

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
EVALUATION COMMITTEE MEETING MINUTES  
Lory Student Center, CSU-Fort Collins  
May 1, 2012**

**CALL TO ORDER**

Board Chair Zimlich called the Board Committees Meetings Day to order at 8:32 a.m.

**ROLL**

**Committee Members present:** Mary Lou Makepeace, Chair; Dennis Flores; Ed Haselden; Dorothy Horrell; Scott Johnson; Joseph Zimlich.

**Governors present:** Carole Makela, Faculty Representative, CSU-Fort Collins; Kristina Proctor, Faculty Representative, CSU-Pueblo; Eric Berlinberg, Student Representative, CSU-Fort Collins; Isaiah McGregory, Student Representative, CSU-Pueblo.

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

**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:** Zavareh Dadabhoy, Dean of Student Life and Development, CSU-Pueblo; Bob Dolph, Fort Collins; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Logan Gogarty, President-Elect, Associated Students' Government, CSU-Pueblo; Nancy Hurt, Interim Director, Real Estate, CSU Research Foundation; Delores Sanford, Finance and Administration, CSU-Pueblo; Kyle Henley, Director of Denver Public Relations, CSU; Kathleen Henry, President/CEO, CSU Research Foundation; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Steven Hultin, Director, Facilities Management, 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 Linnell, SOSH, Fort Collins; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Gus Skinner, Vice President of Finance, CSU-Global.

Chair Zimlich reported that the Evaluation Committee, comprised of only the voting Board members, would be meeting in Executive Session. He reviewed the schedule of committee meetings and then turned the meeting over the Governor Makepeace, the Chair for the Evaluation Committee.

Governor Makepeace explained that the Board of Governors in 2010 developed and approved policies and procedures to evaluate the appointees, the Chancellor and the presidents. The evaluation process is underway and the presidents and appointees have been asked to complete their self-evaluations by July 1<sup>st</sup>. There will be no Chancellor evaluation this year since the position is vacant. Last year there was

no evaluation for the president at CSU-Pueblo due to the transition period. An evaluation will be completed this year for President Di Mare, CSU-Pueblo, who has been in the leadership position for less than a year.

Governor Makepeace reported that the faculty and student representatives were asked to solicit campus input for their respective presidents and will be sharing this information with the Evaluation Committee during the Executive Session. She noted the timing for soliciting the campus input in the future will need to be moved up earlier in the school term. Governor Horrell inquired about the process for student and faculty representatives to gather campus input, e.g. format, questions, how information is received, oversight of the process, and what support the students and faculty need, to ensure uniformity on the information received. Governor Makepeace indicated that the policy and procedures were provided as guidelines and the process will need to be revisited.

Governor Makepeace reported that the student and faculty representatives would be called in individually during the Executive Session to share the information received. Governor S. Johnson made the motion to convene in Executive Session, Governor Flores seconded, and the motion was unanimously carried. General Counsel Nosler read the Evaluation Committee meeting into Executive Session at 8:52 a.m. and all staff and guests exited the meeting.

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
FINANCE COMMITTEE MEETING MINUTES  
Lory Student Center, CSU-Fort Collins  
May 1, 2012**

**CALL TO ORDER**

Board Chair Joseph Zimlich called the meeting to order at 10:25 a.m.

**ROLL**

**Governors present:** Dennis Flores; Ed Haselden, Dorothy Horrell; Scott Johnson; Mary Lou Makepeace Joseph Zimlich; Carole Makela, Faculty Representative, CSU-Fort Collins; Kristina Proctor, Faculty Representative, CSU-Pueblo; Eric Berlinberg, Student Representative, CSU-Fort Collins; Isaiah McGregory, Student Representative, CSU-Pueblo.

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

**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:** Zavareh Dadabhoj, Dean of Student Life and Development, CSU-Pueblo; Bob Dolph, Fort Collins; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Logan Gogarty, President-Elect, Associated Students' Government, CSU-Pueblo; Nancy Hurt, Interim Director, Real Estate, CSU Research Foundation; Delores Sanford, Finance and Administration, CSU-Pueblo; Kyle Henley, Director of Denver Public Relations, CSU; Kathleen Henry, President/CEO, CSU Research Foundation (CSURF); Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Steven Hultin, Director, Facilities Management, 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 Linnell, SOSH, Fort Collins; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Gus Skinner, Vice President of Finance, CSU-Global.

Chair Zimlich explained that Governor Elliman, the Chair of the Finance Committee, was unable to attend the meeting. Since the Bylaws require the committee chair be present, the Board would act as the Committee of the Whole to convene as the Finance Committee. Chair Zimlich asked Rich Schweigert, CSUS Chief Financial Officer, to begin his report with the review of the third quarter financial results.

Mr. Schweigert reported that definitions for each of the line items by categories were included with the quarterly financial statements and will be included with future reports. He explained the CSU System Office is funded from general fund revenues through the campuses to pay for expenses. Mr. Schweigert reviewed the CSUS third quarter results and reported there was a one-time expenditure from leftover

funds for up to \$500,000 that was previously authorized and was largely for legal expenses. The CSU System Office budget is on track to end the fiscal year as planned.

Mr. Schweigert asked Lynn Johnson, Associate Vice President of Finance, CSU-Fort Collins, to review the quarterly report for her campus. Ms. Johnson reported that CSU-Fort Collins is on track with the current fiscal year budget and noted President Frank had reported at previous meetings on the additional revenue from tuition related to unbudgeted enrollment growth. She explained the increase in capital gifts from \$4.8 million to \$48 million was largely due to a software gift from the Siemens Corporation that benefits the Engineering program.

Mr. Schweigert asked Delores Sanford, Interim CFO, CSU-Pueblo, for her report. Ms. Sanford reported that finances are being tracked against the original budget but, if revenues hold for the remainder of the term and for summer, tuition and fee revenues should exceed the budget by approximately \$600,000 and financial projections for the full year should be met. She commented that, with respect to the audit, most of the corrected actions were against prior years. When asked about the turnaround from a projected deficit to a positive balance, Ms. Sanford explained the change is largely due to depreciation and expenditures have also been reduced through the efforts of the staff and faculty.

Mr. Schweigert asked Gus Skinner, Vice President, Finance, CSU-Global, to report for his campus. Mr. Skinner reported tuition revenue is 5% ahead of target and CSU-Global is on track with expenses. Net income is \$7 million through the third quarter of fiscal year 2012 with a cash balance at approximately \$7.3 million which will cover the \$5 million loan balance. Projected revenue for the end of the fiscal year is approximately \$24 million and will exceed projections. Net income for the fiscal year end is projected to be \$9 million and ahead of target. He noted collection activity is tracked daily with the collection rate at 95% to 96% with a target of 97%. In response to a question from Governor Makepeace, President Takeda-Tinker clarified that the loan debt payment has been banked but not yet paid.

Mr. Schweigert explained that the Board is required by law to approve tuition and fees annually. By statute, the Colorado Commission on Higher Education (CCH) develops policies for approval of student fees and capitol construction and, to meet those requirements, the Board approves these items. By tradition, the Board historically has approved the Education and General (E&G) operating budget since the Board has authority over all funds. The Board has also historically approved the housing and dining rates.

Mr. Schweigert reported that the proposed Fiscal Year 2012-13 budget included campus funding for salary increases to be done in various ways along and additional funds for retention efforts and financial aid. The budget summaries were included in the Board book for CSU-Fort Collins and CSU-Pueblo with more detailed actual schedules in the appendix section of the Finance Committee report. For CSU-Global, the Board would be approving the tuition schedules and a more in-depth financial report will be made in either August or October. There was not a budget submitted for the CSU System office.

Mr. Schweigert detailed the year-long budget planning process that begins with an initial draft in August with updates through the year based on the state budgeting process, the campus processes to get feedback, and culminating with presentation to the Board of Governors for review and approval. He commented that, since 2009, state support for higher education has been reduced by 27% to 28%.

Mr. Schweigert reviewed the resolution to approve the Fiscal Year 2012-2013 budget and noted that one last budget item still ongoing is final action has not yet been taken on student fees at CSU-Fort Collins.

Accordingly, the budget resolution included an exception that the fees and related schedules at CSU-Fort Collins would not to be implemented for 30 days.

The Board discussed tuition and tuition differential schedules, increases in expenditures and enrollment, market comparisons, cost of attendance, increased student loan debt and debt default nationally, and ways to ensure affordability and access for low income students. President Frank commented that CSU continues to be one of the most affordable public institutions in Colorado for low income students. He provided an overview of the process to estimate expenses with assumptions on fixed costs, projected needs and quality enhancements, and anticipated revenues. He remarked that comparisons are made with peer institutions and opportunities for student financing are evaluated in order to not overburden students.

President Di Mare commented that CSU-Pueblo utilizes a similar approach. President Takeda-Tinker noted that tuition for CSU-Global is market-driven with an understanding of costs and further efficiencies, if needed. Mr. Schweigert explained that starting last year institutions of higher education were able to submit a financial accountability plan to the CCHE to set maximum tuition rates, thereby providing greater flexibility in establishing tuition rates as long as the rates are within the established parameters. President Frank commented that tuition increases are communicated with a breakdown by both percentage and dollar amount and with comparisons to peer institutions.

When asked about numbers of students enrolled under the Western Universities Exchange (WUE) agreement vs. other non-residents, President Di Mare explained the logic of two classifications of non-residents and that the WUE agreement is a cooperative agreement between 19 western states that provides a lower nonresident rate. Ms. Sanford reported there were about 400 WUE students at CSU-Pueblo and 150 other non-residents. President Frank explained that the intent of WUE was to provide access to programs in other states so institutions would not have to provide all programs, but the intent was often eroded by exceptions. He noted CSU-Fort Collins opted out of the program for two years but opted back in although, in his opinion, this is not the best recruitment tool for non-residents.

Mr. Schweigert reviewed the general tuition and tuition differential rates for the campuses and indicated the fee schedules were included with the report. He asked the presidents to comment on new revenues and expenses in their respective budgets.

President Frank, CSU-Fort Collins, reported that the tuition assumptions originally developed held and the only change is an institutional incremental change. He noted a 3% salary increase for faculty and professional administrative staff has been included and there would be a compensation pool for a non-base-building one-time 3% salary adjustment for state classified staff for those receiving a 2 or 3 rating on evaluations. The budget includes \$4.5 million in quality enhancements; an increase in the Commitment to Colorado to assist low income students; and use of enrollment reserves for controlled maintenance and improvements, largely lighting upgrades, to assist with increased utility rates. President Frank remarked that efforts were made to ensure the access and affordability for low income students without sacrificing quality and that, while progress has been made, there continues to be a need to address salaries and working conditions for adjunct faculty.

President Di Mare, CSU-Pueblo, reviewed the projected new revenues and tuition rate increases. She outlined the projected new expenses that include faculty and staff salary increases and a one-time non-base-building compensation for state classified staff. The budget was developed on flat enrollment and efficiencies are being examined including restructuring and class sizes as well as working with the other campuses, e.g. software needs. President Di Mare commended the CSU-Pueblo faculty, staff, students

and Pueblo community for their efforts to work together to address the budget concerns. She also thanked President Frank and President Takeda-Tinker for their assistance.

Governor Horrell inquired about the obligation of the Board if a deficit budget is approved for CSU-Pueblo. Mr. Schweigert pointed out President Di Mare is examining options and there was a proposed resolution on utilizing reserves in the Walking Stick quasi-endowment. General Counsel Nosler and Deputy General Counsel Doyle explained how research was conducted and summarized in a resolution to establish the use and restrictions of the quasi-endowment that was established for CSU-Pueblo by the Board of Agriculture in 1988 as the result of proceeds on the sale of land on the west side of the campus. The Board discussed whether the terms outlined in the resolution were consistent with the real estate policies on the disposition of fixed assets. Concerns were also expressed on using the funds as outlined in a second resolution to cover the CSU-Pueblo deficit for this coming year with a deficit also projected for two more years.

When asked about the necessity for passing the budget in May rather than June, Mr. Schweigert explained that approval of the budget begins the process of putting into place tuition schedules and staffing. The budget could be passed with the addition of a line item on reserves and the decision on the revenues to be used could be re-addressed in June. He reiterated that, if the budget is approved, the CSU-Fort Collins fees would not go into effect for 30 days. The consensus was to move forward with approving the Fiscal Year 2012-2013 budget with the addition of a \$2.1 million line item showing the deficit to be made up from reserves. An analysis of options to fund the line item will be developed over the next 30 days and presented to the Board in June for a decision. The resolutions on the Walking Stick quasi-endowment and the proposed withdrawal of funds from the quasi-endowment were tabled with no action taken.

Mr. Schweigert reported that a budget for the CSU System Office would be presented in June as he did not have sufficient information on the costs associated with a new Chancellor to bring a budget to the May meeting.

Mr. Schweigert reported that the CCHE requires the Board to approve the capital construction list of projects on the most pressing projects for the two physical campuses. He explained that the Board is approving only the list, not the project plans, and the presidents would be required to bring the plans to the Board for approval. When asked about amending the list for any additional capital construction project, Mr. Schweigert explained the process for receiving such approval. Chair Zimlich indicated that the capital construction list would be presented to the Board for approval on May 2, 2012.

Mr. Schweigert reported the resolution on indemnification for Disney Destinations LLC would be discussed in the Executive Session at the May 2<sup>nd</sup> Board meeting.

Mr. Schweigert asked Robert Osika, CSUS Treasurer, to review the highlights of the Series 2012A bond issuance and the Series 2012 B and C bond refunding. Mr. Osika reported that the bond market was good, with the lowest interest rates other than with the 2010 bond sale and the deal closed with a 3.9% rate on 30 years. He reviewed the conditions outlined in February for moving forward with the refunding and reported the refunding of \$60 million of the current outstanding portfolio resulted in \$350,000 annual savings that will be directed to the campus projects in the original bond sales. He noted that, during the Real Estate/Facilities Committee meeting, there will be discussion on approval of internal loans from the level debt service account.

With no further business to conduct, the Finance Committee meeting adjourned at 12:36 p.m.

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
AUDIT COMMITTEE MEETING MINUTES  
Lory Student Center, CSU-Fort Collins  
May 1, 2012**

**CALL TO ORDER**

Committee Chair Scott Johnson called the meeting to order at 12:49 p.m.

**ROLL**

**Committee Members present:** Governor Scott Johnson, Chair; Governor Mary Lou Makepeace; Eric Berlinberg, Student Representative, CSU-Fort Collins; and Allison Horn, CSUS Auditor, assigned staff.

**Governors present:** Dennis Flores; Ed Haselden; Dorothy Horrell; Joseph Zimlich; Carole Makela, Faculty Representative, CSU-Fort Collins; Kristina Proctor, Faculty Representative, CSU-Pueblo; Isaiah McGregory, Student Representative, CSU-Pueblo.

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

**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:** Zavareh Dadabhoj, Dean of Student Life and Development, CSU-Pueblo; Bob Dolph, Fort Collins; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Logan Gogarty, President-Elect, Associated Students' Government, CSU-Pueblo; Nancy Hurt, Interim Director, Real Estate, CSU Research Foundation; Delores Sanford, Finance and Administration, CSU-Pueblo; Kyle Henley, Director of Denver Public Relations, CSU; Kathleen Henry, President/CEO, CSU Research Foundation; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Steven Hultin, Director, Facilities Management, 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 Linnell, SOSH, Fort Collins; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Gus Skinner, Vice President of Finance, CSU-Global.

Committee Chair Scott Johnson asked Allison Horn, CSUS Auditor, for her report. Ms. Horn provided an update on the fiscal year audit plan with nine reports issued.

Ms. Horn reviewed the objectives of the Associated Students of CSU (ASCSU) audit that is a regularly scheduled audit to ensure internal controls are in place as the leadership transitions yearly. She reported that there was also an underlying review due to the arrest and resignation of an officer within the ASCSU last year that would have been a special audit but, due to the timing of the audit, was incorporated into the review. The conclusion was there was no reason to believe there was any wrongdoing or that the ASCSU

was in any jeopardy largely due to the controls that are in place. Results of that part of the review were communicated to administration and to student government. Since no further review was needed, there is not a specific part in the audit report for that issue. Ms. Horn reviewed the recommendations from the ASCSU audit and reported the recommendations were also addressed to a permanent member of the staff in addition to the leadership to ensure continuity. The students and the management agreed with all of the recommendations

Ms. Horn reviewed the objectives of a special review of CSU-Pueblo supplemental pay and explained that the audit was done to ensure that supplemental pay was for supplemental duties and not just salary augmentation. She reviewed the recommendations from the audit and reported that management was in agreement with the recommendations.

Ms. Horn reported there was one correction to the overdue recommendations report. An email was received indicating the action for the time and effort certification audit has been completed and therefore that recommendation will be closed. She noted there are three past due recommendations at CSU-Pueblo and three past due recommendations at CSU-Fort Collins.

An update on the CSU-Pueblo accounts receivable audit was provided and Ms. Horne reported that 21 of the 35 recommendations have been implemented with no due dates missed. She is reporting quarterly to the State Controller on the implementation of the recommendations. The external auditor from BKD is also being kept apprised of the progress. This is the fifth year BKD will be doing the external audit and the expectation is the external auditor will meet with the Audit Committee in August to talk about the scope and objectives of the of audit.

Through a PowerPoint presentation on the Internal Audit Department, Ms. Horn reviewed the mission, the professional staff, and the functions of the department. She defined “risks” and the division of the responsibilities for risk management between management and Internal Audit. Ms. Horn provided a breakdown on the annual audit process and explained the types of audits. She explained the triage procedure utilized with the CSU hotline with reports coming to Internal Audit and the Office of the General Counsel. At CSU-Pueblo, problems currently are being directly communicated to the auditor on that campus. Working with the Office of the General Counsel, there are plans to extend the hotline to CSU-Pueblo. Ms. Horn explained the allocation of audit resources between the campuses and expressed the potential need for another auditor to assist with CSU-Global.

In a response to questions on the risk management process at CSU-Fort Collins, Amy Parsons, Vice President of Operations, CSU-Fort Collins, explained that Sally Alexander, the Director of Risk Management and Insurance, works with the insurance adjuster in all areas including liability and property, and there is also a Director of Policy and Compliance. A new model, similar in concept to the corporate model of enterprise risk management but unique for higher education, is being developed to ensure coordination and communication between all the areas including Internal Audit and the Office of the General Counsel. The groups are planning to work together to identify 10 to 20 risks to the institution and tie those to the strategic planning and budgeting processes. On IT risks and exposures, Ms. Horn explained the IT staff person for Internal Audit works at CSU-Fort Collins, but efforts are being made to make resources available to CSU-Pueblo.

With no further business, the Audit Committee meeting was adjourned at 1:36 p.m.

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
REAL ESTATE/FACILITIES COMMITTEE MEETING MINUTES  
Lory Student Center, CSU-Fort Collins  
May 1, 2012**

**CALL TO ORDER**

Committee Chair Ed Haselden called the meeting to order at 1:38 p.m.

**ROLL**

**Committee Members present:** Governor Ed Haselden, Chair; Governor Scott Johnson; Kristina Proctor, Faculty Representative, CSU-Pueblo; Eric Berlinberg, Student Representative, CSU-Fort Collins; Kathleen Henry, President/CEO, CSU Research Foundation (CSURF), assigned staff.

**Governors present:** Dennis Flores; Dorothy Horrell; Mary Lou Makepeace; Joseph Zimlich; Carole Makela, Faculty Representative, CSU-Fort Collins; Isaiah Gregory, Student Representative, CSU-Pueblo.

**Administrators present:** Lesley Di Mare, President, CSU-Pueblo; Tony Frank, President, CSU-Fort Collins; Becky Takeda-Tinker, President, CSU-Global; 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:** Zavareh Dadabhoy, Dean of Student Life and Development, CSU-Pueblo; Bob Dolph, Fort Collins; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; Logan Gogarty, President-Elect, Associated Students' Government, CSU-Pueblo; Nancy Hurt, Interim Director, Real Estate, CSU Research Foundation; Delores Sanford, Finance and Administration, CSU-Pueblo; Kyle Henley, Director of Denver Public Relations, CSU; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Steven Hultin, Director, Facilities Management, 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 Linnell, SOSH, Fort Collins; Tom Milligan, Vice President, External Relations, CSU-Fort Collins; Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins; Robert Osika, CSUS Treasurer; Amy Parsons, Vice President, University Operations, CSU-Fort Collins; Gus Skinner, Vice President of Finance, CSU-Global.

Committee Chair Haselden asked for a motion to convene in Executive Session. Governor Makepeace made the motion; the motion was seconded and unanimously carried. General Counsel Nosler read the meeting into Executive Session. The Real Estate Committee meeting reconvened in Open Session at 2:11 p.m.

Kathleen Henry, President, CSU Research Foundation (CSURF), provided an overview of the proposed sale of one acre of land in Fort Morgan, Colorado, with the terms and conditions discussed in Executive

Session. **Motion/Action:** The motion to recommend to the Board of Governors approval of the sale was made, seconded, and unanimously carried.

Ms. Henry explained how the University Village at Walking Stick on the CSU-Pueblo campus was acquired by CSURF and, with the completion of the bond issuance, there is a proposed acquisition of the leasehold interest by the Colorado State University System. **Motion/Action:** Governor Makepeace moved to recommend to the Board of Governors approval of the acquisition of University Village at Walking Stick. The motion was seconded and unanimously carried.

Ms. Henry described the location, size and value of the proposed permanent water easement to the East Larimer County and North Weld County water districts. **Motion/Action:** Governor Scott Johnson moved to forward the recommendation for approval to the Board of Governors. The motion was seconded by Governor Flores and unanimously carried.

President Tony Frank, CSU-Fort Collins, provided an overview of strategic direction, including funding and loan repayment considerations, and the prioritization process for three program projects. He asked Amy Parsons, Vice President, Operations, CSU-Fort Collins, to provide details on the three projects.

Ms. Parsons reviewed the location, current structure and usage of the William O. Eddy Hall. The renewal project was originally approved by the state in 2008, but not funded. Ms. Parsons summarized the components of the project that is primarily focused on interior improvements to address controlled maintenance issues, and explained the funding of the project would be through an internal loan from the level debt service account.

Ms. Parsons described the plans to replace and expand the Equine Reproduction Laboratory that was destroyed by fire in July, 2011. The funding would be through insurance proceeds, of which the first check for \$1 million has been received, and through an internal loan until donor funds have been received. President Frank explained the new facility would have improved accessibility and functionality.

Ms. Parsons explained how a new large lecture hall has been identified as the highest need on campus and the priority is supported by students and the Student Facility Fee Advisory Board. She described the structure of the current Behavioral Sciences building that would support the addition. In addition to the lecture hall, the construction would add much needed office space for faculty and graduate students. Funding for the project would be through remaining funds in the 2007 bond accounts plus Student Facility Fee funds approved by the students.

Lynn Johnson, Assistant Vice President, Finance, CSU-Fort Collins, reviewed the financing summary provided in the Board book for the William O. Eddy Hall, the Equine Reproduction Laboratory, and the Behavioral Sciences Building. President Frank explained how budgeting is done on the basis of flat enrollment growth; any revenues for increased enrollment in the fall of 2013 would be deployed as part of the Fiscal Year 2014 budget base model as one-time resources; and the Fiscal Year 2012 unbudgeted tuition revenue has already been received.

Ms. Johnson explained how there would be no increase in student fees for the project plans and how 80% of student fees were approved for the debt service. The remainder is used at the discretion of the Student Facility Fee Advisory Board that makes determinations based on the submission and review of annual proposals. These are ongoing student fees generated on an annual basis.

Ms. Johnson explained the expansion of the Engines and Energy Conversions Laboratory facility to be built and owned by CSURF. She provided a breakdown on the funding through donations received, New

Market Tax Credits, and a level debt service loan, noting that the projected numbers for the project have not yet been finalized, but are good approximations. President Frank explained that an action item is not needed for this project since the program plan has already been approved and the presentation is informational for the Board to understand the project.

**Motion/Action:** Governor Makepeace made the motion to recommend approval by the Board of Governors the addition to the Behavior Sciences building. Governor Scott Johnson seconded and the motion was unanimously carried.

**Motion/Action:** Governor Scott Johnson moved to recommend approval to the Board of Governors for the renovation of the William O. Eddy Hall. The motion was seconded and unanimously carried.

**Motion/Action:** Governor Scott Johnson moved to recommend approval by the Board of Governors the project plan for the Equine Reproduction Laboratory. The motion was seconded and unanimously carried.

At the request of Committee Chair Haselden, Ms. Johnson explained that Enterprise Economic Zones are state level recovery zones. The New Market Tax Credits are at a federal level to invest resources in similarly economically struggling or blighted areas and are based on location, not the specific building.

With no further business to be completed, the motion to adjourn was made, seconded and carried. The Real Estate Committee adjourned at 2:44 p.m.

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM  
BOARD OF GOVERNORS MEETING MINUTES  
Lory Student Center, CSU Fort Collins  
May 2, 2012**

**CALL TO ORDER**

Committee Chair Joseph Zimlich brought the public meeting to order at 8:02 a.m.

**ROLL**

**Governors present:** Joseph Zimlich, Chair; Dorothy Horrell, Vice Chair; Ed Haselden, Secretary; Dennis Flores; Russell Johnson; Scott Johnson; Mary Lou Makepeace; Carole Makela, Faculty Representative, CSU-Fort Collins; Kristina Proctor, Faculty Representative, CSU-Pueblo; Eric Berlinberg, Student Representative, CSU-Fort Collins; Isaiah McGregor, Student Representative, CSU-Pueblo.

**Administrators present:** Tony Frank, President, CSU-Fort Collins; Lesley Di Mare, President, CSU-Pueblo; Becky Takeda-Tinker, President, CSU-Global; 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:** Doug Brobst; Chris Carr, Student, CSU-Fort Collins; Zavareh Dadabhoy, Dean of Student Life and Development, CSU-Pueblo; Kathleen Delehoy, Senior Associate Vice President for Research; Johnna Doyle, Deputy General Counsel, CSU-Pueblo; William H. Farland, Vice President for Research, CSU-Fort Collins; Fred Haberecht, Assistant Director, Facilities Management, CSU-Fort Collins; Kyle Henley, Director of Denver Public Relations, CSU; Kathleen Henry, President/CEO, CSU Research Foundation; Barbara Hoehn; Blanche Hughes, Vice President, Student Affairs, CSU-Fort Collins; Steven Hultin, Director, Facilities Management, CSU-Fort Collins; Jason Johnson, Deputy General Counsel, CSU-Fort Collins; Kaylyn Kardaroni, Associated Student Government, CSU-Fort Collins; Richard Kreminski, Interim Provost, CSU-Pueblo; Tom Linnell; Regina Martell; ASCSU President-Elect, CSU-Fort Collins; Chester McQueary; Rick Miranda, Provost and Executive Vice President, CSU-Fort Collins; Branislav Notaros, Professor, Dept. of Electrical and Computer Engineering, CSU-Fort Collins; John O'Connor, Assistant Professor of Philosophy, CSU-Pueblo; Bob Overbeetz; Amy Parsons, Vice President, University Operations-CSU Fort Collins; Carl Patton; Delores Sanford, consultant acting as Vice President for Finance and Administration, CSU-Pueblo; Kate Simmons, Reporter, *The Collegian*; Karen Snider, Garden Coordinator, CSU-Fort Collins; Bob Vangermeersch; Carl Wangsvick; Anita Wright; Jean Yule

Chair Joseph Zimlich called the meeting to order and introduced Governor Russell N. Johnson whose appointment to the Board of Governors was confirmed by the Colorado State Senate on April 20, 2012. General Counsel Nosler administered the Oath of Office to Governor R. Johnson and Governor R. Johnson confirmed his acceptance.

## **Public Comment**

Chair Zimlich explained that there would be 20 minutes for public comment and each person would have three minutes to address the Board of Governors. Doug Brobst and Chester McQueary asked that their names be removed from the public comment list. Tom Linnell, Carl Patton, Karen Snider, Carl Wangsvick, Anita Wright and Bob Vangermeersch commented on their opposition to building a new football stadium. The public comment portion of the meeting concluded at 8:26 a.m.

## **Board Chair's Agenda**

Chair Zimlich provided an overview on the history, purpose and selection process of the Excellence in Undergraduate Teaching Awards. Provost Miranda described the accomplishments of Dr. Branislav Notaros, Professor, Dept. of Electrical and Computer Engineering, CSU-Fort Collins, and presented Dr. Notaros the Excellence in Undergraduate Teaching Award for CSU-Fort Collins. Interim Provost Kreminski reviewed the accomplishments of Dr. John O'Connor, Assistant Professor of Philosophy, CSU-Pueblo, and presented Dr. O'Connor the Excellence in Undergraduate Teaching Award for CSU-Pueblo.

Chair Zimlich reported over 2,300 graduates, family members and friends attended the April 28<sup>th</sup> CSU-Global Campus commencement. On May 5<sup>th</sup>, 516 Baccalaureate and 54 Master's degrees will be conferred at CSU-Pueblo. On May 11<sup>th</sup> and 12<sup>th</sup>, 2,892 Baccalaureate, 859 Masters, and 71 Ph.D degrees will be conferred at CSU-Fort Collins.

Chair Zimlich announced that Governor Penfield Tate resigned from the Board of Governors due to personal reasons. Governor Don Elliman will be resigning from the Board after completion of the search for a new CSUS Chancellor. Chair Zimlich commented that he is working with Romaine Pacheco, the Director of Boards and Commissions for Colorado, and Lt. Governor Garcia on candidates to fill these vacancies.

Chair Zimlich reported that the new committee structure outlined at the February Board Retreat and Board Meeting will require changes to the Bylaws. The Bylaws will also be updated to meet the governance requirements stipulated in the new statute that defines CSU-Global as a new university in the CSU System. A redline copy of the proposed changes in the Bylaws will be circulated to the Board by Executive Secretary Bell and comments will be due to General Counsel Nosler by May 15, 2012. After a second reading, the Bylaws will be advanced for approval by the Board at the June meeting. Committee assignments based upon the revised committee structure will be made after the revised Bylaws are adopted.

Chair Zimlich reported that the new Board Advisory Members will be in attendance at the June Board meeting. He congratulated Dr. Carole Makela on her re-appointment as the faculty representative for CSU-Fort Collins and announced Dr. Frank Zizza, CSU-Pueblo, and Dr. Richard Weinberger, CSU-Global, will be the Faculty Advisory Members for their respective campuses. Regina Martel, CSU-Fort Collins, Logan Gogarty, CSU-Pueblo, and Kandi Brown, CSU-Global, will be the Student Advisory Members for their respective campuses.

Chair Zimlich explained that the Board and institutional leaders are working with the faculty and student leaders on acceptable changes to align the terms of faculty and student Advisory Members with the intent that all new Advisory Members would attend their first meeting at the annual June Board Retreat. He noted there may be an overlap with the outgoing advisory member and introduction of the new advisory members.

Chair Zimlich announced that the upcoming Board retreat will be held June 21st-22<sup>nd</sup> at Pingree Park. At the February retreat, the Board focused on new committee structure, the Board's annual work plan, and the committee work plans, and there will be follow-up to those items at the June retreat. Chair Zimlich noted that exact times have not yet been set for the June retreat. There will be time allotted for a regular June business meeting, but most normal business items, e.g. budget, are being addressed at either the May or August meeting since the focus of the June meeting will be primarily the Retreat.

Chair Zimlich asked for a motion to move into Executive Session. **Motion/Action:** Governor S. Johnson made the motion, Governor Horrell seconded, and the motion was unanimously carried. General Counsel Nosler read the meeting into Executive Session at 8:45 a.m. The Executive Session concluded at 10:25 a.m. and the Public Meeting reconvened at 10:40 a.m. Chair Zimlich indicated that the agenda would be modified with the student and faculty reports to be followed by action on the resolutions.

### **Student and Faculty Reports**

Governor Eric Berlinberg, Student Representative, CSU-Fort Collins, explained that the Associated Students of Colorado State University (ASCSU) Ram Leadership Team program is a group of first and second-year students that exists to foster success, develop leadership skills, and assist other students with campus integration. The program was significantly expanded this year with 25 students in the Vision Project that provides the opportunity for these students to envision desired programs for their time at CSU.

Governor Berlinberg reported two of the students from the Vision Project were in attendance to make presentations. He introduced Terrence Harris, a first-year student majoring in communications with a business minor, who made a presentation on the Believers Project to assist low income, foster or orphaned children transition and succeed at CSU. As an orphan from Wisconsin who is currently in the Fostering Success Program, Mr. Harris expressed his desire to reach out to others with similar backgrounds by either expanding what currently exists or creating his own project.

Governor Berlinberg introduced Tim Medearis, a first-year engineering student, who spoke of how the desire to raise university spirit became a reality through the creation of Phi Kappa Theta, the only active Catholic fraternity on campus. Through Phi Kappa Theta, he envisions his brothers becoming better men and role models. Governor Berlinberg concluded the presentations by remarking that the Ram Leadership Team strives to improve student retention by empowering students and keeping students involved.

Governor Berlinberg reported that the student general election had a 20.7% turnout and introduced the ASCSU President-Elect, Regina Martel. He reported that on March 5<sup>th</sup> more than 55 students met with representatives during the Advocacy Day at the Capitol. He noted that there was CSU student presence at the State Capitol five days per week during the legislative term. Governor Berlinberg provided an update on the Ram Ride Program that is 100% student run and student managed. He shared a news article on the new late-night bus route implemented this past year that transported 3,734 people during 18 months of operation.

An ASCSU Accountability Report for June 1, 2011-May 31, 2012, was distributed and Governor Berlinberg reported that 37 of 44 initiatives and 55 of 55 new initiatives were completed for an overall completion rate of 92.93%. He commended the ASCSU leadership team and thanked the CSU System staff, the Board of Governors, Vice President of Student Affairs Hughes, and Chair Zimlich for their support during this past year.

Governor Isaiah Gregory, Student Representative, CSU-Pueblo, reported that the student fee process had been completed and the stipulations and requests were included in Appendix A of his written report. He explained the concept of the proposed Wolfe's List project that is being developed and would provide a place for students to post items and information such as services, rides, and books. A proposal for a new Women's Resource Center was included in Appendix B of his report. A new student slogan, "Stronger As A Pack," was chosen through an ASG-sponsored competition to help develop school spirit and to create a connection between the students and the university. A *CSU Pueblo Points of Pride* brochure with the new slogan was distributed. Governor Gregory reported a new digital signage project is being explored to make the campus go greener with 24-hour streaming of campus events without wasting paper.

Governor Gregory announced that student elections were held and he introduced ASG President-Elect Logan Gogarty. He concluded his report by thanking CSU-Pueblo President Di Mare, Dean Dadabhoy, and the Board of Governors for their support.

Governor Carole Makela, Faculty Representative, CSU-Fort Collins, thanked the Board for hosting the faculty dinner on April 30<sup>th</sup> and thanked the CSU President's office for coordination of the event. She reported that the annual Celebrate Colorado State! Awards reception was held on April 24<sup>th</sup>. Teaching, research and service awards were given to faculty, administrative professionals, classified personnel and students, and reflect the high level of performance and productivity at the university. Students in the Presidential Leadership Group exceeded the evening's impressive program.

Governor Makela commented that first part of her written report was an update on the Faculty Council activities, e.g. strategic planning, the budget efforts and open forums. She described a presentation made to the faculty by the Admissions Office on the review process for incoming students to ensure that applicants fit with CSU and are given the benefit of being able to succeed. Governor Makela reported that the second part of her written report was the Faculty Council's Annual Report on actions and activities for July 2011-May 2012.

Governor Kristina Proctor, Faculty Representative, CSU-Pueblo, reported that the Faculty Senate is addressing a number of items in referendum and, if passed, the items will be brought to the Academic Affairs Committee prior to the August Board meeting. Proposed changes to the Faculty Handbook include addressing the rationale for and reaffirming academic freedom with language similar to the revised CSU-Fort Collins Faculty Handbook; changes in retired faculty privileges; and changes to the faculty Grievance and Mediation policy. Proposals by an ad hoc committee on alternative governance structures were discussed, but met with opposition and were not passed.

Governor Proctor reported that the 2012-2013 Faculty Senate will examine linking the current academic program review through the Curriculum and Academic and Programs Board (CAPB) to strategic planning and to budgeting through the Budget Board. She commented that the faculty is appreciative of the new temporary Chief of Staff position President Di Mare will be filling with a faculty member and outlined the duties of the position. Governor Proctor reported faculty elections were held and there will be two co-presidents for the Faculty Senate. The new CSU-Pueblo Board of Governors Faculty Advisory Member will be Dr. Frank Zizza. Governor Proctor concluded her report by thanking the Board of Governors for embracing CSU-Pueblo as an equal partner.

## Matters for Action: Resolutions

At the direction of Chair Zimlich, General Counsel Nosler presented the resolutions for action, as follows:

- Approval of a long-term lease of land with the Colorado Department of Public Safety, Division of Fire Safety, for certain real property that is owned by the Board and, as of June 30, 2012, is used principally by the Colorado State Forest Service for fire and wildfire mitigation, response, suppression and coordination. Resolution was presented in Executive Session by President Frank. **Motion/Action:** Governor Horrell moved, Governor Makepeace seconded and the motion was unanimously carried.
- Waive the bond requirements set forth in C.R.S. 23-30-105 (1) for the offices of the Secretary and Treasurer of the Board and in lieu thereof the Board will utilize all applicable governmental insurance coverage. The resolution was discussed in Executive Session. **Motion/Action:** Governor S. Johnson moved, Governor Flores seconded, and the motion was unanimously carried.
- Approval of the Fiscal Year 2012-13 operating budget and related items including tuition, except all fees related to the CSU-Fort Collins fee schedules that shall not be effective for 30 days to allow students to conclude the fee process. The resolution was discussed and recommended for approval by the Finance Committee. **Motion:** Governor Horrell moved and Governor Flores seconded. Governor Makepeace noted that there was extensive discussion on approving the budget during the Finance Committee meeting. **Action:** Chair Zimlich summarized the vote of four votes in favor, Governor R. Johnson abstained, and Governor S. Johnson opposed. There was discussion on the impacts of not approving the budget at the May meeting with the budget assumptions, e.g., publication of tuition and fees, and how to respond to parents pending Board approval. Chair Zimlich tabled the resolution until later in the meeting.
- Approval of the CSU System Fiscal Year 2013-2014 Capital Construction Priority List as presented in the Real Estate/Facilities Committee meeting. **Motion/Action:** Governor S. Johnson moved, Governor Horrell seconded, and the motion was unanimously carried.
- Indemnification of Disney Destinations, LLC in its agreement with Colorado State University for Colorado State University Alumni events to be held at Disneyland Resort Hotels in December 2012 as discussed in Executive Session. **Motion/Action:** Governor Makepeace moved, Governor Flores seconded, and the motion was unanimously carried.
- Indemnification of the Karolinska Institute in its agreement with Colorado State University pursuant to which Karolinska Institute will make available to CSU specialized transgenic mice which are only available from the Karolinska Institute as discussed in Executive Session. **Motion/Action:** Governor Makepeace moved, Governor Flores seconded, and the motion was unanimously carried.
- Indemnification of the Seattle Children's Research Institute in its Material Transfer Agreement with Colorado State University as discussed in Executive Session. **Motion/Action:** Governor Makepeace moved, Governor Scott Johnson seconded, and the motion was unanimously carried.
- Acceptance of gifts and the naming in recognition of gifts relating to the Assistive Technology Room in the Morgan Library as presented by President Frank in Executive Session. **Motion/Action:** Governor Makepeace moved, Governor S. Johnson seconded, and the motion was unanimously carried.

- Acceptance of gifts and the naming in recognition of gifts relating to the Group Study Room in the Morgan Library as presented by President Frank in Executive Session. **Motion/Action:** Governor Flores moved, Governor Horrell seconded, and the motion was unanimously carried.
- Acceptance of gifts and the naming in recognition of gifts relating to the conference room in the Pre-Construction Center in the college of Applied Human Sciences within the College of Applied Human Sciences as presented by President Frank in Executive Session. **Motion/Action:** Governor Horrell moved, Governor Makepeace seconded, and the motion was unanimously carried.
- Approve the naming of a center for Business and Economic Research and Services at CSU-Pueblo as presented by President Di Mare in Executive Session. **Motion/Action:** Governor Makepeace moved, Governor Horrell seconded, and the motion was unanimously carried.
- Approve the sale of approximately 1 acre of vacant land adjacent to the Colorado State Forest Service District Office in Fort Morgan, Colorado, on the terms and conditions discussed and approved in Executive Session. The matter was discussed and brought forward by the Real Estate/Facilities Committee. **Motion/Action:** Governor Makepeace moved, Governor Flores seconded, and the motion was unanimously carried.
- Approve the acquisition of the leasehold interest in the University Village at Walking Stick student apartments from the Colorado State University Research Foundation. Matter was discussed by the Real Estate/Facilities Committee. **Motion/Action:** Governor Makepeace moved, Governor Horrell seconded, and the motion was unanimously carried.
- Approve the grant of a non-exclusive permanent water easement to East Larimer County Water District and North Weld County Water District for installation and operation of a 42” underground water line. Matter was discussed in the Real Estate/Facilities Committee meeting. **Motion/Action:** Governor Makepeace moved, Governor S. Johnson seconded, and the motion was unanimously carried.
- Approve the construction of an addition to the Behavioral Sciences Building consisting of a large lecture hall and offices for faculty and graduate students. Matter was discussed in the Real Estate/Facilities Committee meeting. **Motion/Action:** Governor Horrell moved, Governor Flores seconded, and the motion was unanimously carried.
- Approve the revitalization of the William O. Eddy Hall at Colorado State University. Matter was discussed in the Real Estate/Facilities Committee meeting. **Motion/Action:** Governor Flores moved, Governor Makepeace seconded, and the motion unanimously carried.
- Approve the reconstruction of the Equine Reproduction Laboratory at Colorado State University. Matter was discussed in the Real Estate/Facilities Committee meeting. **Motion/Action:** Governor Makepeace moved, Governor Flores seconded, and the motion unanimously carried.
- Approval of the Consent Agenda: **Motion/Action:** Governor Horrell moved, Governor Makepeace seconded, and the motion was unanimously carried.

- Approve the naming of a center for Creative and Performing Arts at CSU-Pueblo as presented by President Di Mare in Executive Session. **Motion/Action:** Governor Horrell moved, Governor Makepeace seconded, and the motion was unanimously approved.

### **Chancellor's Report and Strategic Plan Updates**

Chair Zimlich reported that there were no strategic plan updates and the updates will continue to be presented at future meetings. Until a Chancellor is hired, biweekly review meetings with the CSU System staff and the campus presidents will continue. There will continue to be weekly CSU System staff meetings and weekly legislative meetings while the legislature is in session. Communications through phone calls, email and in-person meetings will also continue. Any challenges with the interim process should be addressed to Chair Zimlich.

### **Presidents Reports and Campus Updates**

Becky Takeda-Tinker, President, CSU-Global, thanked Governor Horrell, Governor Makela, Governor Berlinberg, General Counsel Nosler and Ms. Trice Bell for attending the CSU-Global Commencement and reported that over 1,000 students graduated since CSU-Global's inception. She thanked General Counsel Nosler and Rich Schweigert, CSUS Chief Financial Officer, for their assistance with the passage of House Bill 12-1220 that adds the CSU-Global student and faculty representatives to the Board of Governors. The Higher Learning Commission (HLC) report on the seven new degree programs has been returned and there was full support for the approval to move forward. The HLC Board will vote in May and the degree programs will be offered beginning in June. An update will be provided to the Board at the June meeting.

President Takeda-Tinker reported that CSU-Global has won the national 2012 Blackboard Catalyst Exemplary Course Award. The CSU-Global presentation on nontraditional students has been accepted by the American Association of Collegiate Registrars and Admissions Officers and will be presented at their national conference this summer.

President Takeda-Tinker reported that CSU-Global currently has 5,700 active students and is on track to end the fiscal year with \$25 million in tuition revenue which exceeds the projected \$22 million, with over \$24 million already booked. Classes started April 30<sup>th</sup> and another session will begin in June. Net income for the end of the fiscal year should be \$9 million, which exceeds the projected \$8 million. She commented on how diligent the staff and faculty have been in the efforts to repay the loan to CSU-Global for its formation. Through a PowerPoint presentation, President Takeda-Tinker reviewed the dynamic and highly competitive world of online learning by defining the governing bodies, analyzing the marketplace, and examining ways to adapt.

Governor Horrell congratulated President Takeda-Tinker for being recognized by *The Denver Post* as one of Colorado's most influential, up and coming women. President Di Mare and President Takeda-Tinker responded to questions on whether CSU-Pueblo could offer online classes and potential collaboration with CSU-Global. With respect to comparisons of online learning institutions, President Takeda-Tinker reported there are similar campuses, but CSU-Global is unique with its level of standards, outcome measurements, and high value, quality education. In response to software opportunities and outsourcing questions, President Takeda-Tinker reported a new Vice President of Technology has been hired. President Di Mare pointed out the infrastructure challenges at CSU-Pueblo that would need to be addressed before moving forward with online classes.

## **Fiscal Year 2012-2013 Budget Resolution**

Chair Zimlich explained that the Board would at this time return to the matter of the Fiscal Year 2012-2013 budget resolution that was tabled earlier in the meeting. He reported General Counsel Nosler had clarified that matters coming before the board are determined by a majority of the voting members present and therefore the resolution would have passed during the initial vote. Chair Zimlich commented that Governor Haselden, who had participated in Finance Committee discussion to move forward approval of the Fiscal Year 2012-2013 budget, had to leave the Board meeting due to a personal matter but was now connected by telephone. General Counsel Nosler verified that Governor Haselden was on the conference call to vote on the motion to approve the FY 2012-2013 operating budget. **Motion:** Governor Makepeace moved to approve and Governor Horrell seconded. **Action:** Chair Zimlich confirmed that Governor Haselden voted in favor of approval and the motion carried. Governor S. Johnson opposed and Governor R. Johnson abstained. Governor Haselden disconnected from the meeting after the vote.

## **Presidents' Reports and Campus Updates (continued)**

Lesley Di Mare, President, CSU-Pueblo, reported that the CSU-Pueblo Teacher Education Award Program was the recipient of the Frank B. Murray Award for Excellence & Innovation in Program from the Teacher Education Accreditation Council (TEAC) and has been accredited by TEAC through 2021. Dr. Margie Massey, Assistant Professor of Education, was honored for excellence in teaching by the state organization Alpha Delta Kappa. Professor Joanne Crownover, Assistant Professor of Nursing, was one of four finalists for the State Florence Nightingale Award as a 2012 Luminary Award recipient by the Southeastern Colorado Area Health Education Center.

President Di Mare reported that "REV89," the CSU-Pueblo radio station, is now ranked second in the nation among public radio stations based on local market size with more than 20% of the Pueblo market. The CSU-Pueblo College of Education, Engineering, and Professional Studies hosted its 18<sup>th</sup> annual design contest on March 17<sup>th</sup> with over 340 students from 10 high schools and 6 middle schools from throughout the state participating. CSU-Pueblo was identified by a report in the *Durango Herald* as one of the safest campuses in the state based on a compilation of 10 years of crime statistics.

President Di Mare stated that currently searches are being conducted for the positions of Vice President, Finance and Administration, and Vice President for Academic Affairs/Provost. Of the five search firms responding to the request for proposals, three firms were interviewed. The Search Firm Task Force is in the process of hiring one firm.

President Di Mare reported over 600 students will graduate on May 5<sup>th</sup>. She expressed her appreciation for the students by commenting on attending the Battle of the Bands and the student awards banquet where Governor McGregory was recognized with a spirit award. President Di Mare remarked that there have been several town hall and budget meetings and she thanked Governor Proctor, Interim Provost Kreminski, and Ms. Sanford for their contributions to the budget process.

President Di Mare invited the Board to attend the President's Gala on May 19<sup>th</sup>. Governor Horrell, on behalf of the Board, commended President Di Mare on her leadership during the first five months of her presidency and reported on the positive internal and external community feedback that has been received.

The Public Meeting was recessed for a lunch break 12:10 p.m. The Public Meeting resumed at 12:24 p.m.

## **Presidents' Reports and Campus Updates (continued)**

Tony Frank, President, CSU-Pueblo, commented on the rankings of programs and the awards received as outlined in his written report. He provided an update on the partner relationships with China including strategic partnerships with Chinese universities, funding for a joint research institute, and China awarding CSU an agreement to establish a new Confucius Institute to study Chinese culture and language.

President Frank reported that CSU-Fort Collins hosted the first statewide Veterans Education Summit. CSU remains one of the top universities for Peace Corps volunteers, demonstrating the service orientation of the students.

President Frank explained that the Stadium Advisory Committee originally planned to complete its report by the end of the semester, but the revised projection is the report will not be completed until after the semester has concluded. Based on the revised timeline, President Frank indicated a recommendation would be postponed to the fall and an update will be provided at the August meeting. He reviewed the four subcommittees and explained the public input that is being managed through the Center for Public Deliberation. Funds will be raised specifically to hire a consultant for the concept plan, should the recommendation be made to move forward. The Board would approve the program plan, namings, and bond issuances.

President Frank highlighted CSU's efforts on technology transfer and reported that the university's Engine and Energy Conversion Laboratory and Envirofit have received an award for excellence for cookstove technology. He commented on the importance of the university's research and the success of moving the discoveries out of the university into the community. President Frank asked William Farland, Vice President for Research, to comment on technology transfer.

Dr. Farland explained how the university's \$330 million per year in research expenditures has a real impact on faculty jobs, the student research experience, and economic development. CSU is actively engaged in the enterprise side of moving intellectual property from the laboratory to the market through inventions, patent applications, license agreements and start-up companies. CSU Ventures activities have more than doubled in the past five years. In evaluating data from the Association of University Technology Managers (AUTM), CSU is considered one of the top universities, and the CSURF has been very active in promoting technology out of the university.

President Frank reported that the third annual Founders Day Medal was awarded to Patricia Stryker for having a transformational impact on the university. Mike Hooker has been hired as the new CSU Public Information Officer. Governor Horrell commented on the successful Green & Gold Gala and suggested sharing with the Board at a future meeting a "What Do You Love About CSU" video prepared by a 2011 CSU graduate.

President Frank concluded his report by thanking Governor Makela and Governor Berlinberg for their active and effective participation in shared governance.

## **Committee Reports**

**Evaluation Committee:** Governor Makepeace explained that the Evaluation Committee is composed of the voting Board members. The Evaluation Committee met to begin the annual evaluation process and received input from the student and faculty representatives for their respective presidents. With the school terms ending, in the future the student and faculty input process will begin earlier in April. The Board

evaluates the Board appointees and, in collaboration with the Chancellor, evaluates the presidents. Self-evaluations for the appointees and presidents are due by July 1<sup>st</sup> and the self-evaluations will be distributed to the committee. In August, the Evaluation Committee will meet with the appointees and set goals for the coming year. The processes and procedures for evaluation were adopted by the Board in 2010 and updated in 2011.

**Finance Committee:** Chair Zimlich reported Governor Elliman, the Chair of the Finance Committee, was unable to attend the committee meeting and the Board met as a Committee of the Whole. The Finance Committee reviewed and discussed the quarterly financial statement; the 2013 E&G budget; a quasi-endowment for CSU Pueblo; and the capital construction priority list. There was an update on the most recent bond issuance and a bond refinance with the bonds refinanced at a lower rate resulting in significant savings to the CSU System. Chair Zimlich and the Board thanked Delores Sanford for her financial and administrative assistance to CSU-Pueblo on an interim basis.

**Audit Committee:** Governor S. Johnson reported Allison Horn, the CSUS Director of Internal Auditing, reviewed the current year's audit plan; the status of past due recommendations; and an update on current audits. Through a PowerPoint presentation, Ms. Horn reviewed the staff and procedures of the Internal Auditing Department. There was an update on current events including the hot line at CSU-Fort Collins and the steps being considered to provide the same service at the other two campuses. Ms. Horn reviewed the outside audits that are completed and there was a discussion on risk management and assessment. Ms. Horn added that there was an update on the CSU-Pueblo accounts receivable audit with 21 of the 35 recommendations implemented on schedule. Governor S. Johnson remarked that a future discussion may need to be held on expanding the Internal Auditing Department.

**Real Estate/Facilities Committee:** In the absence of the Real Estate/Facilities Committee Chair, Governor S. Johnson provided the report. Governor S. Johnson reported that Kathleen Henry, President and CEO, CSURF, provided updates on the sale of 1 acre of land in Fort Morgan; the acquisition of the University Village Walking Stick at CSU-Pueblo; and a water line easement at the Foothills Campus. Amy Parson, Vice President, Operations, CSU-Fort Collins, reported on program plans for an addition at the Behavioral Sciences Building; a renovation of the William O. Eddy Hall; and replacement of the Equine Reproduction Laboratory. Lynn Johnson, Assistant Vice President, Finance, CSU-Fort Collins, provided a financing report for expansion of the Engine and Energy Conversion Laboratory.

**Academic Affairs Committee:** Governor Horrell reported that the committee met on April 10<sup>th</sup>. She detailed the items, including conferral of degrees at the three campuses, recommended by the committee to move forward to the Board for approval on the consent agenda. Governor Horrell explained the rigorous review process for new degrees. The Provosts from CSU-Fort Collins and CSU-Pueblo shared information at the committee meeting on the selection process for the Excellence in Undergraduate Teaching Awards. The award is going to be extended to CSU-Global next year. Dr. George Dennison, CSUS Academic Affairs Officer, drafted a proposed policy to establish a graduate teaching award for future consideration.

Governor Horrell reported that the committee also approved the CSU-Global guidebook that is not part of the employment contract but does define the university's expectations including the grievance review process. The committee received reports from all three campuses on learning outcome assessment instruments. Dr. Dennison worked with the three provosts to begin developing a format that will be easier to understand, amalgamate the data with a more precise report, and provide consistency across the institutions. The committee anticipates reviewing the new format at its August meeting.

Governor Horrell reported that Provost Miranda provided a report on program review process in which CSU had participated along with several other universities from across the country. Governor Horrell congratulated CSU for being highlighted as one of the universities doing best practice in their program review process.

Governor Horrell reported that the committee reviewed the accreditation schedules and received a promotion and tenure report from CSU-Fort Collins. The committee reviewed a draft meeting schedule and Board calendar for all Board activities prepared by Dr. Dennison and other CSU System staff that will be discussed at the June Board retreat.

Governor Horrell recounted that, at the February Board meeting, Dr. Dennison explained the Postsecondary and Workforce Readiness (PWR) Endorsed Diploma program required by Colorado statute to ensure students are college-ready. She reported that all governing boards of higher education are required to review and approve those provisions. The CSUS Board of Governors gave approval at the February Board meeting. Numerous other institutions have also already taken action and other boards will act in early May. More information will be forthcoming.

Governor Horrell explained how performance contract metrics with the Department of Higher Education are part of the strategic plan for higher education. She shared the four targeted goals: (1) increase degree attainment in Colorado by 60% by 2025; (2) reduce the need for and change the delivery of remedial education; (3) eliminate or reduce the degree gap between the majority and minority populations, with the latter focused on economically disadvantaged, geographically isolated, and ethnically or racially distinct with the gap in Colorado the second to the worst in the country; (4) reduce tuition dependence to 50% of the cost while increasing budgets to address increased enrollments. Negotiations will begin with the boards and institutions to set the individual institution targets in September and the new contracts must be signed by December 2012.

Governor Horrell reported that, as part of the discussion on overall Board responsibilities at the June retreat, there will be suggested amendments in practices. The Academic Affairs Committee endorsed the delegation of authority to the presidents to approve sabbatical leaves and revisions, the emeritus appointments, and leave without pay requests as is currently done for other personnel matters. The presidents would approve the action and then report to the Board of Governors. Dr. Dennison drafted a sabbatical leave policy to address this change of authority that will be presented for discussion at the retreat.

Governor Horrell concluded her report by commenting on the great benefit to the CSU System provided by Dr. Dennison during his one year contract. She acknowledged Dr. Dennison's work with the Academic Affairs Committee to put in place processes and policies. Prior to his departure, Dr. Dennison prepared policies and procedures manuals for the System and institutions.

**Chancellor Search Advisory Committee:** Chair Zimlich reported that the search process continues. The committee was charged with hiring an external recruiter to conduct a widespread search for applicants; review resumes; perform interviews; conduct reference checks; and determine a slate of candidates to move forward for the Board's consideration. If the Board decides to then name a finalist, after a 14 day time period, an offer can be made. Chair Zimlich has been in communication with Patrick McConathy, the Chair of the Chancellor Search Advisory Committee, and the next committee meeting will be scheduled within the next week to ten days. Depending on whether the committee is ready to advance any candidates, a Board meeting will be convened shortly thereafter.

### **Institutional Discussion Items**

President Tony Frank asked Amy Parsons, Vice President, Operations, CSU-Fort Collins, to present a report on the CSU-Fort Collins master plan. Ms. Parsons provided an overview of the master plan and reported the master plan is continually updated with a focus on growth rather than time. Each year there is a particular focus area with transportation as the current focal point. She reported there are 15 members of the Master Plan Committee. Joint meetings are held with the Stadium Advisory Committee and Student Housing, and the master plan is presented publicly to solicit input. The master plan is submitted to the Colorado Department of Higher Education every ten years, with the next submission due in 2014. Information on the master plan including character of the campus, the CSU history, and guidelines is available on the CSU-Fort Collins Facilities Management website.

Mr. Fred Haberecht, Assistant Director, Facilities Management, CSU-Fort Collins, reviewed the different aspects and views of the main campus master sub-plan including the core campus dominated by pedestrian life with cars excluded, perimeter parking, preservation of the oval, and the community park. He commented on incorporating the positive aspects of the campus to plan future growth with consideration of views, the academic core, green space, flood plains, and transportation.

Governor Horrell commended CSU on maintaining the sense of legacy and the value of tradition as the planning has evolved. At the request of Governor S. Johnson, Mr. Haberecht explained the exhibit outside the student center that is a best fit exercise utilizing a cutout of Hughes Stadium as a footprint for a new stadium to consider feasibility of locations. Five potential sites have been identified that take into consideration factors such as neighborhoods, views, green space, flood plains, and parking.

President Di Mare reported that at this time there were no updates to the CSU-Pueblo master plan. Faculty and students need the opportunity to review the CSU-Pueblo master plan and the updated plan will be brought to the Board.

### **Board Meeting Evaluation**

Chair Zimlich reported that the Board in February implemented the process of verbal feedback instead of written reviews and asked for comments from Board members. Governor Horrell commented that it was a great experience to meet with the faculty and students and suggested moving future faculty dinners to the evening following the committee meetings to allow more Board members to attend.

### **Closing Comments**

Chair Zimlich announced that Chancellor Emeritus Joseph Blake is being honored by the Public Education Business Coalition (PEBC) with the Cal Frazier Investing in Education Award on May 4<sup>th</sup>.

Chair Zimlich acknowledged Adam Fedrid, Allen Sneesby, Sharon Teufel and Sheila Trice Bell for the work done in the background to ensure a successful Board meeting. Chair Zimlich thanked outgoing advisory members Kristina Proctor, Isaiah McGregory, and Eric Berlinberg for their service on the Board of Governors.

With no further business to conduct, Chair Zimlich asked for a motion to adjourn. Governor S. Johnson made the motion, Governor Flores seconded, and the motion was carried. The meeting was adjourned at 1:47 p.m.

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM**  
**Minutes of the Board of Governors Special Meeting (Via Conference Call)**  
**May 10, 2012**

**CSUS Board Conference Room**  
**410 17<sup>th</sup> Street, #2440**  
**Denver, Colorado**

**CALL TO ORDER**

Board Chair Joseph Zimlich called the public meeting via conference call to order at 8:47 a.m. Sheila Trice Bell, Executive Secretary to the Board of Governors, read roll call which confirmed that two-thirds of the sitting voting members were present.

**ROLL**

**Governors present:** Joseph Zimlich, Chair; Dorothy Horrell, Vice Chair; Dennis Flores; Russell Johnson; Scott Johnson; Mary Lou Makepeace; Carole Makela, Faculty Representative, CSU-Fort Collins; Kristina Proctor, Faculty Representative, CSU-Pueblo; Eric Berlinberg, Student Representative, CSU-Fort Collins; Logan Gogarty, Student Representative, CSU-Pueblo

**Governors excused:** Don Elliman; Ed Haselden

**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, IT

**Guests:** Patrick McConathy, Chair, CSUS Chancellor Advisory Search Committee; Alberto Pimentel, search consultant, Storbeck/Pimentel; Kyle Henley, CSU Director of Denver Public Relations; Madeline Novey, *Fort Collins Coloradoan*; Anthony Cotton, *The Denver Post*

Chair Zimlich thanked the Board for convening the Special Meeting and reviewed the agenda. He listed the Chancellor Search Advisory Committee membership and reviewed the search process timeline, beginning with the June 2011 Board retreat, and the first search committee meeting convening in October 2011. Chair Zimlich explained the charge of the search committee was to present a pool of candidates for the Board's consideration. He thanked Patrick McConathy, Chair of the Chancellor Search Committee, for his leadership. Chair Zimlich thanked the committee for its work and asked Committee Chair McConathy to convey the Board's gratitude to the committee. Chair Zimlich also thanked the CSU System staff and Alberto Pimentel, the search consultant.

Governor Flores made the motion to convene in Executive Session. Governor Makepeace seconded and the motion was unanimously carried. General Counsel Nosler read the meeting into Executive Session to discuss confidential applicant information and to consider the appointment or employment of a public official, or for purposes of receiving legal advice on specific questions from the Board of Governors. General Counsel Nosler confirmed that all public guests had exited the conference room and the meeting convened in Executive Session.

The Public Session resumed at 9:28 a.m. and the public guests rejoined the meeting. Chair Zimlich reported that during the Executive Session the Board of Governors received a Chancellor Search Advisory Committee report from Committee Chair McConathy and Alberto Pimentel, search consultant. Based upon that discussion, Chair Zimlich asked if there was any action to be brought before the Board.

Governor Horrell made the motion to accept the report of the Chancellor Search Advisory Committee and that Dr. Michael V. Martin be designated as a finalist for the position of CSUS Chancellor. She reported the search committee had conducted a very robust process over several months and identified an extraordinary individual who meets the qualifications specified by the Board and the search committee. Dr. Martin is a recognized leader with experience at land grant institutions. He has had significant success in his career; is very knowledgeable; will be able to move the individual campuses and the system forward; and will be a passionate advocate and spokesperson for the CSU System and higher education.

Governor Makepeace seconded the motion and concurred with Governor Horrell on her comments on Dr. Martin. She commented on the honor of serving on the search committee and thanked Committee Chair McConathy. Governor Makepeace remarked on the committee's in-depth search process and noted that the committee has identified the right leader for the CSU System.

Governor Flores explained how the search process began with the Board identifying desired traits for the new Chancellor. He remarked on Dr. Martin's impressive experience and that Dr. Martin personifies those traits identified by the Board. Governor Flores commended the search committee for conducting the search in a professional manner and expressed that he is happy to support this candidate.

Governor Proctor also congratulated the search committee and remarked that Dr. Martin is a very highly and uniquely qualified candidate whose background matches with the CSU System. She remarked that Dr. Martin would be an informed leader who has experience with Hispanic Serving Institutions (HIS) and understands diversity. She noted that he will be able to serve as a mentor for faculty and administration.

Chair Zimlich reported that he had numerous opportunities to interact with and to observe Dr. Martin during the thorough search process. Dr. Martin is a nationally recognized leader with both land grant and HIS experience and he meets all the key criteria for the Chancellor position with his experience and attributes.

Chair Zimlich asked Ms. Trice Bell to conduct a roll call vote on the motion to name Dr. Michael V. Martin as a finalist for the Chancellor position. Ms. Trice Bell conducted the roll call and the motion was unanimously carried.

Chair Zimlich reported that the primary business of the meeting was concluded and directed the Executive Secretary to post an announcement. He again thanked the Committee Chair Patrick McConathy and the search committee. Committee Chair McConathy thanked the search committee, Mr. Pimentel, and the CSU System staff.

With no further business to conduct, Governor Horrell made the motion to adjourn the Special Meeting. Governor Flores seconded and the meeting was adjourned at 9:41 a.m.

**BOARD OF GOVERNORS OF THE  
COLORADO STATE UNIVERSITY SYSTEM**  
**Minutes of the Board of Governors Special Meeting (Via Conference Call)**  
**May 25, 2012**

**CSUS Board Conference Room**  
**410 17<sup>th</sup> Street, #2440**  
**Denver, Colorado**

**CALL TO ORDER**

Board Chair Joseph Zimlich called the public meeting via conference call to order at 11:00 a.m. Sheila Trice Bell, Executive Secretary to the Board of Governors, read roll call which confirmed that 100% of the sitting voting members were present.

**ROLL**

**Governors present:** Joseph Zimlich, Chair; Dorothy Horrell, Vice Chair; Ed Haselden, Secretary; Dennis Flores; Russell Johnson; Scott Johnson; Mary Lou Makepeace; Carole Makela, Faculty Representative, CSU-Fort Collins; Kristina Proctor, Faculty Representative, CSU-Pueblo; Eric Berlinberg, Student Representative, CSU-Fort Collins; Logan Gogarty, Student Representative, CSU-Pueblo

**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, IT

**Guests:** Kyle Henley, CSU Director of Denver Public Relations; Felisa Cardona, *The Denver Post*

Chair Zimlich thanked the Board for convening the Special meeting and reported the agenda was to determine the next steps with regards to Dr. Michael Martin who was named as a finalist for the CSUS Chancellor position on May 10, 2012. Chair Zimlich asked for a motion to convene in Executive Session to discuss employment and compensation for Dr. Martin. Governor Flores made the motion, Governor Scott Johnson seconded, and the motion was carried unanimously. General Counsel Nosler read the meeting into Executive Session at 11:08 a.m. to discuss confidential applicant information and to consider the appointment, compensation and employment of a public official, or for purposes of receiving legal advice on specific questions from the Board of Governors, all confidential pursuant to Sec. C.R.S. 24-6-402(3)(a)(II); and (3)(b)(I). Chair Zimlich confirmed that all members of the public left the conference room.

The Open Public Session resumed at 11:23 a.m. and Ms. Cardona rejoined the meeting. Chair Zimlich reported that during the Executive Session the Board of Governors discussed the terms of an employment contract and compensation for Dr. Michael Martin. He asked if there was a motion to appoint Dr. Michael V. Martin as the CSUS Chancellor and to authorize the Board Chair and General Counsel to execute an employment contract with Dr. Martin under the terms and conditions as stipulated by the Board of Governors during the Executive Session in a form approved by the General Counsel. Governor Haselden made the motion and Governor Flores seconded.

Chair Zimlich summarized the terms of the five-year employment contract that includes an annual compensation package with a \$375,000 base salary, \$75,000 in deferred compensation, an option for up to \$50,000 in incentive payments, and a \$60,000 vehicle and housing allowance. The compensation package is approximately equivalent to Dr. Martin's current compensation package at Louisiana State University. Chair Zimlich reported that two weeks ago there were no concerns about naming Dr. Martin as a finalist for the Chancellor position. Accordingly, Chair Zimlich and Alberto Pimentel, the Chancellor search consultant, began initial discussions with Dr. Martin on compensation. A market analysis was conducted and the compensation package outlined falls within the middle range of salaries for the nation's top universities.

Chair Zimlich asked if there was any discussion on the motion. Governor Horrell commented that Dr. Martin is a national leader with a proven track record at land grant universities. He was the number 1 choice of the Chancellor Search Advisory Committee and the Board of Governors and is a good fit with the CSU System. Governor Horrell expressed that she is very pleased and excited about Dr. Martin who has the skills to solidify the CSU System. She reported feedback from the presidents has been very positive and Dr. Martin will be a wonderful mentor for the presidents, creating an environment to retain such high quality individuals. Governor Horrell noted that the compensation, while a sizeable Board investment, is basically a lateral move for Dr. Martin for which she is grateful. As noted by Chair Zimlich, the compensation is at the midpoint in the market analysis and Governor Horrell indicated the compensation to be offered is appropriate. She concluded by remarking how positive she feels about Dr. Martin and that she is eager for the Board to move forward to the next step in the appointment process.

Governor Makepeace commented that the CSU System has been fortunate with its leadership. During the past couple of years, efforts have been focused on aligning the institutions and, with Dr. Martin's leadership and experience, the next logical steps to solidify the CSU System can be made. She commented that Dr. Martin understands the challenges in higher education and his appointment is a benefit not only to the CSU System, but also to Colorado.

General Counsel Nosler reported a motion had been made and seconded. He read the formal resolution to appoint Dr. Martin as the CSU System Chancellor and to authorize the Board Chair and General Counsel to negotiate the employment contract under the terms approved by the Board. Sheila Trice Bell conducted a roll call vote and Chair Zimlich confirmed that there was a unanimous vote of approval.

Chair Zimlich reported, as an informational issue, Governor Elliman had previously indicated that he would be resigning from the Board of Governors to avoid any perceived conflict of interest, but he would remain on the Board until the completion of the Chancellor search. With the conclusion of the search process, a letter of resignation has been received from Governor Elliman.

With no further business to conduct, Governor Flores moved to adjourn, Governor Scott Johnson seconded and the motion was unanimously carried. The meeting was adjourned at 11:34 a.m.