

**BOARD OF GOVERNORS OF THE
COLORADO STATE UNIVERSITY SYSTEM
EVALUATION COMMITTEE MEETING MINUTES
CSU-Pueblo Occhiato University Center
August 2, 2012**

CALL TO ORDER

Committee Chair Dennis Flores called the meeting to order at 8:12 a.m.

ROLL

Governors present: Dennis Flores, Committee Chair; Joseph Zimlich, Board Chair; Dorothy Horrell, Board Vice Chair; Ed Haselden, Board Secretary; Russell Johnson (via telephone); Scott Johnson; Mary Lou Makepeace.

Administrators present: Michael Nosler, CSUS General Counsel.

Board of Governors Staff present: Sheila Trice Bell, Executive Secretary to the Board of Governors; Sharon Teufel, Executive Assistant.

System Staff present: Adam Fedrid; Allen Sneesby.

Committee Chair Flores asked for a motion to convene in Executive Session. Governor Makepeace made the motion; Governor S. Johnson seconded; and the motion was carried. General Counsel Nosler read the meeting into Executive Session for the purpose of discussing and evaluating professional staff employees of the Board and CSU System. Staff was excused from the meeting. The Evaluation Committee meeting convened in Executive Session until adjourning at 11:40 a.m.

**BOARD OF GOVERNORS OF THE
COLORADO STATE UNIVERSITY SYSTEM
REAL ESTATE/FACILITIES COMMITTEE MEETING MINUTES
CSU-Pueblo Occhiato University Center
August 2, 2012**

CALL TO ORDER

Committee Chair Scott Johnson called the meeting to order at 12:00 p.m.

ROLL

Governors present (As a Committee of the Whole): Scott Johnson, Committee Chair; Dennis Flores; Ed Haselden; Dorothy Horrell; Mary Lou Makepeace; Joseph Zimlich; Carole Makela, Faculty Representative, CSU-Fort Collins; Richard Weinberger, Faculty Representative, CSU-Global Campus; Frank Zizza, Faculty Representative, CSU-Pueblo; Kandi Brown, Student Representative, CSU-Global Campus; Logan Gogarty, Student Representative, CSU-Pueblo; Regina Martel, Student Representative, CSU-Fort Collins.

Administrators present: Tony Frank, President, CSU-Fort Collins; Lesley Di Mare, President, CSU-Pueblo; Becky Takeda-Tinker, President, CSU-Global Campus; Michael Nosler, CSUS General Counsel; Rich Schweigert, CSUS Chief Financial Officer; Allison Horn, CSUS Auditor.

Board of Governors Staff present: Sheila Trice Bell, Executive Secretary to the Board of Governors; Sharon Teufel, Executive Assistant.

System Staff present: Adam Fedrid; Allen Sneesby.

Guests present: Jon Bellum, Sr. Vice President and Provost, CSU-Global Campus; Craig Cason, Associate Vice President, Facilities Management, CSU-Pueblo; Stephanie Chichester, North Slope Capital; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Bruce Gifford, Acting Dean of Student Affairs, CSU-Pueblo; Mark Gill, Chief of Staff, President's Office, CSU-Fort Collins; Kyle Henley, CSU Director of Denver Public Relations; Kathleen Henry, President/CEO, CSU Foundation and CSU Research Foundation; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Jason Johnson, Deputy General Counsel, CSU-Fort Collins; Lynn Johnson, Associate Vice President, Finance, CSU-Fort Collins; Richard Kreminski, Interim Provost, CSU-Pueblo; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, CSUS Acting Chief Academic Officer, Provost and Executive Vice President, CSU-Fort Collins; Jennifer Mullen, Chief of Staff, President's Office, CSU-Pueblo; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Kristina Proctor, Interim Dean, Graduate Students/Research, CSU-Pueblo; Joshua Zugish, Associate Legal Counsel, Office of the General Counsel, CSU-Fort Collins.

Committee Chair S. Johnson asked for a motion to convene in Executive Session. Governor Makepeace made the motion; Governor Haselden seconded; and the motion was carried. General Counsel Nosler read the meeting into Executive Session for the purposes of discussions relating to the purchase of property for public purpose or sale of property and to receive legal advice on specific legal questions which may arise during the discussions. The Real Estate/Facilities Committee convened in the Executive Session until adjourning at 12:25 p.m.

**BOARD OF GOVERNORS OF THE
COLORADO STATE UNIVERSITY SYSTEM
AUDIT AND FINANCE COMMITTEE MEETING MINUTES
CSU-Pueblo Occhiato University Center
August 2, 2012**

CALL TO ORDER

Committee Chair Ed Haselden called the meeting to order at 12:26 p.m.

ROLL

Governors present (As a Committee of the Whole): Ed Haselden, Committee Chair; Dennis Flores; Dorothy Horrell; Scott Johnson; Mary Lou Makepeace; Joseph Zimlich; Carole Makela, Faculty Representative, CSU-Fort Collins; Richard Weinberger, Faculty Representative, CSU-Global Campus; Frank Zizza, Faculty Representative, CSU-Pueblo; Kandi Brown, Student Representative, CSU-Global Campus; Logan Gogarty, Student Representative, CSU-Pueblo; Regina Martel, Student Representative, CSU-Fort Collins.

Administrators present: Tony Frank, President, CSU-Fort Collins; Lesley Di Mare, President, CSU-Pueblo; Becky Takeda-Tinker, President, CSU-Global Campus; Michael Nosler, CSUS General Counsel; Rich Schweigert, CSUS Chief Financial Officer; Allison Horn, CSUS Auditor.

Board of Governors Staff present: Sheila Trice Bell, Executive Secretary to the Board of Governors; Sharon Teufel, Executive Assistant.

System Staff present: Adam Fedrid; Allen Sneesby.

Guests present: Jon Bellum, Sr. Vice President and Provost, CSU-Global Campus; Craig Cason, Associate Vice President, Facilities Management, CSU-Pueblo; Stephanie Chichester, North Slope Capital; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Bruce Gifford, Acting Dean of Student Affairs, CSU-Pueblo; Mark Gill, Chief of Staff, President's Office, CSU-Fort Collins; Kyle Henley, CSU Director of Denver Public Relations; Kathleen Henry, President/CEO, CSU Foundation and CSU Research Foundation; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Jason Johnson, Deputy General Counsel, CSU-Fort Collins; Lynn Johnson, Associate Vice President, Finance, CSU-Fort Collins; Richard Kreminski, Interim Provost, CSU-Pueblo; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, CSUS Acting Chief Academic Officer, Provost and Executive Vice President, CSU-Fort Collins; Jennifer Mullen, Chief of Staff, President's Office, CSU-Pueblo; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Kristina Proctor, Interim Dean, Graduate Students/Research, CSU-Pueblo; Joshua Zugish, Associate Legal Counsel, Office of the General Counsel, CSU-Fort Collins.

Audit Agenda Items

Fiscal Year 2012 Audit: Allison Horn, CSUS Auditor, reported that Joanne Bennett of BKD, the accounting firm engaged by the State Auditor to conduct the external CSUS financial and compliance audit for the year ended June 30, 2012, was unable to attend the meeting. Ms. Horn reviewed a letter from BKD that outlined the purpose, parameters and standards, objectives, and scope of the audit. She reviewed the four areas of focus which had not changed from previous audits. The timeline was to have the audit results to management by November 6th and the final audit completed by November 15th.

Ms. Horn noted that part of the audit procedure was to meet with the Chair of the Audit Committee. The meeting already held with Governor S. Johnson, the Audit Committee Chair for FY 2011-12, was deemed sufficient by the auditor and a meeting will not be held with Governor Haselden.

Fiscal Year 2013 Audit Plan Update: Ms. Horn provided an update on the Fiscal Year 2013 Audit Plan with four audits currently in fieldwork. Due to the resignation of the CSU-Pueblo auditor effective July 20th, there were currently no audits in fieldwork at CSU-Pueblo. Ms. Horn had an exit conference with President Di Mare and the Interim Provost on the last audit conducted for CSU-Pueblo and a report should be issued soon.

Ms. Horn reviewed the six overdue audit recommendations for which the due dates have been extended. On the Telecommunications-Cell Phones audit for CSU-Fort Collins, a new cell phone contract was being negotiated and the recommendations should be completed by the end of the calendar year. The Supplemental Pay Audit for CSU-Pueblo was delayed due to the departure of the auditor; Ms. Horn met with President Di Mare; and the deadline was extended. When asked the reason for the departure of the CSU-Pueblo auditor, Ms. Horn responded that the auditor lived in Broomfield and took a job in Denver. In addition to replacing the CSU-Pueblo auditor, an additional auditor would be hired for CSU-Fort Collins.

Fraud Reporting Hotline: Ms. Horn reported that the Board at the June meeting requested the expedited implementation of the fraud reporting hotline at CSU-Pueblo and CSU-Global Campus. Accordingly, President Frank gave instructions for the IT Department to move forward. Ms. Horn explained that the purpose of the hotline was to provide an opportunity for students, staff, faculty and other interested parties to report suspected fraud, abuse, waste or noncompliance. The hotline originated at CSU-Fort Collins and, through links on the CSU website, a report can be submitted electronically either with a name of the person filing the report or anonymously. The reports are received by Jason Johnson, Deputy General Counsel, CSU-Fort Collins; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; and Ms. Horn. An acknowledgement will be sent within 24 hours and follow-up with the results if a name is provided. Depending on the circumstances, reports are issued to the Board, the Audit Committee Chair and/or the General Counsel.

Ms. Johnna Doyle, Deputy General Counsel, CSU-Pueblo, provided an overview of the CSU-Pueblo hotline website and demonstrated the reporting process. She commented that reports can also be submitted either by telephone with the voice message transcribed to email or by mail. Ms. Horn demonstrated the hotline websites for CSU-Fort Collins and CSU-Global Campus. She commented that, while the sites and the process are being refined, progress had been made and the challenge was publicizing the hotlines. When asked about the number of reports per month, Ms. Horn responded that generally one per month was received. Governor Zizza thanked Ms. Horn and staff for getting the CSU-Pueblo hotline implemented quickly and expressed how beneficial it was for the campus. Ms. Horn acknowledged the work done by the IT staff on the implementation.

Finance Agenda Items

Master Plan: Chair Haselden asked Rich Schweigert, CSUS Chief Financial Officer, to provide an update on the Colorado Department of Higher Education Master Plan process. Mr. Schweigert reported that Lt. Governor Joseph Garcia and Dr. Matt Gianneschi, Deputy Executive Director, Colorado Department of Higher Education, met with the Board at its June retreat to review the Master Plan draft. A letter from the Board suggesting minor changes was thereafter submitted. The draft Master Plan was re-distributed with many of the suggested changes incorporated. Another letter would be submitted suggesting additional minor changes.

Mr. Schweigert explained that, once the Master Plan was completed, it would be submitted to the Governor and the General Assembly. Meetings would then be held with the governing boards and institutions to develop performance contracts similar to the previous contracts, but with the addition of financial performance incentives based on the parameters.

When asked if the performance contracts would be standardized for all higher education institutions, Mr. Schweigert and President Frank explained that there was a basic outline defined by the metrics in the Master Plan; the goals of the institutions are generally focused on the same areas such as performance, retention and graduation; and there would be areas for customizing the performance contracts. When asked about the timeline for approval by the governing boards, Mr. Schweigert indicated that dates in December had been mentioned and, once the Master Plan was finalized, more specifics and information on the next processes would be provided.

Campus Updates on Preliminary Fiscal Year 2014 Budgets: Mr. Schweigert asked the Presidents to comment on the draft budgets for their campuses.

President Tony Frank, CSU-Fort Collins, reviewed three scenarios developed with various modeling variables for the initial draft FY 2014 budget. He commented on the significance of the revenue from resident undergraduate tuition and reported that the undergraduate enrollment growth occurring in the past year, included as unbudgeted revenue in 2012, was incorporated into the base budget. New expenses included the deployment of the differential tuition and graduate program charges, the third of three pre-approved steps. Financial aid was modeled on the basis of flat tuition and proportional to increased tuition. Salary increases were factored in at 0%, 5% and 3%.

President Frank reviewed the commitment and quality enhancers, including increases for adjunct faculty. He noted that the three scenarios did not include unit expense reductions nor any increase or decrease in state funding. The scenarios provided a spectrum from which to begin the budgeting process. Responding to a question on adjunct faculty, President Frank explained the need to address the salaries of adjunct faculty who regularly teach courses. There was discussion on salary increases; retention; median versus average salary ranges; and comparisons to peer institutions. Dr. Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins, indicated that a report on faculty salaries would be presented during the Academic and Student Affairs Committee meeting.

President Lesley Di Mare, CSU-Pueblo, reported that the draft Fiscal Year 2014 budget was projected with no rate increase in tuition due to the difficulty with recruitment currently being experienced at CSU-Pueblo. She reviewed the new revenue projected from the basic tuition and differential tuition. New expenses included an increase in student financial assistance; program enhancements; and mandatory costs. President Di Mare noted that she was reviewing the number of courses in order to evaluate faculty hires and an equity study needs to be conducted. CSU-Pueblo was working with CSU-Fort Collins on the Quali Financial System conversion that should result in savings. Different units were being reorganized and, with the changes completed in the Finance & Administration and Student Affairs departments, the net bottom line should be positive.

President Di Mare reported that the newly hired CFO for CSU-Pueblo would be able to generate more sophisticated modeling to assist with a better understanding of recruitment and retention. When asked about the fall enrollment numbers, President Di Mare responded that the numbers have fluctuated and reported *Thunder Thursday*, the biggest day of recruitment and registration, was occurring that day. She reported that past recruitment and retention efforts were being evaluated; a consultant had been hired to assist with retention; and a focus on marketing and recruitment strategies was needed. President Di Mare

noted that part of the reduction in retention was due to approximately 100 to 200 students who were unable to pay their outstanding balances even though they received a semester's amnesty on the amounts due. She commented that the FY 2014 budget was very preliminary.

Mr. Schweigert noted that the initial preliminary budgets were only the beginning of the budgeting process that would culminate in May 2013 and the Presidents would continue to provide updates. He reported that quarterly revenue forecasts for the state were up in June and the forecasts would continue to be monitored with updates provided to the Board.

Committee Chair Haselden inquired about the timing for review of the CSU-Global Campus budget. Mr. Schweigert responded that, in the past, a more detailed report on CSU-Global Campus had been presented in October. President Takeda-Tinker, CSU-Global Campus, commented that they are now doing monthly starts so the budgeting process could be aligned with the other campuses. Committee Chair Haselden recommended that the timing change be made for next year.

Institutional Plan for Student Fees: Mr. Schweigert provided an overview of the regulatory requirement as stipulated by statute and Colorado Commission on Higher Education policy that governing boards annually approve an institutional plan for student fees to define the process to pass student fees; to clarify the definitions of fees; and to provide transparency. The institutional plan for CSU-Fort Collins and CSU-Pueblo was included in the Board packet. Mr. Schweigert pointed out that the processes are slightly different for the two campuses and CSU-Global Campus does not have student fees. He asked the Presidents for their comments.

President Frank explained that the main changes are basically in language, but there were few changes in terms of actual practice. He commented on the strong, inclusive process with the student government and Governor Martel concurred. When asked who drafted the plan at CSU-Fort Collins, President Frank responded that Blanche Hughes, Vice President for Student Affairs, and Lynn Johnson, Associate Vice President, Finance, were greatly involved in the process.

President Di Mare reported that Bruce Gifford, the new Acting Dean of Student Affairs, CSU-Pueblo, worked closely on the plan with Delores Sanford, the interim Chief Financial Officer who recently completed her assignment with CSU-Pueblo, and Governor Gogarty and two other students from the Associated Students' Government. She reported that the plan for CSU-Pueblo had needed more work to be more representative of the student government and expressed the desire to have student fees reduced. Governor Zizza added his appreciation for the changes and indicated the new plan was more in line with practices. Governor Gogarty concurred that there was now a cleaner, better process and explained the student fee process.

Mr. Schweigert commented on the efforts to clean up the statutes and to simplify the definition of fees which was reflected in the plan. **Motion/Action:** Governor Makepeace moved to carry forward the action item for adoption by the Board at the August 3rd meeting. The motion was seconded and carried unanimously.

Update on CSUS Debt Capacity: Mr. Schweigert reported that the Board was updated twice annually on the CSUS debt capacity. He explained that six years ago the state ran out of funds to spend on capital construction. Currently there are 200+ buildings within the CSU System that were built with state funds and are beginning to age. He commented on the use of student fees and donor funds for capital construction. With current CSU System-wide debt at \$616 million, Mr. Schweigert noted the need to begin planning to meet the capital financing needs of the CSU System in the future with a more sophisticated debt financing structure. Stephanie Chichester of North Slope Capital, a financial advisor

for the CSU System, had been asked to prepare a debt capacity analysis presentation and Eric Wild of the Higher Education Group of Morgan Stanley was also consulted. Mr. Schweigert introduced Ms. Chichester.

Ms. Chichester reviewed the financing chronology of CSU revenue bonds. She explained that rates on long term borrowing have gone down and currently are at an historic low; capacity goes up as rates go down; and, depending on the financing vehicle, more can be accomplished with a reduced annual debt payment. Ms. Chichester described other types of financing vehicles/structures that would be available to CSUS, such as senior liens for the higher priorities and subordinate liens for secondary projects. She summarized the CSUS current debt capacity with a Moody's Aa3 and Standard & Poor's A+ ratings.

Mr. Schweigert reiterated that, based upon the advice from the financial advisors, more sophisticated financing structures will be needed during the coming five years with projects prioritized. President Frank added that the discussion began at the June Board retreat on planning for expansion and the need for a financial model to project for the future. In response to a question from Committee Chair Haselden, Mr. Schweigert confirmed that the presentation was for informational purposes and no action was needed at this time.

There was discussion on cost and perceptual differences if the debt ratings were to be lowered; maintaining debt capacity ratings; defining how much debt can be assumed; two approaches to growing enrollment and funding the expansion; and, at what point does ability to service debt fall on other avenues, e.g. supplemental sources such as student or housing fees. Mr. Schweigert explained how internally numerous scenarios are run; financing for every project must be defined before a project was brought to the Board; and the CSU System always fulfilled its debt service.

President Frank indicated that a financing model with numerous variables was being developed to plan for the future and would be shared with the Board. Committee Chair Haselden thanked Mr. Schweigert and Ms. Chichester for the comprehensive presentation.

With no further business to conduct, Governor S. Johnson moved to adjourn the committee meeting. The motion was seconded and the meeting was adjourned at 2:00 p.m.

**BOARD OF GOVERNORS OF THE
COLORADO STATE UNIVERSITY SYSTEM
ACADEMIC AND STUDENT AFFAIRS COMMITTEE MEETING MINUTES
CSU-Pueblo Occhiato University Center
August 2, 2012**

CALL TO ORDER

Committee Chair Dorothy Horrell called the meeting to order at 2:10 p.m.

ROLL

Governors present (As a Committee of the Whole): Dorothy Horrell, Committee Chair; Dennis Flores; Ed Haselden; Scott Johnson; Mary Lou Makepeace; Joseph Zimlich; Carole Makela, Faculty Representative, CSU-Fort Collins; Richard Weinberger, Faculty Representative, CSU-Global Campus; Frank Zizza, Faculty Representative, CSU-Pueblo; Kandi Brown, Student Representative, CSU-Global Campus; Logan Gogarty, Student Representative, CSU-Pueblo; Regina Martel, Student Representative, CSU-Fort Collins.

Administrators present: Tony Frank, President, CSU-Fort Collins; Lesley Di Mare, President, CSU-Pueblo; Becky Takeda-Tinker, President, CSU-Global Campus; Michael Nosler, CSUS General Counsel; Rich Schweigert, CSUS Chief Financial Officer; Allison Horn, CSUS Auditor.

Board of Governors Staff present: Sheila Trice Bell, Executive Secretary to the Board of Governors; Sharon Teufel, Executive Assistant.

System Staff present: Adam Fedrid; Allen Sneesby.

Guests present: Jon Bellum, Sr. Vice President and Provost, CSU-Global Campus; Craig Cason, Associate Vice President, Facilities Management, CSU-Pueblo; Stephanie Chichester, Financial Advisor, North Slope Capital; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Bruce Gifford, Acting Dean of Student Affairs, CSU-Pueblo; Mark Gill, Chief of Staff, President's Office, CSU-Fort Collins; Kyle Henley, CSU Director of Denver Public Relations; Kathleen Henry, President/CEO, CSU Foundation and CSU Research Foundation; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Jason Johnson, Deputy General Counsel, CSU-Fort Collins; Lynn Johnson, Associate Vice President, Finance, CSU-Fort Collins; Richard Kreminski, Interim Provost, CSU-Pueblo; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, CSUS Acting Chief Academic Officer, Provost and Executive Vice President, CSU-Fort Collins; Jennifer Mullen, Chief of Staff, President's Office, CSU-Pueblo; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Kristina Proctor, Interim Dean, Graduate Students/Research, CSU-Pueblo; Joshua Zugish, Associate Legal Counsel, Office of the General Counsel, CSU-Fort Collins.

Committee Chair Horrell acknowledged Dr. Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins, for stepping forward to serve as the CSUS Acting Chief Academic Officer and as the liaison for the Colorado Department of Higher Education after the departure of Dr. George Dennison. She also acknowledged the support and collaboration Dr. Miranda has received from Dr. Jon Bellum, Provost, CSU-Global Campus, and Dr. Rick Kreminski, Interim Provost, CSU-Pueblo.

Committee Chair Horrell explained that Academic Affairs Committee, in existence only for a few years, was merged with the Student Affairs Committee. She reported that the meeting agenda contained several

consent agenda items to be considered by the committee for moving forward to the Board for approval; report items that required no action; and, at this time, no action items were anticipated to be brought before the Board for discussion. To assist the new Board members, Committee Chair Horrell asked Dr. Miranda to provide an overview on the campus processes for bringing forward items, such as new degrees, to the Board. She clarified that the Board's role was to ensure there is a process and to approve the items brought forward, but not to debate the process.

Dr. Miranda explained that each of the campuses utilizes a similar evaluation process for new degrees by examining four elements: fit with mission, student demand/market, curriculum, curriculum, and revenues/resources. At CSU-Fort Collins, a two-phase process is used. In the first phase, the college to deliver the degree makes a preliminary proposal for the curriculum, and reviews the fit-with-mission and the student demand/market. When approved to move forward by the Council of Deans, the full curriculum review proceeds through the Faculty Council's University Curriculum Committee and an administrative review is conducted relative to the revenues and resources required. If positive recommendations are received, the degree is brought forward to the Board for review and approval.

New Degree Programs

CSU-Fort Collins New Degrees: Dr. Miranda reported that there were three new degree programs for CSU-Fort Collins and six new degrees for CSU-Global Campus on the agenda. He explained that the first two proposed degrees for CSU-Fort Collins already exist as a B.A. in Performing Arts with a concentration in Dance or Theatre and the proposed degrees are basically a name change.

Dr. Miranda provided an overview on the proposed new B.S. in Ecosystem Science and Sustainability. At the request of Committee Chair Horrell, Dr. Miranda commented on jobs that would utilize the degree. Dr. Miranda commented on how the eight new courses related to this degree would be useful to other majors in the college and how curricula evolve with courses being dropped and replaced. With no objections from the committee, Committee Chair Horrell confirmed that the three degrees for CSU-Fort Collins would be moved forward on the Consent Agenda.

CSU-Global Campus New Degrees: Dr. Bellum explained that the review process at CSU-Global Campus begins with market analysis followed by review from internal and external faculty and industry experts. The final internal review process is a three-part process through the Governance Council, the Curriculum Committee, and then again by the Governance Council. After Board approval, the degrees are submitted to the Colorado Commission on Higher Education (CCHE) and then to the Higher Learning Commission for final approval.

Dr. Bellum reviewed the six new degrees as listed on the agenda. Committee Chair Horrell noted that the background materials for the proposed degrees were included in the Board materials. Dr. Bellum reported that the complete approval process will take about 9 to 12 months with the goal to implement the new degrees in Fall 2013. He explained how degrees from CSU-Global Campus are broad-based and each degree can have specialization that enables students to tailor their education to find employment. President Becky Takeda-Tinker, President, CSU-Global Campus, explained that, due to the long delay in the approval of the last degrees, the faculty completed a re-review to ensure the degrees continue to be relevant. With no objections from the committee, Committee Chair Horrell confirmed that the six new degrees for CSU-Global Campus would be advanced on the Consent Agenda.

Faculty Manual/Handbook Changes: Dr. Miranda provided an overview of the purpose of the faculty manual/handbook that defines how faculty and administration jointly share governance with separate roles and defined procedures. He explained that the joint effort to amend the manual/handbook begins

with a common understanding of issues or procedures requiring attention. While the routing of discussions may differ, all three campuses adhere to significant review by faculty, administration, and legal counsel.

Dr. Miranda explained that the Faculty Manual at CSU-Fort Collins was reviewed on an annual basis and the amendment process begins with a charge from the Faculty Council Executive Committee to a committee to develop an amendment. The committee brings back the proposal to the Faculty Council that then votes on whether to approve. If approved, the change is submitted to the Provost and President for a decision on whether to recommend the amendment to the Board. The Office of the General Counsel is consulted throughout the process.

Dr. Miranda reviewed the four proposed changes for the CSU-Fort Collins Faculty Manual as outlined on the agenda and answered questions on specific sections. With no objections, Committee Chair Horrell indicated that the changes would be moved forward on the Consent Agenda.

Student Conduct Code Revision: Dr. Miranda asked Dr. Blanche Hughes, Vice President for Student Affairs, CSU-Fort Collins, for her comments. Dr. Hughes explained that the Student Conduct Code, applicable to all students and recognized student organizations, establishes expectations for student behavior; outlines prohibited conduct; and defines procedures for addressing disciplinary issues. The code, consistent with most institutions across the country and with best practices, is based on an educational, not punitive, model, with a goal of student success, retention and graduation.

Dr. Hughes reviewed the hearing processes for individuals and student organizations. She noted that the extensive campus review process was conducted every three years in conjunction with the Office of General Counsel and the last review was conducted in August 2009. Dr. Hughes reported that the President approves the code before presentation to the Board for final approval.

Joshua Zugish, Associate Legal Counsel, Office of General Counsel, CSU-Fort Collins, provided a general summary of the changes that were listed in the Board materials and the context for those changes. The first revision was the inclusion of the university's non-discrimination policy statement in the Preamble. Changes within Article III, Proscribed Conduct included addition of anti-retaliation language; updated sexual misconduct definitions; clarification on threat assessment for students on interim suspension; and an updated appeals process. Revisions in procedures under Article IV pertained to anonymous reports; rescheduling hearings; review and receipt of reports; recordings; and notification on outcome of sex offense proceedings.

Committee Chair Horrell, referencing the Penn State situation, inquired on processes to meet the CSUS Board's obligations to require reporting of such incidents. President Frank noted that the Presidents' employment contracts require following the law. General Counsel Nosler explained that there are good procedures in place, such as the Office of the General Counsel reports directly to the Board with an independent obligation only to the Board. The campus hotlines have been established to report misconduct without fear of retaliation and to initiate investigations.

Mr. Zugish continued his summary of the revisions under Article IV by explaining that the disciplinary process is an educational and assessment-based process to evaluate students individually with a goal to ensure student success, both personally and academically. Article V revisions included the addition of a definition for a Removal of Recognition sanction for student organizations; changes in the hearing process; and clarification for review of disciplinary records.

Mr. Zugish explained the Responsible Action Exemption for individual students and student organizations relative to consumption of drugs and alcohol. Committee Chair Horrell asked Governor Martel for comments. Governor Martel commented that the biggest improvement to the Student Conduct Code process was the inclusion of the ASCSU Supreme Court Justice on the review committee and the responsiveness by the review committee to her edits, e.g. consideration of the students' rights in the Responsible Action Exemption. Governor Martel noted that the Responsible Action Exemption, especially the educational opportunity, was particularly important for the students.

When asked if the code can address issues occurring through technology, Mr. Zugish explained that the conduct code was updated to capture changes in technology along with general language to address issues such as harassment and bullying. Under Article III, Proscribed Conduct, Item 18 specifically addresses abuse of computer facilities or technological resources. Responding to a question on the amount of activity, Dr. Hughes reported that last year there were 2,600 hearings and 7,000 violations of the code, mostly by freshmen, and some hearings included more than one violation. With no further questions and no objections, Committee Chair Horrell indicated that the revised Student Conduct Code would be moved forward for approval on the Consent Agenda.

Committee Chair Horrell commented that the tragedy with the Aurora theater shootings and the CU connection presents an opportunity to reflect on CSU's own procedures. President Frank suggested that a summary by the public safety team and incident teams that get involved in situations could be presented at a future meeting. Board Chair Zimlich indicated that consideration would be given to a presentation either at the committee level or as an institutional report during the regular Board meeting.

Committee Chair Horrell asked Governor Makela for comments regarding the faculty manual revisions. Governor Makela reported that all of the changes had been through the various committees and approved by the Faculty Council without exception.

CSU-Pueblo Faculty Handbook Amendments: Dr. Kreminski explained that the CSU-Pueblo Faculty Handbook consists of two chapters: one on shared governance and the second on faculty personnel policies. The process for amending the handbook begins with a recommendation brought forward to the Faculty Senate. Chapter 1 issues are brought to the Board for approval after review and approval by the Provost, CSU-Pueblo President and legal counsel. Chapter 2 issues require the additional step of approval by a faculty referendum vote. Dr. Kreminski reported that there were three amendments being brought to the Board for approval.

Dr. Kreminski explained that the CSU-Pueblo amendment on Academic Freedom was similar to the language adopted by CSU-Fort Collins in Fall 2011 and that institutions across the nation are putting into place protections based on the 2006 Supreme Court Case of *Garcetti v. Ceballos* and other cases. General Counsel Nosler reported that this policy is being recommended by the Office of General Counsel for approval by the Board with the understanding that nothing contained in this policy is intended to vary or contradict the Supreme Court Case of *Garcetti* nor is it to vary or contradict developing jurisprudence in this area. In other words, these policies would always be governed by the jurisprudence and judicial decisions regarding the First Amendment and the extent of those protections.

Responding to Governor S. Johnson's inquiry on why the campuses do not have identical policies, Committee Chair Horrell explained that the campuses have three different faculties operating independently, but all policies are reviewed by legal counsel. Governor Zizza added that the CSU-Pueblo faculty makes comparisons with the other universities. Governor Makela noted that the faculty is not defined exactly the same at each institution. Committee Chair Horrell indicated that she was comfortable with the amendment based on the academic freedom discussions with the Academic Affairs Committee

and CSU-Fort Collins faculty the previous fall that included legal review and that the language in the amendment from CSU-Pueblo reflects those discussions.

Dr. Kreminski explained how the changes in the Retired Faculty Privileges amendment provide an opportunity for retired faculty to assist the university in a variety of way. When asked about the title change from “emeritus” to “retired,” Dr. Kreminski responded that “emeritus faculty” designation requires 10 years of service at the associate level or higher and a specific recommendation. The amendment does not remove emeritus but codifies retired faculty.

Dr. Kreminski explained that the Grievance and Mediation Amendment was previously approved last year by the Board but the revised amendment includes clean-up in language and clarification of certain aspects, such as in the mediation process. He indicated that the amendment was modeled on the CSU-Fort Collins policy. President Di Mare asked for clarification on the right to clerical assistance.

Dr. Kreminski responded that this provision was not changed from the previous version. Dr. Miranda confirmed that CSU-Fort Collins had a similar provision to provide clerical assistance.

Committee Chair Horrell asked Governor Zizza for comments on the amendments. He responded that the amendments have undergone the review process and have faculty support. With no additional questions or objections, Committee Chair Horrell confirmed that the amendments would be moved forward for approval on the Consent Agenda.

Miscellaneous Items

Colorado State University System: Committee Chair Horrell reported that Dr. George Dennison, during his tenure as the Chief Academic Officer, reviewed policies and procedures and identified an inconsistency in the personnel powers that are delegated to the Presidents for approval. The Academic Affairs Committee had previously reviewed and recommended adding to the delegated authority the approval of sabbatical leaves and revisions, emeritus appointments, and leave without pay. The expectation would be that Presidents would continue to report on these actions to the Board of Governors.

Dr. Miranda reported that there were seven items for approval or report listed under Miscellaneous Items with the documentation included in the Board book: *CSU-Fort Collins: Fall 2016-Summer 2018 Academic Calendar, Emeritus Rank Designations, and Revisions to Sabbatical Leave*; *CSU-Pueblo: Emeritus Rank Designations, Tenure and Promotion Report, and Program Review Calendar*; and *CSU-Global Campus: Degree Conferrals*. Committee Chair Horrell commented that the emeritus designations are an acknowledgement of the contributions made to the universities. Dr. Kreminski noted that the emeritus designation for CSU-Pueblo will be awarded posthumously since Professor Spade, while she knew the paperwork was in process, passed away in July. With no further discussion or objections, Committee Chair Horrell reported that the consent items would be moved forward on the Consent Agenda.

Faculty Reports: Committee Chair Horrell explained that a calendar for periodical presentation of general topic reports had been established. The faculty reports being presented by each Provost were for informational purposes and did not require action.

Dr. Miranda explained that the CSU-Fort Collins faculty report generally addresses three broad areas: assessment and review of faculty, workload, and compensation. He reviewed the process for hiring faculty; the annual performance review process and statistics from the previous year; the 2011-12 results for promotion and tenure; the review process for tenured faculty that includes a professional development

plan for those requiring improvement; and the results of the faculty reviews for the past year and the previous six years.

Dr. Miranda explained that the analysis of faculty workload was developed on six metrics with comparisons to peer institutions. He reviewed faculty compensation comparisons with the peer group on a ten-year weighted graph that reflected steady progress during the past three to four years prior to the recession and a breakdown by ranks compared to peers. He pointed out that, until last year, there were two different peer groups: one approved by the Board and a separate group for the CCHE that had about two-thirds overlap. The CCHE provided an opportunity last year to revise the list and accepted the peer group approved by the Board. Committee Chair Horrell noted that the peer group for CSU-Pueblo was also revised last year. Dr. Miranda provided an overview of faculty demographics for the past five years and noted an increase in percentage of women and minority faculty.

Dr. Miranda recounted faculty challenges continue to be: hiring for the maximum impact, diversity and at competitive salaries; space and facilities including laboratories and equipment, core facilities for common work, good offices, and excellent classrooms; and mentoring and professional development with leadership opportunities and awards. He noted that compensation, retention and diversity were important.

Committee Chair Horrell thanked Dr. Miranda for his report and asked Governor Makela for her comments on priorities. Governor Makela responded that significant needs were replacement of faculty lost either through either retirement or relocation and salaries compared to peers for full professors.

Dr. Kreminski explained that the faculty report for CSU-Pueblo was similar to the report for CSU-Fort Collins. He reviewed the faculty hiring process and summarized annual performance reviews, noting that there were none “below expectations” or “unsatisfactory.” Dr. Kreminski commented on the need to apply rigor to the standards and he has had relevant conversations with the CSU-Pueblo President and different constituencies. Governor S. Johnson noted that 95% of the CSU-Pueblo faculty exceeded or were rated exceptional and concurred that the issue needed to be addressed. Governor Zizza explained how the low response rate from students in evaluating instructors continues to be an ongoing area of concern at CSU-Pueblo and a Faculty Senate committee is looking at changes in the process. President Di Mare added her agreement that standards of academia and metrics to measure merit need serious consideration, including comparisons with other universities and CSU-Fort Collins.

Dr. Kreminski summarized the outcomes for tenure and promotions. He explained the process for reviews and post-annual reviews for tenured faculty, including professional development plans for improvement, and reviewed the 2011-12 results. Dr. Kreminski reported that the faculty workload data used similar denominators to CSU-Fort Collins, but the data was obtained from the Integrated Postsecondary Education Data System (IPEDS) with a median comparison to peers based on the peer set approved by the Board the previous year.

Dr. Kreminski reviewed the faculty compensation data with both average to peers and weighted averages and commented on the need to be more competitive. He provided a breakdown on faculty demographics by rank, gender and ethnicity, and a breakdown by tenure/tenure track with 18% Hispanic overall for all full-time faculty.

Committee Chair Horrell acknowledged the efforts to put together the reports and expressed appreciation for standardization in the comparability data. At the request of Committee Chair Horrell for his comments, Governor Zizza commented on the current flux at CSU-Pueblo with numerous positions currently in the process of being filled. He noted that the ratio of full-time to adjunct instructors has been

going down and creating significant workloads for tenure/tenure-track faculty since adjuncts do not have the same responsibilities.

Dr. Bellum acknowledged the collaboration between the Provosts and the amount of work involved in understanding new programs. He commented that CSU-Global Campus held off on bringing forth one new degree in order to continue the communication with the other campuses.

Dr. Bellum explained that CSU-Global Campus does not have the same faculty metrics because its faculty is all part-time. He reported that faculty are recruited nationally thus creating a broad hiring pool. Dr. Bellum explained the academic requirements and the faculty workplace credentials necessary to provide career relevance. New faculty members are hired every eight weeks; undergo extensive screening and certification processes; receive extensive training and mentored teaching experience; and are monitored to ensure expectations are met. Faculty are evaluated with 80% meeting or exceeding expectations in Fiscal Year 2011-12.

Governor S. Johnson asked about the number of hours required to teach a course. Dr. Bellum explained that it depended on the course, but generally 7 to 10 hours a week for the eight-week courses. He reported that salaries are market-driven and commented on compensation and the number of courses that faculty can teach per term and annually. Dr. Bellum noted that there are ways for faculty to take on additional responsibilities, such as serving on committees and through course development/review work.

Dr. Bellum provided an overview of faculty demographics with a FY 2013 goal of 25% in underrepresented minorities. He noted that faculty retention is high with a goal of 95%. Dr. Bellum commented on the importance of providing high quality support for the faculty and explained the annual survey conducted to rate support services. He reported the number of faculty has increased from 184 last year to 274 currently. With the unique model at CSU-Global Campus, increasing faculty does not increase overhead. When asked about enrollment caps, Dr. Bellum explained faculty are paid per student up to 10 students with load caps at 26 and then again per student beyond the load cap with typically around 20 students in a class.

Governor Horrell thanked Dr. Bellum for his report and asked Governor Weinberger for his comments on priorities. Governor Weinberger expressed his appreciation to be part of CSU-Global Campus and explained that the faculty is part-time, adjunct professors. He commented that compensation and administrative support are important to faculty retention and, as long as this continues to be high, CSU-Global Campus will continue to do a great job of retaining the faculty and have an excellent reputation. Governor Weinberger noted that, from his experience, the high standards for both the students and professors at CSU-Global far exceed other online teaching institutions.

Committee Chair Horrell inquired as to the general topics for the October meeting. Dr. Miranda indicated the research report had been postponed until October.

Board Chair Zimlich recounted how faculty workload analyses previously were difficult to understand. He expressed appreciation to the committee and the campuses for the reports and data summaries presented with similar data that helped the Board understand the information. Committee Chair Horrell acknowledged Dr. George Dennison's work and the work of the campuses to align the information. She thanked Dr. Miranda for coordinating the reports and thanked the Provosts for their reports.

With no further business to conduct, Governor S. Johnson moved to adjourn. The motion was seconded and the meeting adjourned at 4:36 p.m.

**BOARD OF GOVERNORS OF THE
COLORADO STATE UNIVERSITY SYSTEM
BOARD OF GOVERNORS MEETING MINUTES
CSU-Pueblo Occhiato University Center
August 3, 2012**

CALL TO ORDER

Chair Joseph Zimlich called the meeting to order at 8:00 a.m.

ROLL

Governors present: Joseph Zimlich, Chair; Dorothy Horrell, Vice Chair; Ed Haselden, Secretary; Dennis Flores; Russell Johnson (via telephone); Scott Johnson; Mary Lou Makepeace; Carole Makela, Faculty Representative, CSU-Fort Collins; Richard Weinberger, Faculty Representative, CSU-Global Campus; Frank Zizza, Faculty Representative, CSU-Pueblo; Kandi Brown, Student Representative, CSU-Global Campus; Logan Gogarty, Student Representative, CSU-Pueblo; Regina Martel, Student Representative, CSU-Fort Collins.

Administrators present: Tony Frank, President, CSU-Fort Collins; Lesley Di Mare, President, CSU-Pueblo; Becky Takeda-Tinker, President, CSU-Global Campus; Michael Nosler, CSUS General Counsel; Rich Schweigert, CSUS Chief Financial Officer; Allison Horn, CSUS Auditor.

Board of Governors Staff present: Sheila Trice Bell, Executive Secretary to the Board of Governors; Sharon Teufel, Executive Assistant.

System Staff present: Adam Fedrid; Allen Sneesby.

Guests: Tanya Baird, Executive Assistant, Provost's Office, CSU-Pueblo; Ray Baker, Partner, Gold Crown Management; Hector Carrasco, Dean, College of Education, Engineering & Professional Studies, CSU-Pueblo; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Bruce Gifford, Acting Dean of Student Affairs, CSU-Pueblo; Mark Gill, Chief of Staff, President's Office, CSU-Fort Collins; Michelle Gjerde, Director, Career Center, CSU-Pueblo; Ginger Graham, Consultant, CSU-Fort Collins; Jack Graham, Athletic Director, CSU-Fort Collins; Kyle Henley, CSU Director of Denver Public Relations; Kathleen Henry, President/CEO, CSU Foundation and CSU Research Foundation; Barbara Hoehn; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Jason Johnson, Deputy General Counsel, CSU-Fort Collins; Lynn Johnson, Associate Vice President, Finance, CSU-Fort Collins; Richard Kreminski, Interim Provost, CSU-Pueblo; Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins; Jennifer Mullen, Chief of Staff, President's Office, CSU-Pueblo; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Carl Patton, SOSH; Gail Perez, Reporter, *Pueblo Chieftain*; Kristina Proctor, Interim Dean, Graduate Students/Research, CSU-Pueblo; Bill Rhoda, President, CSL International; Tim Romani, President, ICON Venture Group; Louis Scharf, SOSH; Bob Vangermeersh, SOSH; Anita Wright.

PUBLIC COMMENT

Chair Zimlich explained that the Board acts only as a Body of the Whole and does not meet individually with community members on Board business. The Public Comment portion of the meeting provides a venue for the public to address the Board on issues. Chair Zimlich reviewed the Board's role in considering a new stadium at CSU-Fort Collins and noted that, to-date, the Board had authorized President Frank to proceed with the feasibility study. He reported that President Frank would provide a

status update later in the meeting and the expectation was President Frank will make a formal recommendation to the Board at the October meeting, during which time will be allocated for Public Comment. Chair Zimlich clarified that the Board would not be taking any action at the August meeting on the proposed new stadium and that no recommendation would be made at the meeting.

Chair Zimlich reported that there would be 20 minutes allotted for the Public Comment and asked that each speaker provide his/her name for the record. Carl Patton, Barbara Hoehn, Louis Scharf, Anita Wright, and Bob Vangermeersch provided comments in opposition to the proposed new stadium. Chair Zimlich indicated that the handouts provided by Mr. Patton and Mr. Vangermeersch would be distributed at the end of the meeting.

Board Chair's Agenda

Chair Zimlich explained that generally the Board officers are elected in May in odd number years. Due to the resignation of Governor Elliman and the realignment of committees, he recommended the Board Chair and Vice Chair remain the same, and a new Treasurer and a new Secretary be elected. Chair Zimlich nominated Governor Haselden as Treasurer and Governor Makepeace as Secretary. **Motion/Action:** Governor Makepeace moved to approve the officers as nominated. Governor Horrell seconded and the motion carried unanimously.

Chair Zimlich reported that Committee Chairs had been announced at the June Board meeting. He explained that, in accordance with the Bylaws, three voting members were needed on each committee. Chair Zimlich reviewed the committee assignments. He stated that the Executive Committee is generally composed of the officers plus one at-large member. With two current vacancies on the Board, Chair Zimlich proposed, in lieu of calling meetings of the Executive Committee, a Special Meeting of the full Board could be convened if any action was necessary and the composition of the Executive Committee would be re-addressed during the election of officers in May 2013.

Chair Zimlich reported that Board correspondence was included at the back of the Board books and, for future meetings, will be included under a separate tab in the Board books. For urgent situations, specific correspondence will be handled separately and distributed. All legal correspondence will be forwarded to the General Counsel who will provide a legal update at the Board meetings. Chair Zimlich commented on the 2012-13 Board Meetings/Events Calendar provided to Board members.

Executive Session

Motion/Action: Governor Makepeace moved to convene in Executive Session; Governor Haselden seconded; and the motion carried unanimously. General Counsel Nosler read the meeting into Executive Session at 8:33 a.m. The Board reconvened in Open Session at 8:52 a.m.

Approval of Resolutions and Consent Agenda

Chair Zimlich stated that action would be taken on the resolutions discussed during the Executive Session.

Motion/Action: Governor Horrell moved to approve the resolution appointing Dr. Michael V. Martin as the CSUS Chancellor. Governor S. Johnson seconded and the motion was unanimously carried.

General Counsel reviewed the resolution on the retention benefit agreement for Dr. Martin.

Motion/Action: Governor Flores made the motion to approve; Governor Makepeace seconded; and the motion was unanimously carried.

General Counsel Nosler explained the resolution to approve the Board's revised indemnification policy.

Motion/Action: Governor Horrell moved to approve; Governor Flores seconded; and the motion was unanimously carried.

President Frank explained the Colorado Commission on Higher Education's (CCHE) requirement for the Board to approve the Institutional Plan for Student Fees. **Motion/Action:** Governor Haselden moved to approve the Institutional Plan for Student Fees for CSU-Fort Collins and CSU-Pueblo. Governor S. Johnson seconded and the motion was unanimously passed.

Chair Zimlich reviewed the list of items contained on the Consent Agenda. **Motion/Action:** Governor Horrell moved to approve the Consent Agenda. Governor Flores seconded and the motion was unanimously carried.

Faculty and Student Reports

Governor Frank Zizza, Faculty Representative, CSU-Pueblo, provided updates on the Mathematics/ Physics Department. Broader university updates included the University Developmental Attendance Committee received input from various stakeholders and the university was now able to track, in addition to grades, attendance for students leaving programs, which is particularly important for the developmental or remedial math, English and reading classes. The information will become available in "real time" with readily accessible data so freshmen advisors can encourage attendance, which is a key factor for retention.

Governor Zizza reported that the departmental operating budgets, which in the past have not been available until October, are available and reflect the true cost of running programs. The first Faculty Senate meeting will be held the following Friday. Several searches are currently underway; there have been many reassignments; and there are faculty positions that need to be filled for the fall semester. He commented on how several individuals are filling interim positions in addition to their regular duties. Governor Zizza offered a personal commendation to Dr. Richard Kreminski, the Interim Provost, and Pamela Chambers in Student Academic Services. On behalf of the faculty, Governor Zizza thanked President Di Mare, President Frank, and the Board for their support and the salary increases.

Governor Richard Weinberger, Faculty Representative, CSU-Global Campus, expressed his pleasure to be the first faculty representative from CSU-Global Campus. He provided an overview of the academic requirements for the CSU-Global Campus faculty, the technology training and the focus on student success with personalized delivery to students. He reported that the faculty standards have been increased. Faculty is required to have a classroom presence six out of seven days, increased from the former requirement of five days, with five of the six days in the post/discussion area. The classroom presence includes dialogue with students, grading, and providing comments on critical thinking assignments. Faculty members are expected to reply to every posting by students; to embed detailed comments in assignments; and to personalize messages to students.

Governor Weinberger reviewed the profiles of four faculty members to illustrate the depth and diversity of the CSU-Global Campus faculty. CSU-Global Campus faculty is physically located across the nation and the students come from around the world. When asked about the number of teaching positions, President Takeda-Tinker replied there are currently 274 adjunct faculty. Governor Weinberger reported that there are no full-time faculty members and the goal was to continue to increase the pool of qualified

teachers. President Takeda-Tinker explained that the CSU-Global Campus model allows for faculty to serve on committees and to participate in coursework development and textbook review. Faculty is paid for each project or task, whether teaching or content development.

Governor Carole Makela, Faculty Representative, CSU-Fort Collins, explained that her written report included information that was reviewed at the Academic and Student Affairs Committee meeting. She conveyed her intent to include in the written report information on new interdisciplinary minors that demonstrate the cutting edge efforts at CSU and add to the students' capabilities. Two new minors approved are Energy Engineering and Linguistics and Culture.

Governor Makela reported that the Committee on University Programs reviews biennially 50% of the approved Centers, Institutes and Other Special Units (CIOSUs) with 44 recommended this year for continuance. Under the category of risk management, efforts have been made to install and clearly identify an increased number of Automated External Defibrillators (AEDs) on campus with information on the location and use of the AEDs provided online.

Governor Makela reported classes for the fall semester begin August 20th. The Faculty Council will be working on numerous items during the coming year including the policy on multi-year contracts for adjunct professors; continuing preparations for the 2014 Higher Learning Commission accreditation visit; follow-up on the Institutional Workplace Climate Survey with the intent for this survey to be a biennial effort; and the new CCHE performance contract. Governor Makela commented that an ad hoc committee on intercollegiate athletics is meeting with President Frank to share information on athletic matters.

Governor Logan Gogarty, Student Representative, CSU-Pueblo, provided updates on what has occurred during the summer. He explained that the Associated Students' Government (ASG) has traditionally been involved in the student discount program; ways to improve the effectiveness of the program have been discussed; and a mobile application was being developed through OHOHLALA that would alert students when in the vicinity of a discount. The application would also assist with improving better communication on campus. The terms of the contract are currently under campus legal review.

Governor Gogarty reported that work continues on the Wolfe's List, an online web page where students can post information and connect. Plans for the ASG retreat are being finalized. He explained the Redline Safe-Ride program being implemented to provide safe, free transportation for students on Thursday through Sunday to shopping locations and downtown. Leadership Pueblo and the Pueblo Chamber of Commerce assisted with the acquisition of the van for the program. A student driver will be employed and the university will help maintain the van. A successful "Thunder Thursday" registration event was held on August 2nd with 30 to 40 new registrants.

Governor Kandi Brown, Student Representative, CSU-Global Campus, explained that the goal of the first CSU-Global Campus presentations was to introduce the faculty and students. She commented that CSU-Global Campus is mission-focused and she incorporated parts of the mission to relay information on the student population.

Governor Brown reported that testimonials and surveys reflect numerous ways CSU-Global Campus students have been successful and alumni have reported numerous positive ways of growth and development as a result of their education from CSU-Global Campus. Stakeholder engagement statistics reflect that 7% of those receiving a Bachelor's degree from CSU-Global return as graduate students and 202 graduates are active members of the Alumni Association. Data gathered from Spring 2012 indicated that 60% of CSU-Global Campus students live in Colorado and 85% of alumni live in Colorado. Governor Brown concluded her report by reviewing profiles of four CSU-Global Campus alumni.

Governor Regina Martel, Student Representative, CSU-Fort Collins, reported that a student fee increase was not requested and commented on the focus on fiscal conservation and transparency efforts. At the National Campus Leadership Summit (NCLS) conference in April, which Governor Martel attended, a student leadership “Don’t Double My Rate” campaign was initiated in response to the impending increase in Stafford loan rates. The efforts made by the Associated Students of Colorado State University (ASCSU) and NCLS to reach out to legislators were successful and the rate remains unchanged for the coming year.

Governor Martel reported on two ASCSU community efforts: the Social Host Ordinance, not yet implemented; and the Community Welcome, in partnership with the Police Department, to occur during the first week of school. The Late Night Bus program continues to do well and, with the contract running out in February 2013, efforts need to be focused on providing funding. The RamRide also continues to do well and an Advisory Board is being formed to address planning for the future.

Governor Martel reported that this is the 10th year the ASCSU will be distributing *Forever Green* t-shirts to students during the Ram Welcome. *Forever Green* books highlighting CSU traditions and a list of “70 things to do before you graduate” will also be distributed. There will be a “Grill the Buffs” pep rally prior to the Rocky Mountain Showdown. The ASCSU will be reinstating and distributing 14,000 copies of the student planner that contains useful information and important dates that align with the university’s academic calendar. Governor Martel concluded by reporting that efforts are being made to have the Student Senate functioning with three strong branches and 60 employees will be attending a three-day retreat at the Pingree Park Campus.

In response to a transportation question, Governor Martel clarified that the Late Night ride is for everyone in the community; costs \$1 to ride; and is funded by stakeholders. The RamRide is for students and funded by student fees. On outreach to students on the stadium, Governor Martel indicated that efforts will be made to keep the students informed and the ASCSU is not taking a stance on the issue. Governor Makepeace commented on how impressed she was in the high quality of the Board student representatives and their reports.

Chancellor’s Report

Chair Zimlich reported that the agenda item was a placeholder and the new CSUS Chancellor, Dr. Michael Martin, would be starting on August 15th.

President and Campus Reports

President Lesley Di Mare, CSU-Pueblo, commented that she will be featuring staff, faculty or alumni in her reports. President Di Mare reported that there was a new CSU-Pueblo Foundation Chair, Dan DeRose, who is a CSU-Pueblo alumnus, and there were several new Foundation Board members. New staff or staff assignments included Dr. Marc Pratarelli, Director of the University Honors Program; Dr. Kristina Proctor, Interim Dean of Graduate Studies; Dr. Bruce Raymond, Hasan School of Business; and Dr. Bruce Gifford, Acting Dean of Student Affairs. The CSU-Pueblo searches are going well and candidates for the Vice President, Finance and Administration/Chief Financial Officer, will be on campus the following week. Restructuring and reorganization is reducing redundancies and changing reporting lines. A new organizational chart will be shared with the Board when the restructuring is completed.

President Di Mare introduced Dr. Samuel Ebersole, the Chair of the Mass Communications Department and Center for New Media. Dr. Ebersole explained the relationship between KTSC-TV, CSU-Pueblo,

and Rocky Mountain PBS. KTSC-TV, started 40 years ago, serves Southern Colorado and provides lab experience for Mass Communications students at CSU-Pueblo who are involved in all aspects of the studio production. CSU-Pueblo held the license until it was purchased in June 2000 by Rocky Mountain PBS. A new affiliate agreement, signed and effective July 1st, will allow for the continuance of the “win-win” collaborative effort. Governor Horrell congratulated CSU-Pueblo on the collaboration. Governor Makepeace commended CSU-Pueblo for the collaborations, such as with the Pueblo Symphony and the Rocky Mountain PBS, that benefits both the students and the community.

President Becky Takeda-Tinker, CSU-Global Campus, presented a 2011/2012 Educational Testing Services (ETS) Proficiency Profile Report based on data gathered from over 400 institutions and over 500,000 students nationwide. The assessment was compiled on four core skill areas: critical thinking, reading, writing and mathematics. She reported that CSU-Global Campus assesses both graduates and incoming students. The increase in percentile for the graduates demonstrated that students are improving in the core areas while at CSU-Global Campus. Critical thinking scores have been identified as one of the most important areas for attaining and keeping jobs. Faculty is analyzing ways to rework the curriculum to improve scores.

President Takeda-Tinker extended to the Board an invitation to the first CSU-Global Campus School-to-Work Consortium, October 11-12, 2012. She explained that the consortium is free to CSU-Global stakeholders, students and alumni. The consortium will begin with an evening dinner and a panel discussion. Working sessions the following day will include skills assessment to obtain employment and for workplace advancement. The registration link will be sent to the Board.

President Tony Frank, CSU-Fort Collins, reported that the fourth CSU statewide tour was completed and included alumni functions, and meetings with donors, service clubs, locally elected officials including county commissioners, and experiment stations. The theme was based on the 150th anniversary of the Morrill Land Grant Act and the conversations focused on the history, role and future of land grant institutions. An eight minute video, a digest from a 30 minute segment on the history of land grant universities that will appear on PBS in November, was used in the presentations. The Board will be notified on when the PBS segment will be televised.

President Frank invited the Board to attend the Ram Welcome on August 16th. He explained that the event was a culmination of the work done over the summer; the ASCSU is very active with its support; and the event culminates the transition from recruitment to enrollment to becoming a CSU student. President Frank concluded his report by presenting a *What do you love about CSU?* video that was presented at the Green & Gold Gala. He commented that the video can be used in a variety of venues and promotions.

Committee Reports

Evaluation Committee: Chair Zimlich reported that the Evaluation Committee would move into Executive Session after a short break. The Board recessed for a break at 10:15 a.m. and reconvened at 10:25 a.m. **Motion/Action:** Governor Makepeace made the motion for the Evaluation Committee to convene in Executive Session; Governor Flores seconded; and the motion carried. General Counsel Nosler read the committee into Executive Session for the purpose of discussing and evaluating professional staff.

The Evaluation Committee moved out of Executive Session at 1:20 p.m. Following a short break, the Evaluation Committee reconvened in Open Public Session at 1:25 p.m. Governor Flores, Chair of the Evaluation Committee, explained that the Evaluation Committee was composed of the voting Board members. He outlined the Board’s responsibilities to annually evaluate the staff who directly report to the

Board and the Chancellor; to establish compensation and benefits; and to address other personnel matters. Governor Flores noted that the Chancellor has the responsibility for evaluating the three campus Presidents but, without a Chancellor, the Board assumed the responsibility this year. Going forward, the new Chancellor will assume this responsibility.

Governor Flores reported that the Board met the previous day to review and discuss the self-evaluations submitted by staff. For the three Presidents, the decision on achievement was based upon specific criteria and Fiscal Year 2011-12 goals for the evaluation period of July 1, 2011 to June 30, 2012. The recommendation of the committee was the Board should approve the awarding of incentive compensation for the three Presidents in the amounts specified in their employment agreements. Since President Di Mare of CSU-Pueblo had been in her position for only seven months, the recommendation was the incentive compensation be on a 7/12 pro-rated basis. **Motion/Action:** Governor Makepeace made the motion to approve the presidential incentive compensation; Governor S. Johnson seconded; and the motion carried unanimously.

Real Estate/Facilities Committee: Governor S. Johnson, Chair of the Real Estate/Facilities Committee, reported that the committee met the previous day in Executive Session. Kathleen Henry, President/CEO of the Colorado State University Research Foundation, provided three updates during the Executive Session.

Audit and Finance Committee: Governor Ed Haselden, Chair of the Audit and Finance Committee, reported that the committee discussed four audit issues: 1) review of the pre-audit issues for FY 2012; 2) an update on the FY 2013 Audit Plan; 3) an update on the CSU-Pueblo Accounts Receivable Audit; and 4) a presentation and update on the CSU System fraud reporting hotline. The committee also discussed four finance issues: 1) a discussion/presentation centered on the Colorado Department of Higher Education's Master Plan; 2) preliminary review of the Fiscal Year 2014 budget plans for CSU-Fort Collins and CSU-Pueblo; 3) review and recommendation to adopt the Institutional Plan on Student Fees for CSU-Fort Collins and CSU-Pueblo; and 4) an update and discussion on the overall CSU System debt capacity.

Academic and Student Affairs Committee: In the absence of the Governor Horrell, Chair of the Academic and Student Affairs Committee, who briefly left the meeting, Board Chair Zimlich provided the committee report. Chair Zimlich reported that the committee reviewed three new degree programs for CSU-Fort Collins and six for CSU-Global Campus; reviewed faculty manual revisions and a revised Student Conduct Code for CSU-Fort Collins; faculty handbook changes for CSU-Pueblo; and a resolution to amend the delegation powers of the campus presidents. The committee also reviewed the academic calendar, emeritus rank designations, and revisions to sabbatical leaves for CSU-Fort Collins; emeritus rank designations, a tenure and promotion report, and program review calendar for CSU-Pueblo; and degree conferrals for CSU-Global Campus. The committee received faculty reports for all three campuses that included faculty workload and other faculty-related factors.

Institutional Discussion Item: Athletic Programs

CSU Pueblo: President Di Mare introduced Joe Folda, the Director of Athletics for CSU-Pueblo. Mr. Folda recapped the athletic program accomplishments for the past year. He reported that CSU-Pueblo hosted two major NCAA Division II championships which benefitted the Pueblo community and provided exposure for the university.

Mr. Folda reported that the student-athletes in FY 2011-12 had an overall 2.91 GPA, 81.9% retention rate and 77% graduation rate. FY 2012-13 goals include increasing the GPA, retention and graduation rates

for the student-athletes; and increasing the revenue for the Athletics Department. He provided an overview of the philosophy of the NCAA Division II and commented on the importance of the student-athletes finding a balance between academics, athletics and service.

Mr. Folda described how the partial scholarship model benefits the university and noted that the student-athletes enhance the enrollment growth. With “Pueblo” on all of the uniforms, he explained that athletic programs for smaller, regional universities can help the community and can portray a first class image for the university. The FY 2012-13 Athletics Budget for CSU-Pueblo was provided in a handout. Mr. Folda concluded his report by thanking the Board and President Di Mare for their support.

CSU-Fort Collins: President Tony Frank commented on the role of athletics and reported a business model, based on making a modest investment for one-time seeding to generate revenue, would be presented. He expressed the need for counsel from the Board on the business model and the stadium. President Frank reported that meetings have been held with campus and faculty leadership. He clarified that any base budget changes would be presented during the annual budgeting process next spring and any one-time investments would be reported in the normal report process. Any unbudgeted or unexpended funding or funding from various reserve accounts would have to be approved by the Board.

President Frank introduced Jack Graham, the Athletic Director for CSU-Fort Collins. A summary report was provided in the Board materials and a business model presentation was distributed. Mr. Graham explained that the purpose of athletics was to help serve the university’s mission to provide every deserving student the right to earn a degree at an affordable price. He described how the Athletics Department can deliver “top-of mind awareness” with meaningful exposure; project excellence; and unify the community.

Mr. Graham reviewed the goals and objectives of the Athletics Department and commented that successful athletes communicate excellence which leads to good financial results that optimally provide an avenue to give back revenues to the university. He reviewed periods of success that CSU had in various sports programs and pointed out nationally prominent athletes from CSU. Mr. Graham utilized a virtuous cycle diagram to illustrate how leadership, vision and capital lead to success and commented on the need for seed capital to build the business capabilities. He noted that \$700,000 was raised in less than a week to fund a feasibility study for the proposed new stadium.

Mr. Graham provided baseline comparisons with other Mountain West Conference schools on total university budget; percentage of total university expenses; and institutional support. He explained that the core issue was not institutional support, but instead poor business performance by the Athletics Department. He provided comparisons with other universities that have successful athletic programs and commented on how successful athletic results can lead to an effective business model and, in particular, increased football attendance.

Mr. Graham provided an assessment of the CSU Athletics Department business capabilities and coaching staff. He asked the Board to consider an investment to build business capabilities and to increase operating budgets to give coaches the tools needed. Mr. Graham outlined the specifics of the proposed investment and provided an analysis with a financial model that takes into account low to high base revenue with 15 different scenarios.

Governor Horrell asked for more information on why athletics are so important when there are other more important academic goals. Mr. Graham responded that this can be a polarizing issue with data to support either side of the issue, but people are attracted to excellence, not just in athletics. Creating a “Game Day” tradition and a spirit around athletics would contribute to that attraction. Governor Horrell expressed the

need to not diminish what CSU currently has and indicated that the Board wants to be a partner in accomplishing the athletic goals, but needs an understanding and basis for drawing the conclusions Mr. Graham articulated. Mr. Graham concurred that CSU is a great institution and that athletics is just one part that can contribute to its success.

President Frank noted that the bigger picture questions are part of the overall stadium conversation. He began a presentation on the proposed new stadium by recounting the review process and the creation of a Stadium Advisory Committee (SAC) with four subcommittees. The Center for Public Deliberation provided an objective voice to catalog the input received. Neighborhood meetings and open forums have been held. There has been much press coverage and a high volume of emails and correspondence with strong opinions on both sides of the issue.

President Frank commented on escalating projected costs and that the issue, for him, will largely come down to finances. He stated that ideally a stadium would be funded through dedicated revenue streams and not through general revenue, tuition or student fees. If the financial models do not work, however, the university would be responsible for the debt and use of general funds would be necessary.

President Frank reported that the last meeting of the SAC will be on August 9th to deliver its findings that will be shared with the Board and the community. The plan was to make a formal presentation to the Board at the October meeting but, due to the complexity of the issue, he noted that the decision would not be rushed.

President Frank expressed the need for the Board to hear from the professionals who have been involved in developing the analysis of the stadium proposal. Biographical data for Ray Baker, Tim Romani and Bill Rhoda were included in the Board materials. President Frank introduced Ray Baker of Gold Crown Management who has partnered with ICON Venture Group for the stadium project. Mr. Baker commented on the work done by the SAC during the past six months and explained how ICON Venture Group, Populus and Conventions, Sports & Leisure International (CSL) have completed in-depth studies on site selection, market analysis, engineering, lighting, traffic, and economic impact. Mr. Baker introduced Tim Romani from ICON Venture Group.

Mr. Romani explained the process for identifying potential sites based on various parameters, such as campus design, alignment and orientation, transportation, parking and neighborhood factors, with a recommendation for an optimal site identified that is complementary with the current campus and compatible with the Master Plan. He described the components of the project in terms of size, scale, complexity, seating capacity of 43,500, and future phases. He explained how the market study analysis contributed to the initial conceptual design and development of the preliminary construction cost model. Hard costs included the stadium, offsite utilities, and infrastructure and street improvements. Soft costs for ongoing operations were calculated with a 5% contingency.

Mr. Romani explained that the stadium would be a year-round venue, not just a football stadium, with a total project cost of \$246 million that excluded future phases such as the parking and the Alumni Center phases. He noted that the final design process has not yet started. Project funding components identified were private funding, corporate naming rights and sponsorship, premium seating, and other events. Funding for ongoing operating costs would be generated through ticket revenue and other income such as concessions, parking, and merchandise. Mr. Romani reviewed a preliminary project schedule, including conceptual design and construction components, with a total project completion estimated at three years.

Mr. Romani introduced Bill Rhoda of CSL. Mr. Rhoda provided background information on his company; listed work done on football facilities; and shared feasibility case studies that were completed

for four other universities. He explained that the methodology for the market study included comprehensive evaluation and surveying by email 6800 people including Ram Club donors, season ticketholders and alumni. Attendance estimates were developed by examining data from the last ten years with three different scenarios of low, base, and high, and with comparisons to other universities. The analysis of all data points was used to develop a financial model. Mr. Rhoda provided information on outreach efforts and community meetings.

President Frank answered questions on why the parking was not included in Phase I; height comparisons to other structures on campus; and funding scenarios. Governor S. Johnson noted that the opposition group provided the Board with a graph and asked that the Board be provided data to address the group's concerns.

Governor Haselden commented that the Board in its deliberations needs to consider opportunities for growth during the next 10 to 15 years; and, with state revenue sources in jeopardy, examine issues driving that growth and how to fund the growth. While athletics may be a key component, it is not the only component. He expressed that the Board will need to examine how to deploy future capital to achieve the growth. President Frank indicated that a preliminary demographic model in terms of revenue and expenses was being developed and would be shared with the Board.

Governor Makepeace asked about growth limitations due to available land. President Frank answered that this was a Master Plan issue and, in the short term, there would be no impact on the large iconic green spaces. He commented that land is not an insurmountable problem with options to more efficiently utilize space and options to replace and relocate. President Frank described the location of the last original agriculture land on the campus. Governor Makepeace asked that a tour of the site for the potential stadium project be included at the October Board meeting in Fort Collins.

When asked about data on the impact of new stadiums on enrollment, President Frank replied that it was not included as part of feasibility study, but data is available from conflicting studies and differences in scientific rigor. When the consultants were asked if the amount of controversy was normal, the response was that controversy was not unusual and what has been experienced is at the lower end of the scale in terms of their experience.

Board Meeting Evaluation

Governor Makepeace suggested more comfortable chairs be used for the meeting.

Next Meeting

Chair Zimlich reminded the Board that the next meeting was October 4th and 5th in Fort Collins.

Motion/Action: Governor Makepeace moved to adjourn. Motion was seconded and meeting was adjourned at 3:55 p.m.

**COLORADO STATE UNIVERSITY SYSTEM
SPECIAL BOARD OF GOVERNORS MEETING MINUTES
Via Conference Call
August 30, 2012**

CALL TO ORDER

Chair Joseph Zimlich called to order the public meeting via conference call at 7:05 a.m. Sheila Trice Bell, Executive Secretary to the Board of Governors, read roll call which confirmed that over two-thirds of the sitting voting members were present.

ROLL

Governors present: Joseph Zimlich, Chair; Dorothy Horrell, Vice Chair; Ed Haselden, Treasurer; Mary Lou Makepeace, Secretary; Dennis Flores; Scott Johnson; Richard Weinberger, Faculty Representative, CSU-Global Campus; Frank Zizza, Faculty Representative, CSU-Pueblo; Logan Gogarty, Student Representative, CSU-Pueblo; Regina Martel, Student Representative, CSU-Fort Collins.

Administrators present: Michael Martin, CSUS Chancellor; Tony Frank, President, CSU-Fort Collins; Michael Nosler, CSUS General Counsel.

Board of Governors Staff present: Sheila Trice Bell, Executive Secretary to the Board of Governors; Sharon Teufel, Executive Assistant.

Guests: Mark Gill, Chief of Staff, President's Office, CSU-Fort Collins; Kathleen Henry, President/CEO, CSU Foundation and CSU Research Foundation; Nancy Hurt, Real Estate Services, CSU-Fort Collins.

Chair Zimlich explained that the agenda for the meeting was to discuss a proposed real estate transaction and asked for a motion to move into Executive Session. Governor Haselden made the motion; Governor Horrell seconded; and the motion was carried. General Counsel Nosler read the meeting into Executive Session for the purpose of discussions relating to the purchase of property for public purpose or sale of property at competitive bidding if premature disclosure of such transaction would give a competitive advantage to the other party, confidential pursuant to C.R.S. § 24-6-402 (3) (a) (I) (2011) and to receive legal advice on specific legal questions that may arise during the discussions. The meeting convened in Executive Session at 7:09 a.m.

General Counsel Nosler confirmed that the meeting was reconvened in Open Session at 7:16 a.m. and reported there was a matter for action that was discussed in Executive Session. He read the resolution approving the sale of certain land and improvements located in Hotchkiss, Colorado. Governor Flores moved to approve; Governor Haselden seconded; and the motion was unanimously passed. With no further business to conduct, Chair Zimlich declared the meeting adjourned at 7:18 a.m.