



Board of Directors Meeting

Friday, September 13, 2019 9:11 a.m. – 11:00 a.m.
 Alumni and Visitors Center – Lobby

Minutes

<u>Board Members Present</u>		<u>Members Absent</u>
Eduardo M. Ochoa, President, Acting Chair	Israel X. Nery, Director (via phone)	Anna M. Caballero, Director
Mac Clemmens, Director	Ralph Thompson III, Director	Janine Chicourrat, Chair
Scott Fausti, Director	Michael McMillan, Director	Miles Reiter, Director
Gordon E. Eubanks, Director	Betsey Pearson, Director	Carrie McIntyre Panetta, Director
Jasmine Bhardwaj, Director	Kevin R. Saunders, Director	Harry Wardwell, Director
Nicole Hollingsworth, Secretary	Bettye J. Saxon, Ed.D., Director	Ted Balestreri, II, Director
Debbie Juran, Director	Barbara Zappas, CEO	Steven Packer, M.D., Director
<u>Presenter(s)</u>		<u>Staff Present</u>
Dr. Ronnie Higgs, Vice President for Student Affairs & Enrollment Services		Starr Lee, Associate Executive Director
Stephen W. Pearson, Esq., Auxiliary Attorney		Nancy S. Ayala, Gov. & Compliance Manager

Regular Meeting

- I. **Call to Order:** A quorum being established, Acting Chair Eduardo Ochoa called the meeting to order at 9:11 a.m. Chair Ochoa welcomed new Student Director, Jasmine Bhardwaj.
- II. **Approval of Minutes:** Moved by Director Mac Clemmens and seconded to approve the June 6, 2019 minutes. With Director Ralph Thompson III abstaining, the motion carried.
- III. **Presentations:**
Admissions and Incoming Class Update: Vice President for Student Affairs & Enrollment Services Dr. Ronnie Higgs provided an update on admissions and the incoming class of fall 2019. CSUMB welcomed approximately 8,094 students this fall, the majority being continuing students. Approximately 42% of total students originally reside in the Tri-County area. It was noted that 62% of students are female. This alarming trend is currently prevalent across the country and an issue Enrollment Services expects to research. Approximately 33% of CSUMB students are between the ages of 18-20, 39% are between the ages of 21-24. CSUMB’s five top undergraduate majors include Business Administration, Psychology, Computer Science, Biology, and Kinesiology. It was noted that the CSU distributes funding to each campus on a per resident full-time student basis which is determined by the CSU, not the campus. CSUMB has had a large number of unfunded students for years due to over-enrollment. Dr. Higgs was charged by President Ochoa to decrease the number of unfunded students. In 2016, there were approximately 504 unfunded students. By steadying enrollment, the gap between funded and unfunded students has significantly decreased to approximately 22.

Reports:

- A. Board Fiduciary Responsibility: Foundation legal counsel Steve Pearson briefed the Board Members on their fiduciary responsibility as Board Members. Board Members should be familiar with the Foundation’s organizing documents, including the Articles of Incorporation, the Bylaws, and policies adopted by the Board.

Directors have three duties – the duty of care, the duty of loyalty, and the duty of obedience. The duty of care is defined as the business judgment rule, which is the standard of care that an ordinarily prudent person would exercise under similar circumstances. Board Members are encouraged to rely on the expert advice of others. The duty of loyalty requires Board Members to be faithful to the Foundation and not use any information obtained as a Board Member for personal gain. The duty of obedience requires that Board Members be faithful to exercise the organization’s mission. Mr. Pearson also reviewed conflict of interest guidelines.

- B. Campaign Update: CEO Barbara Zappas provided an update on the comprehensive campaign. Through June 30, 2019, the campaign had approximately \$55M in commitments, and \$28M relative to the dean defined initiatives. Ms. Zappas introduced Director of Donor Relations & Stewardship Nick Gregorio to preview the campaign website which will go live in conjunction with the public launch next year. Ms. Zappas announced upcoming events.
- C. President’s Report: President Eduardo M. Ochoa reported on University activities. According to U.S. News & World Report, CSUMB is ranked eighth in the Top Public Schools category in the western region, which is comprised of 14 states including Texas. There was a discussion about the different ways the University can reach out to its surrounding communities and prominent local industries for higher visibility. President Ochoa mentioned that CSUMB was recognized in the Chronicle of Higher Education as the second university in the country in terms of absolute increase in six-year graduation rates. The Engineering Building is on track for construction. The University will receive \$72M from the CSU and leveraged by the \$8M, the University has raised. It was noted that the original request for the building was \$116M, the CSU will award the University \$122M.

IV. Unfinished Business: None

V. New Business: None

VI. Open Communications/Announcements: None

VII. Executive Session: The Board entered into Executive Session at 10:50 a.m. The Board exited Executive Session at 11:00am.

VIII. Adjournment: With no further business to conduct and no objection, the meeting was adjourned at 11:00 a.m.

Nicole Hollingsworth

Nicole Hollingsworth, Secretary

Date