

**BOARD OF TRUSTEES  
BOARD MEETING  
December 10, 2012  
9:00 a.m. – 4:30 p.m.  
Minutes**

**Location: CMC Central Services, Glenwood Springs, CO**

**I. Introductory Items**

A. Call to Order

Board President Davis called the meeting to order at 9:08 am.

B. Roll Call

Board President Davis called roll:

Glenn Davis

Ken Brenner

Mary Ellen Denomy

Pat Chlouber

Kathy Goudy

Bob Taylor

Anne Freedman had an excused absence.

Due to weather conditions, Pat Chlouber left right before lunch.

C. Pledge of Allegiance

The Pledge of Allegiance was recited.

D. Reading of Mission, Vision, and Values

Board President Glenn Davis recited the Mission, Vision and Values

E. Public Comment

There was no public comment.

F. Approval of Agenda

**ACTION: Trustee Chlouber Moved to Approve the Agenda; Trustee Taylor Seconded the motion and it carried unanimously.**

G. Approval of Minutes

**ACTION: Trustee Chlouber Moved to Approve the Minutes as written; Trustee Taylor Seconded the motion and it carried unanimously.**

**II. Executive Session:**

**ACTION: Trustee Denomy Moved to enter executive session;**

- A. For discussion of a personnel matter, under C.R.S. Section 24-6-402(4)(f), except that executive session cannot be held for discussion:
- of an employee, where the employee has requested discussion of the matter in open session;
  - concerning any member of the Board or the appointment of any person to fill a Board position;
  - of personnel policies that do not require the discussion of matters personal to particular employees.
- B. Determining positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators.

*To discuss a personnel contract and the SourceGas issue*

**Trustee Goudy Seconded the Motion and it carried unanimously.**

After exiting executive session Board President Davis recited: The time is now 11:24 am, and the executive session has been concluded. No formal action was taken in executive session. The participants in executive session were: myself, Glenn Davis as the presiding officer, Pat Chlouber, Kathy Goudy, Mary Ellen Denomy, Ken Brenner, Bob Taylor, Barbara Green, John Sullivan, Tim Whitsitt, Dr. Jensen and Debbie Novak.

For the record, if any person who participated in the executive session believes that any substantial discussion of any matters not included in the motion to go into the executive session occurred during the executive session, or that any improper action occurred during the executive session in violation of the Open Meetings Law, I would ask that you state your concerns for the record.

**III. New Business**

**A. ACTION ITEMS**

- a. Determination of personnel Special Counsel – This was determined at the Dec. 7 meeting.
- b. Accept financial audit from external auditors per C.R.S. 29-1-603

Dennis Yockey, Marcie Ardan, and Rob MaCoy from the audit firm BKD gave their presentation on this year's Audit. Various department heads spoke to the board about the findings.

Trustee Denomy would like to see a Fiduciary improvement officer (rather than internal auditor) up for action in January.

**ACTION: Trustee Denomy Moved to Accept the Audit; Trustee Goudy Seconded the motion and it carried unanimously.**

- c. Accept First Quarter Financials

**ACTION: Trustee Denomy Moved to Accept the First Quarter Financials; Trustee Taylor Seconded the motion and it carried unanimously.**

- d. Certify Mill Levy (per C.R.S. 23-71-402

& 39-5-128)

**ACTION: Trustee Denomy Moved to Certify the Mill Levy at 3.997; Trustee Taylor Seconded the motion and it carried unanimously**

- e. Resolution for Appropriation of Year End Reserves

**ACTION: Trustee Taylor Moved to Approve the Resolution for Appropriation of Year End Reserves; Trustee Denomy Seconded the motion and it carried unanimously.**

- f. Resolution for Spending Year End Reserves

Trustee Goudy would like to see the money requested for the gap analysis and marketing to be put into reserves. Trustee Davis asked if this was in addition to the 25% (revenue reserves) set by previous boards. Trustee Goudy has serious concerns about spending anything not immediately necessary and taking the Marketing and Enrollment Growth Initiative out of year end money. Dr. Jensen said this investment has the potential to see tuition income double. Deb Pain said this investment would be for concept development, research, and internal training; allowing us to remain competitive. There will be a return on investment with increased enrollment.

The board would like a better understanding of exactly what this money is for.

**ACTION: Trustee Brenner Moved to Approve the Resolution for Spending Year End Reserves except for items for the Marketing and Enrollment Growth Initiative – Gap and Training, asking staff to bring back to the Board more detail including the IT audit, internal auditor, etc.; Trustee Goudy Seconded the motion and it carried unanimously**

- g. Sprint Amendment

**ACTION: Trustee Goudy Moved to Table the Sprint Amendment until the January meeting; Trustee Brenner Seconded the motion and it carried unanimously.**

- h. CLEER Membership (Garfield Clear Energy)

**ACTION: Trustee Denomy Moved to Approve Resolution regarding the Garfield Clear Energy Membership; Trustee Brenner Seconded the motion and it carried unanimously.**

- i. Glenwood Springs Chamber Lease

**ACTION: Trustee Denomy Moved to Approve the resolution authorizing a lease of CMC Real Property to the Glenwood Springs Chamber Resort Association; Trustee Taylor Seconded the motion and it carried unanimously.**

Kathy Goudy asked about adding a rider for workers' comp. Glenn Chadwick will follow up on this to make sure we are in compliance for workers' comp issues. Trustee Brenner would like to see the fiscal implications for the college mentioning the fair market value per square foot and full amount of the revenue.

- j. Strategic Planning Facilitator Parameters

The Steering committee will report on the process for the next strategic plan at the May 14 retreat. Next fall some of the steering committee will attend the HLC planning forum. The committee is hoping to have the plan put together by next December and put into place the following year.

An RFQ will be don and a facilitator will be chosen in January.

**ACTION: Trustee Denomy Moved to Approve the Facilitator for the Board's Strategic planning; Trustee Goudy Seconded the motion and it carried unanimously.**

#### **IV. President's Report**

1. The College received a grant of \$150,000 last week for training teachers.
2. Attended professional development training at Harvard University Seminar for Experiences Presidents about Fundraising, online education and its growth.
3. Brief summation of research on the changes in where presidents are investing their leadership and time emphasis. ACE study discusses changing roles/duties for presidents.
4. Update on gap analysis. Teams for the gap analysis coming along. We are asking, "What do you need from your college you can't get here?" Students have been great and the employees are being very candid and are sharing. Voices will be heard at the end of the project. Our stakeholders care and want the organization to move forward.
5. Progress on president initiated IT Audit. The RFP has gone out and the selection committee has been selected. This will dovetail with the audit findings and a master plan will be the deliverable.
6. Brief update on Isaacson School for New Media. Mr. Isaacson is still involved and has given us another gift. He will do some training this coming summer.
7. Recognition and congratulations to CMC Culinary Arts Team! Again we have defeated every other college in the State and have won the State Championship and we are moving on to the Western Regional Championship.
8. At the Chamber strategic planning retreat we talked about solve the problem with RFTA to Spring valley. Working on cell service at Spring Valley.
9. Grand County higher education initiative. The Grand Foundation and Grand county will support carrying the initiative forward. Both organizations have pledged support. They will send a more comprehensive update after their meeting tomorrow.
10. Salida sent an 18 month contract for \$1/year plus utilities (\$4700/year). Dr. Jensen would like a 6 month contract from January – June for dual credit bringing this back to the Board in May for next fall. The Board said the structure is Dr. Jensen's discretion.

#### **V. Old Business**

- A. 2012-2014 Strategic plan approval-tabled until January

Board members asked for additions on non-credit, underserved populations, the strategic planning process, the IT audit and broadband.

- a. AQIP Goals – 2 nine month goals  
Virtual Student Center/ interdepartmental Communication (audit too)

**ACTION: Trustee Brenner Moved the 2 nine month AQIP goals be Virtual Student Center and interdepartmental Communication: Trustee Taylor Seconded the Motion and it carried unanimously.**

- B. Domestic Partner criteria-Tabled
- C. BOT meeting attendees – Board President Davis stated this is still under advisement and is deferring until a later time.
- D. Washington DC Trip Guidelines- almost all went last year.  
Discussion ensued about the importance of increasing our visibility in Washington. It was decided this is an important trip. The Colorado Rural Alliance group is meeting at the same time, so we will try and attend both.

## **VI. Trustee Comments**

Trustee Taylor gave a report on the Roles and Responsibilities/Governance task force:

- We had a very productive meeting last Tuesday, December 4, in Avon, with Glenn Davis, myself, Kathy Goudy, Dr. Jensen, Dr. Boyle, Glenn Chadwick, and Mark Spiroff, who is a consultant with Mountain States Employers Council (“MSEC”) in Denver.
- MSEC and Mr. Spiroff have been retained by the College, through Dr. Boyle's office, to assist the College with a thorough revision and update of the Administrative Policies and Procedures Manual and other handbooks and procedural documents.
- It came to my attention through Dr. Boyle that we have a great opportunity to use MSEC – under its existing agreement – to help the board update its board policies at the same time. This would be important so that our Board Policies are aligned properly with the statutes, and so the MSEC project assures that the College's administrative policies and procedures are consistent with a board policy that we like. The task force had a good discussion about board duties and powers and the need for more clarity with regard to the delegation of authority from the board to the administration. This comes out of dislike of the Carver model.
- I would request the Board's agreement that we put this on the agenda for the January 28 board meeting, and ask Mr. Spiroff to work with Dr. Boyle, the Administration, Mr. Chadwick, and the Task Force to bring forward a small number of good governance models currently in use by leading colleges and universities, with recommendations for our consideration.

Operating policies were to fill gap between statute and how the board conducts itself. (Glenn D) (such as communication between board and staff, etc.)

## **VII. New Business**

- A. Agenda items for January meeting
  - Tuition & Fees
  - Room and Board Rates
  - Charge to Auditors
  - Locations for posting meeting announcements

The meeting adjourned at 4:30 pm.

**Dr. Anne Freedman**

Handwritten signature of Anne Freedman in cursive script.

**Board of Trustees Secretary**

**Respectfully Submitted,**

Handwritten signature of Debbie Novak in cursive script, set against a light blue rectangular background.

**Debbie Novak  
Recording Secretary**