



*The Foundation for
California State University, San Bernardino*

**BOARD OF DIRECTORS ANNUAL
AND 1ST QUARTER MEETING
September 29, 2005 --- 4:00 p.m. *
Foundation Board Room**

PROPOSED AGENDA

CLOSED SESSION

- A. Personnel Issues Burns

OPEN SESSION

- B. Call to Order/Introductions Teyber
C. Welcoming Remarks Karnig
D. Tour of Campus

ACTION ITEMS

- E. Approval of Minutes from June 9, 2005 Directors Meeting Teyber
F. Appointment of Board Members for 2005-2006 Teyber
G. Election of Board Officers for 2005-2006 Teyber
H. PERS Health Insurance Resolution Burns
I. Delegation of Authority Teyber
J. Audit Report and Approval Blake
K. Employee Compensation/Amend Budget DeMauro
L. Standing Committee Chair Selections and Membership DeMauro

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| M. | Conflict of Interest Statement – 2005/2006 | DeMauro |
| N. | Site License – Infant/Toddler Lab School | DeMauro |

INFORMATION ITEMS

- | | | |
|----|---|--------------|
| O. | Update on Fund Raising Effort for Palm Desert Campus, Phase III | DeMauro |
| O. | Foundation Status Report | DeMauro |
| Q | Financial Report | Blake |
| R. | Committee Reports | |
| | 1. <i>Executive Committee</i> | Teyber |
| | 2. <i>Investment Committee</i> | Gorian |
| | 3. <i>Sponsored Programs Administration Committee</i> | Stanley |
| | 4. <i>Commercial Enterprises Committee</i> | Chen-Maynard |
| | 5. <i>Development Committee</i> | Aguilar |

*Hors d'oeuvres will be served

Distribution: Aguilar, Bayless, Carson, Chang, Chen-Maynard, DeMauro, Diaz, Fernandez, Fullerton, Gorian, Jackson, Karnig, Obershaw, Rincon, Saleson, Savage, Teyber, Blake, Stanley, Burns

Agenda Item A --- CLOSED SESSION

September 29, 2005

Personnel Issues

Debbie Burns, Foundation Human Resources Director, will provide the Board with a report of confidential personnel issues.

David DeMauro, Vice President for Administration and Finance/Treasurer of Foundation for CSUSB, will describe the role he has assumed in leading the Foundation organizations in the absence of an Executive Director.

Agenda Item B ---CALL TO ORDER

Call to Order/Introduction

Dr. Ed Teyber, Board President, will conduct introductions of Board members and guests.

Agenda Item C --- WELCOME

Welcoming Remarks by Chairman Karnig

Chairperson Karnig will provide a report to the Board on current issues regarding the Foundation and the University.

Agenda Item D --- TOUR OF CAMPUS

A guided tour of the campus will be conducted, which will provide Board members an opportunity to view the many completed buildings and capital improvement projects in progress. Transportation will be provided.

Agenda Item E --- ACTION

Approval of Minutes of June 9, 2005 Directors Meeting

RECOMMENDATION:

It is recommended that the Board approve the attached minutes of the June 9, 2005 Board of Directors meeting.

Appointment of Board Members for 2005-2006

RECOMMENDATION:

It is recommended that the Board approve the following appointments or re-appointments to the Board of Directors of the Foundation for CSUSB:

Ms. Lois Carson, Community Member, to be re-appointed for a term of three years ending June 30, 2008.

Mr. Ruben Diaz, to be appointed to a term as Ex-Officio Director representing Associated Students, Inc.

Mr. Robert Fullerton, Community Member, to be re-appointed for a term of three years ending June 30, 2008.

Mr. Charles Obershaw, Community Member, to be re-appointed for a term of three years ending June 30, 2008.

Dr. Ed Teyber, Faculty Member, to be re-appointed for a term of two years ending June 30, 2007.

BACKGROUND:

The Foundation Bylaws provide for the appointment of ex-officio Directors for the term of their qualifying office. Community Directors are nominated by the University President and elected by the Board of Directors to serve three-year terms. Faculty Directors are recommended by the Faculty Senate, nominated by the University President, and elected by the Board of Directors.

The Executive Committee recommended at its September 15, 2005, meeting to approve the proposed appointments or reappointments to the Board of Directors.

Election of Board Officers for 2005-2006

RECOMMENDATION;

It is recommended that the following slate of officers be elected for 2005-2006:

President	-	Dr. Edward Teyber
Vice President	-	Robert Fullerton
Secretary	-	Charles Obershaw
Treasurer	-	David DeMauro

BACKGROUND:

Foundation Bylaws, Article VII, Section 2, Election and Terms of Office, state that all of the officers of the corporation shall be elected by the Board of Directors at its annual meeting. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as may conveniently be scheduled.

The Executive Committee recommended at its September 15, 2005, meeting to elect the proposed slate of officers for 2005-2006.

PERS Health Insurance Resolution

RECOMMENDATION:

It is recommended that the Board approve the attached resolution continuing the 2004/2005 employer contribution rates.

BACKGROUND:

The Foundation's Health Insurance contract with PERS must be amended annually to reflect the new employer contribution rates paid by the State. It has been the policy of the Board to maintain comparability with the University on this contribution. With this resolution, the Foundation's employee contributions for FY 2005-2006 will remain the same as in 2004/2005. If adopted, the continuing rates will be effective on January 1, 2006.

The Executive Committee recommended at its September 15, 2005, meeting to approve the proposed resolution regarding 2004-2005 employer contribution rates.

Agenda Item I --- ACTION

September 29, 2005

Delegation of Authority

RECOMMENDATION:

It is recommended that the Board approve the attached Delegation of Authority.

BACKGROUND:

The Foundation Board must authorize the Treasurer of the Foundation or the Executive Director of the Foundation or their designee(s) to execute in the name of the Foundation all necessary applications, contracts, agreements, and amendments consistent with the mission of the Foundation.

The Executive Committee recommended at its September 15, 2005, meeting to adopt the proposed Delegation of Authority resolution.

Audit Report and Approval

RECOMMENDATION:

It is recommended that the Board approve the annual audit completed by the audit firm of Vasin, Heyn & Company.

BACKGROUND:

Each year, an independent audit examination and report is completed by a firm hired by the Foundation. The firm completes the process by using both “Governmental Accounting Standards Board” (GASB) and “Financial Accounting Standards Board” (FASB) rules. This is required by the CSU system.

The Foundation Audit Committee met with the auditor prior to the audit process to discuss with the auditor any issues they identified of importance for the auditor to review. The financial performance of the Foundation – especially Food Services and administrative overhead expense – was identified as a concern. The auditor agreed to pay particular attention to these areas.

The audit, at the time of this writing, was being prepared for the Audit Committee to review prior to the September 29 Board meeting. The audit will be presented to the Board at the Board meeting.

The Executive Committee recommended at its September 15, 2005, meeting to approve the annual audit report.

Employee Compensation/Amend Budget

RECOMMENDATION:

It is recommended that the Board approve an average 3.5% general salary increase for qualified Foundation employees and approve the amendment to the 2005-2006 budget.

BACKGROUND:

It has been the practice of the Foundation to maintain parity with the compensation and benefits of employees. In the CSU budget process, an average 3.5% general salary increase for qualified State employees was approved by the CSU Board of Trustees and is currently being implemented among the management and bargaining unit employees of the CSU. It is therefore recommended that the Board approve an average 3.5% general salary increase for qualified Foundation employees, effective July 1, 2005. Staff have reviewed the budget that was presented to and approved by the Board at its last meeting. The budget has been modified to include the recommended 3.5% increase. A summary of that budget is attached to this action item.

The Executive Committee recommended at its September 15, 2005, meeting to approve an average 3.5% general salary increase for qualified Foundation employees, and approve the amendment to the 2005-2006 budget.

Standing Committee Chair Selections and Membership

RECOMMENDATION:

It is recommended that the Board approve the proposed Standing Committees for 2005-2006.

BACKGROUND:

Each year, the Board reviews the chair and membership of each of the Standing Committees. Attached are the recommended chairs and members for 2005/2006.

The Executive Committee recommended at its September 15, 2005, meeting to approve the proposed Standing Committees for 2005-2006.

Conflict of Interest Statement – 2005/2006

RECOMMENDATION:

It is recommended that all Board members review, sign, and return the attached Conflict of Interest statement for the period July 1, 2005, through June 30, 2006, to the Office of the Vice President for Administration and Finance by October 14, 2005.

BACKGROUND:

It is the Foundation's responsibility to ensure that all Board members sign a Conflict of Interest statement for the current year, in accordance with California Education Code, Sections 89906-89909.

The need for approval of this agenda item was identified after the Executive Committee meeting on September 15, 2005. Therefore, the Foundation Treasurer recommends that the item be placed on the agenda for approval by the Board to request Board members to review, sign, and return Conflict of Interest statements for the period July 1, 2005, through June 30, 2006, to the Foundation Treasurer by October 14, 2005.

Agenda Item N --- ACTION

September 29, 2005

Site License – Infant/Toddler Lab School

RECOMMENDATION:

[This item is being drafted and will be distributed at the Board meeting.]

UPDATE ON FUND RAISING EFFORT FOR PALM DESERT CAMPUS, PHASE III

BACKGROUND:

No action required. Mr. DeMauro will provide a status report regarding fund raising efforts for the Phase III expansion project at the Palm Desert Campus.

Agenda Item P—INFORMATION

September 29, 2005

Foundation Status Report

BACKGROUND:

No action required. Mr. DeMauro will furnish a report of events and projects being handled by the Foundation.

Agenda Item Q – INFORMATION

September 29, 2005

Financial Report

BACKGROUND:

No action required. Foundation management will provide a financial report for review.

Agenda Item R – INFORMATION

September 29, 2005

Committee Reports

1. Executive Committee

2. Investment Committee

3. Sponsored Programs Administration Committee

4. Commercial Enterprises Committee

5. Development Committee

6. Audit Committee