actual Projections For 3/31/11 And Significant Activity

The Administrative Office budget is down on income, an ongoing trend with LAIF rates at a low .05%. RESP income is up and expenses are down with not much significant change to report.

25/35 Main Moves

Finley reported the reassignment of space necessitated by the move of Passages to 25 Main St. and the addition of 40-45 work stations, were completed in about a six-week window (Dec thru Jan). Work was done to the building to accommodate the additional people including additional electrical and data drops. The building was inspected by the State Fire Marshall as a requirement of Passages licensing and passed the inspection although this did cause some additional work to be done to the building to bring it up to code. Information was included in the agenda packet.

In response to a question about Cindy Wolff's request for space for CNAP at the previous Board meeting, it was explained that while additional space was still desired, there was now a better understanding of why space had been allocated as it was to accommodate the Passages program.

25 Main Electrical Issues

Finley reported that during the electrical work being done for the new work stations, it was discovered that there were some electrical issues that posed some safety issues involving abandoned wiring that had not been appropriately capped or safely secured. Additional work was required to

“safe off” the exposed wiring resulting in additional expense. Information was included in the agenda packet.

b. Report on Dividends from CSURMA/AORMA

Insurance program dividends from the Research Foundation’s participation in the CSURMA/AORMA insurance pools total about \$48,000 from Workman’s Compensation and \$8,500 from the Liability Program.

6. INFORMATION ITEM

a. Bylaws Amendment

Hoffman and Finley reported that the Bylaws require a minimum of 10 Directors. AB 1233 prescribes that all Board Directors must have a vote – that there are no nonvoting members. The proposed amendment cleans up the language that currently suggests there are voting and nonvoting members.

Hoffman also pointed out that the Bylaws stipulate by position who fills the roles of President, Treasurer and Secretary of the Board. Although two of the officers are also members of the Board, it is not a requirement. The Secretary is designated as the “Administrative Director” who is not a member of the Board. The proposed amendment would redefine the Secretary role as “The Executive Director or designee selected by the officers...” This would accommodate situations such as the current one where the Executive Director’s position is vacant.

There are additional minor “housekeeping” corrections.

The amendment process requires at least 30 days notice or presentation at the previous Board meeting. This item will be an action item at the June Board meeting.

7. ACTION ITEM

a. Research Foundation Signature Policy Revisions

Woodmansee explained that with the retirement of Joyce Friedman, CFO of the Associated Students, needed changes to the Signature Policy became apparent. Friedman was the hard copy signature on all checks. One of the proposed changes would be to have Lori Hoffman, as Treasurer, be the hard copy signature on all checks for the Foundation. This was approved as a temporary measure in the December meeting. Other changes would include updating titles of positions as well as acknowledging program changes and process changes.

Action Taken: Move to approve the revised Signature Policy (motion by Jonathan Day, second by Dan Hunt)

Discussion followed regarding the reinsertion of the word “Research” prior to “Foundation” in order to eliminate any confusion about which Foundation was being referenced. Declined as a friendly amendment.

Amendment to Motion: Move to amend motion by adding the word “Research” before the word “Foundation” throughout the policy. (motion by Rick Coletti, second by Rick Ellison) Amendment fails (2-3-1)

Proposed Friendly Amendment: Remove the word “Officer” from the title of Vice Provost for Research Officer in section F.1. Accepted.

Motion as amended approved. (6-0-0)

b. Eagle Lake Field Station Lease

Hoffman and Finley provided a brief history of the issues surrounding the Eagle Lake Field Station. (Information provided in agenda packet.) A request to extend the lease arrangement with Get Bent Guide Service with some modifications is being requested. The extension through the month of December, 2011 would allow time to make decisions and find a permanent solution to the drain the field station has on resources.

Action taken: Move to extend the lease with the “Get Bent Guide Service” through December 31, 2011 with rent to be increased to \$200/month from June through December. (motion by Dan Hunt, second by Jonathan Day)

Other items that need to be considered:

- Address the deficit – write off debt or pay off
- Determine if anyone else wants to take responsibility for operations
- Determine if anyone via the UC wants to take over the operations
- Release the property back to the BLM

The proposed timeline is to return to the June meeting with information allowing for action by the September meeting.

The Board discussed the possibility of a Board trip to evaluate the state of the field station during the summer.

Motion carried. (6-0-0)

8. INTRODUCTION ITEM

a. Board Training on Auxiliary Organizations

Karen Finley gave a hand out of power point prepared by the Auxiliary Organizations Association (AOA). It is a first step in a training program for Board members. The power point is designed to provide an understanding of:

- What CSU auxiliary organizations are:
- How they operate differently from the state
- How they fit into the campus
- What they are and what they aren't.
- What the different rules, regulations and laws that differ from state operations are

Finley explained that proper training of governing boards of directors has become a hot button as a result of recent audits by the State Attorney General's office, and that we would be working on developing and providing appropriate governance training. Members discussed how this might proceed. Ideas included: 20 minutes at each Board meeting set aside for training; training of new incoming board members; a possible retreat or ½ day set aside.

Ideas for training topics in addition to governance could be:

- Budget information
- Auditing procedures
- Associated Students
- Auxiliary Information

b. Procurement Policy- Information Item

Lori Hoffman addressed the need to review and update the policies for the Foundation. This will be done By Lori, Karen, and Fred over the next few months. This was started with the Signature Policy and will continue to the review of the Procurement Policy and possible use of procurement cards. This is a credit card that is paid by the establishment, not by the user. Procedures can be put in place to limit transaction amounts, monthly total spent, and supervisor approval for purchases prior to making the purchases. This is an effort to cut down on the amount of checks that are processed by the Foundation which costs around \$10.00 per check. This is a systemwide program through US Bank. The pilot of this card is being done with the Gateway Science Museum to see how the card works for that program and our campus.

9. REPORT BY VICE PROVOST FOR RESEARCH

a. Special Set ups

Katie Milo provided the special set-up report to the Board. She noted that the nutrition project, directed by Cindy Wolff, had \$682,000 fronted for expenses for that program. This is in addition to contract payments that have not been paid. The State has been slow in making payments. We are still waiting on the signed contract for this new set up.

b. New Grant Opportunities

The Grant Resource Center is an agency which helps connect individuals interested in funded research with funding agencies. RESP can contact

GRC and find out what kind of funding is available for different types of programs. By using this center two faculty members, one from anthropology and one from nutrition, were sent to a GRC meeting in Washington D.C. to meet with Federal funding agencies. Brian Brazeal of Visual Anthropology was also able to was meet with National Geographic and they are doing an article on his research.

E. ADJOURNMENT

Move to adjourn. (motion by Lori Hoffman, second by Drew Calandrella)
Meeting adjourned at 4 pm.

Respectfully submitted,

Karen Finley