

Minutes

BOARD OF TRUSTEES



 Student Success  Teaching & Learning  Access  Community & Economic Development  Organizational Effectiveness

March 1, 2017
1:37 – 3:34 pm

Location: Rifle Campus

Introductory Items

1. Call to Order & Roll Call

Board President Davis called the meeting to order at 1:37 pm and roll was taken:

Ken Brenner

Pat Chlouber

Charles Cunniffe via IVS

Glenn Davis

Mary Ellen Denomy

Kathy Goudy

Patty Theobald

All trustees were present.

Executive Session

Trustee Denomy moved to enter Executive Session:

To consider the purchase, acquisition, lease, transfer, or sale of any real, personal, or other property interest pursuant to CRS Section 24-6-402(4)(a), and

To determine positions relative to matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators pursuant to CRS Section 24-6-402(4)(e)

The Board will discuss terms and provide direction to management regarding negotiations for the possible acquisition of 30 units of housing from the Town of Breckenridge.

Trustee Theobald Seconded the motion and it carried unanimously.

After exiting executive session, Board President Davis stated:

The time is now 1:41 pm 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, Ken Brenner, Patty Theobald, Charles Cunniffe, Richard Gonzales, Carrie Hauser, Matt Gianneschi, Linda English, Pete Waller, Dave Askeland, Kathy Goudy, Mary Ellen Denomy, 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.

2. Pledge of Allegiance

The Pledge of Allegiance was recited.

3. Approve Agenda

ACTION: Trustee Chlouber Moved to Approve the Agenda as written; Trustee Theobald Seconded the Motion and it carried unanimously.

4. Approve Minutes

ACTION: Trustee Chlouber Moved to Approve the Minutes as corrected by Trustee Chlouber, who noted she seconded an action item; Trustee Goudy Seconded the Motion and it carried unanimously.

5. Public Comment

Madeline Kamberg from the Student Government addressed the Board, reporting that students would like to create a dialogue with the Board and asked how students would go about doing that. Students would like to have a student government representative at each meeting and will be attending future meetings with any questions and concerns.

President Hauser mentioned that she previously has requested formation of a president's advisory council comprised of students. She asked Shane Larson, Vice President of Student Affairs, to put together another council.

6. Campus Update (student introduction)

This was postponed until the end of the meeting.

President's Report and Agenda Overview

President Hauser gave an update and written reports were available. She stated that 50th anniversary activities have been fully launched.

Trustee Comments

Discussion ensued when Trustee Goudy asked to utilize the summer months better, perhaps starting the budget discussions in July. She requested the Board Meeting dates for FY2016-17 be taken off the consent agenda.

Some comments and suggestions included:

- Timing of meetings is based on business needed
- Critical staff need to be here and a month or two without meetings gives staff time to do other projects and take some annual leave.
- July is not a good time to start the budget talks due to the timing of fiscal year end and work with the auditors.
- Maybe have fewer meetings but meet for 2 days.
- Don't add more meetings, but more time is needed when the board meets.
- Every other meeting, have the meeting at Central Services; move around to campuses every other meeting.
- Could some of the presentations and/or videos be sent before the meeting?

Trustee Denomy asked about whether the Board is supposed to be receiving Foundation Quarterly financials. Richard Gonzales will check the agreement, but thought it was annually.

Trustee Brenner would like to see outreach about the Gallagher amendment at the appropriate time.

Consent Agenda

7. Set Board Meeting Dates for FY2017-18
8. Approve Sabbatical Requests for Fall
9. 50th Anniversary Honorary Degrees
10. Modification to Policies 6.1, 3.12, 4.14

Item number 11, the COP Resolution, was removed from the Consent Agenda and action will be taken during the action items.

ACTION: Trustee Goudy moved to approve Items 7-10 on the consent agenda subject to augmentation of the Board meeting dates; Trustee Chlouber seconded and the Motion carried unanimously.

Trustee Cunniffe left the meeting at this point.

Action Items

11.COP Resolution

ACTION: Trustee Chlouber Moved to adopt the authorizing resolution presented on March 1, 2017 which was identical to the one in the packet with the exception of the following language: “ in any event not greater than the aggregate principal amount of \$40 million (ii) with annual Base Rentals not exceeding \$1.6 million dollars in any year (iii) at a negotiated price which reflects a net effective interest rate not greater than 4.5%, Trustee Theobald seconded the Motion, a roll call vote was taken and it carried 5-1.

Trustee Brenner – Aye
Trustee Theobald – Aye
Trustee Goudy – Aye
Trustee Denomy – Nay
Trustee Chlouber Aye
Trustee Davis – Aye – recognizing economic concerns

Trustee Brenner stated he is having a difficult time with the impact of the Gallagher amendment. His only comfort is the Board is not appropriating the funds, this action item only puts the funding in place.

The COPs can be refunded after 10 years.

President Hauser reminded the Board with respect for the economic concerns that the Foundation is launching a capital campaign and the College needs to be firm in its support of the capital projects that have been discussed.

12.Breckenridge Housing

ACTION: Trustee Theobald Moved to direct staff to complete negotiations on the Letter Of Intent for the lease purchase of the Denison II housing project in accordance with the guidance given staff in executive session; Trustee Brenner seconded the motion, a roll call vote was taken and it carried 5-1.

Trustee Chlouber - Aye
Trustee Denomy - Nay
Trustee Goudy - Aye
Trustee Theobald - Aye
Trustee Brenner - Aye
Trustee Davis - Aye

13.Audit Firm Selection

14.Charge to External Auditors

ACTION: Trustee Goudy Moved to approve the audit firm selection and the charge to external auditors; Trustee Denomy seconded the Motion and it carried unanimously.

The firm selected will do a review of the IT Master plan and could perform a cyber-security audit if needed.

15.2017-18 ESL and HSE (GED) fees

Michael Reyelts, Discipline Coordinator for ESL and Yvette Myrick , Associate Vice President of Developmental Education, presented their proposal for ESL and HSE (GED) tuition.

A group worked 6 months on the proposal in the Board packet. There was 100% agreement on this proposal.

The goal is to have a financially sustainable program. This structure allows students to meet academic goals in a timely manner.

ACTION: Trustee Theobald Moved to Adopt the FY2017-18 recommended tuition rates for ESL and GED; Trustee Chlouber seconded the Motion and it carried unanimously.

16. Governance Documents
• Code of Conduct

Richard Gonzales referred to the Board memorandum which describes recent discussions regarding the Code of Conduct. Trustee Goudy confirmed that she is not comfortable with signing the Code of Conduct as drafted but would continue working on the document, that she remains concerned about the document creating a binding legal obligation above and beyond the Board's statutory obligations, and that she is willing to discuss the document further.

Discussion ensued regarding the Board statement adopted on September 1 and the Trustees' pledge to adopt a Code of Conduct, as result of which the censure motion was withdrawn. Several Trustees voiced support for the draft Code of Conduct in its current form. Trustee Chlouber noted that a prior accreditation review generated a question about inconsistencies in signed Trustee Code of Conduct statements and voiced support for a uniform document such as the current draft.

Trustee Davis' understanding from the prior meeting was that the Board would have closure by this meeting. Trustee Goudy noted there has been prior work and that she understood that additional work on the document following today's meeting would be acceptable.

After additional discussion, Trustee Davis reminded the Board that the September meeting reflected great work done by all, resulting in Trustees coming together as a better functioning board. He stated his preference to take the needed action and move on.

Trustee Theobald moved to adopt the Code of Conflict as presented. Trustee Chlouber seconded the motion.

Trustee Brenner observed that Retreat purpose and crux of the matter was how to balance the "one-voice" philosophy with elected officials' rights to express themselves. He then moved to amend Trustee Theobald's motion so that the draft Code of Conflict would include the following statement.

"This code of conduct is not intended in any way to create a legal obligation on the part of a Trustee beyond what is required by statute."

Trustees Theobald and Chlouber both accepted the amendment and a roll call vote was taken. The amended motion carried 4-2:

Trustee Brenner – Aye
Trustee Theobald - Aye
Trustee Goudy - Nay
Trustee Denomy - Nay
Trustee Chlouber - Aye
Trustee Davis – Aye

Trustee Chlouber observed that the minutes should reflect that some Trustees feel uncomfortable with the language of the Code of Conflict and that will explain why not all Trustees have signed.

ACTION: Trustee Theobald moved to adopt the code of conduct as presented today; Trustee Chlouber seconded the Motion.

Trustee Brenner Moved to amend the Motion to include the addition of the following language: "This code of conduct is not intended to in any way to create a legal obligation on the part of a Trustee beyond what is required by statute." Trustees Theobald and Chlouber both accepted the amendment and a roll call vote was taken. The amended motion carried 4-2

Trustee Brenner - Aye
Trustee Theobald - Aye
Trustee Goudy - Nay
Trustee Denomy - Nay
Trustee Chlouber - Aye
Trustee Davis - Aye

Trustee Brenner stated that document is trying to balance one voice with an elected official's first amendment rights to state their opinion and feels this is in the presented in this document.

Discussion

17. Legislative Government Relations Update

- Annexation Framework

Matt Gianneschi, Chief Operating Officer presented some guidelines for annexation.

- An application would be submitted to the Board
- A hearing would be scheduled for discussion.
- The Application would have a clear statement that there is no assumption that any further steps will be accepted by trustees; simply submitting an application and financials does not guarantee approval by the trustees.
- The College will explore having requesting district share costs, if there are any for the election.

This item will be brought back at the next meeting for action by the Board.

Matt will bring back verbiage for possible legislation about CCHE redefining service areas.

Presidential review

A telephone meeting will be scheduled to decide on the process for the presidential review. Trustee should be prepared to have an opinion on what level is needed every year and whether it needs to be facilitated.

Supplemental/Information (written reports)

- 18. Human Resources Updates
- 19. Facilities Update
- 20. Academic Affairs Update
 - a. IVS Report
- 21. Student Affairs Update
- 22. Faculty/Adjunct Affairs Update

New Business

Monday, May 15, 2017 | Joint Boards Dinner (Summit County – TBD)

Tuesday, May 16, 2017 | Meeting with the CMC Foundation (Summit – TBD)

8:00 – 9:00 am | Breakfast & Faculty/Staff/Community Meet & Greet

9:00 – Noon | Joint Boards Meeting

- Accept Memorandum of Understanding with the CMC Foundation
- Capital Campaign Update/Discussion

Noon – 1:00 | Lunch (both boards)

1:00 – 5:00 pm | Trustee Meeting

- Set the Trustee budget for the next fiscal year
- Receive fall sabbatical reports (C.R.S. 23-5-123(2)(f))
- Accept Quarterly Financials (3rd Qtr)
- 1st Budget Hearing (C.R.S. 22-44-101, et.seq.)
- Faculty Promotions (informational)

- Spring Valley PUD amendment choices
- Annexation into the district
- Executive Session: President's Evaluation/Goal Setting for FY2017-18

The meeting was adjourned at 3:30 pm.

Important Dates:

CMC 50th Anniversary events listed at www.CMCBecauseOfYou.org

March 23, 2017 | CMC Day at the Capitol and evening reception at the Governor's Mansion (Denver)

April 2 - 4, 2017 | Association of Governing Boards Trustee Conference (Dallas, TX)

June 16, 2017 | Final Trustee Meeting of FY2016-17 (Leadville)

Respectfully Submitted,



Pat Chlouber
Board of Trustees Secretary



Debbie Novak
Recording Secretary