

**BOARD OF GOVERNORS  
GOVERNANCE Committee**

Monday, June 20, 2022  
2:00 p.m. to 4:00 p.m.



California State University **Chico**  
University Foundation

Approved October 3, 2022

**MINUTES**

*Governors Present:* **Dave Scotto – Chair**; Joyce Densmore-Thomas; Tom Martin; Christina Nichols; Matt Ober; Cathy Pleasant; Michael Prime **Absent:** David Heinsen, David Hodson

*Ex Officio Present:* Gayle Hutchinson, President; Ahmad Boura, Vice President for University Advancement (CEO); Ann Sherman, Vice President for Business and Finance (CFO)

*Staff Present:* Pam Hollis, Dwight Seuser, Robin Carter, Ileana Rowell, University Advancement

Governance Committee Chair David Scotto called the meeting to order at 2:02 p.m.

Scotto asked for changes or corrections to the minutes of the February 21, 2022 meeting. There were no changes or corrections. Tom Martin moved to approve the minutes. Mike Prime seconded the motion and the motion passed unanimously.

**Chair’s Report: David Scotto**

In the yearly policy review, Section #3 – Board and Board Members and Section #4 – Committee Membership were completed. Next year, Section #5 – Fundraising and Development and Section #6 – Finance and Investment will be reviewed. The next review will be timely as changes to these sections are anticipated. Governors Stuart Casillas, Dave Hodson, Tom Giustina, David Heinsen, Cathy Pleasant, Chris Nichols and Faculty Representative, David Alexander are up for term renewals for fiscal year 2022-2023. Joyce Densmore-Thomas moved to approve the renewals for another three-year term. Martin seconded and the renewals were approved.

New software called “Fundriver” is being assessed to be used for endowments both internally and externally. New infrastructure is needed to manage anticipated endowment growth. Fundriver will streamline the reporting process and utilize staff resources economically. A video demonstration of the software was played. The software is designed for data accuracy and robust communication to donors. It will provide information for fund profile, financial data entry and instant review, robust reporting and audit capabilities and an easy to learn user interface. The benefit is that the data will be on demand rather than requiring spreadsheet manipulation. The cost of purchasing the software is about \$7,500 a year, which is cost effective. It will be a three-year process to purchase and implement the full software package. The endowment policy language will need to be adjusted to align with Fundriver’s allocation process. It is not anticipated that this will have a material change in the distributions from the endowments.

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The Endowment Policy language will need to be adjusted to align with Fundriver's allocation process.

d. Quarterly Allocation

Financial results (total return on investment) of the endowment investment pool will be allocated on a quarterly basis to individual endowment accounts based on the value an individual endowment account bears to the value of the total endowment pool. This percentage shall be applied to total earnings and such portion of earnings shall then be allocated to the individual endowment account.

Recommended replacement language:

(This is calculated using the individual endowment's share of the endowment pool at the beginning of the quarter. For earnings allocation purposes, gifts received during the quarter will be considered to be received at the beginning of the quarter.)

Chris Nichols moved to change the Endowment Policy language as it was presented. Martin seconded the motion and it was passed unanimously.

**CEO's Report: Ahmad Boura**

Boura presented three new board members who will join the board in October. Mentors have been assigned for the new board members: Tim Sauer '91 (Marilyn Rees mentor) David Hufford '93 (Dave Heinsen mentor) Braydan Young '09 (Stuart Casillas mentor). Densmore-Thomas moved to approve the slate of new members. Martin seconded and the motion passed unanimously.

Next, Boura presented new 2021-2022 Audit Committee Volunteers: Dr. Debra Cannon '77, Mike Prime, Mike Webber '76. With the addition of these new volunteers, the Audit Committee make-up is in compliance with the membership policies. Nichols moved to approve the Audit Committee volunteers. Martin seconded and the volunteers were approved unanimously.

Boura introduced 2022-2023 Potential Board Members: Dr. Thomas Reed '83/'87, Julia Moriarty '94, Gayle Dille '86, Julie Mastrarrigo '84, Jeffrey "Jeff" Williams '89, Lance Lew '79. He asked the board for permission to pursue the potential Board Members. The Governors unanimously supported Boura's efforts to move forward with the recruitment of potential board members.

**New Business: Scotto**

There was no new business.

Scotto noted the next meeting on Monday, October 3, 2022 and the meeting was adjourned at 2:40 p.m.

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