



CSN FOUNDATION

A Foundation for Growth in Nevada

**CSN FOUNDATION
Board of Trustees Meeting
Thursday October 28, 2021
8:00am – 9:30am
CSN Board Room, West Charleston Campus
6375 West Charleston Blvd., Building E, Room 327
Las Vegas, NV 89146**

OR

Via WebEx Remote Meeting System

This meeting will be held at CSN's West Charleston Campus, with an available audio/video connection. Members of the Board of Trustees and/or the public may attend and participate in-person or utilize the remote technology system to attend and participate in the meeting, including to provide public comment.

You may access the remote system at:

<https://csnedu.webex.com/csnedu/j.php?MTID=m2946886d1cfd4bc94644f4559a2c254f>

Board Members

Edgar Patino, Chair

James York, Immediate Past Chair

Terry Shirey, Vice Chair

Matthew Frazier, Secretary

Jeffrey Cooper, Treasurer

Reed Radosevich, Gov. Chair

Chris Collins

David Garcia

John Hester

Chuck Johnston

Laura Lee

Dan Minella

Marco Robles

Lindy Schumacher

Ex-Officio

Dr. Federico Zaragoza, President, CSN

Mary Kaye Bailey, VP Finance, CSN

Frank Woodbeck, Interim Executive Director

James Martines, CSN General Counsel

Lynda King, CSN Assistant General Counsel

Guests

Bill Dial, CHRO, CSN

Lawrence Weekly, CDO & COS, CSN

IMPORTANT INFORMATION ABOUT THE AGENDA AND PUBLIC MEETING

NOTE: Below is an agenda of all items scheduled to be presented and considered. Notification is hereby provided that items on the agenda may be taken out of order and presented, two or more agenda items may be combined for consideration,

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and an agenda item may be removed from the agenda or discussion relating to an item on the agenda may be delayed at any time.

Some agenda items are noted as having accompanying reference material. Reference material may be accessed by contacting the CSN Foundation for copies or at the meeting. The agenda may also be accessed on the Internet by visiting the College of Southern Nevada's Foundation's webpage at: <http://www.csnfoundation.org>. Copies of the reference material and any additional support materials that are submitted to the CSN Foundation and then distributed to the members of the CSNF Board of Trustees after the posting of this agenda but before the meeting, will be made available upon request by calling Frank Woodbeck, CSNF Interim Executive Director at (702) 651-7310. Furthermore, copies of any such materials will also be available on the CSN Foundation webpage at: <http://www.csnfoundation.org>. Reasonable efforts will be made to assist and accommodate physically disabled persons to participate in the meeting. Please call the Frank Woodbeck, CSNF Interim Executive Director at (702) 651-7310 in advance so that arrangements may be made.

PUBLIC COMMENTS: Public comment will be taken during this agenda item. No action may be taken on a matter raised under this item until the matter is included on an agenda as an item on which action may be taken. Comments will be limited to two minutes per person. Persons making comment are asked to begin by stating their name for the record and to spell their last name. The Board Chair may elect to allow additional public comment on a specific agenda item when that agenda item is being considered. In accordance with Attorney General Opinion No. 00-047, as restated in the Attorney General's Open Meeting Law Manual, the Board Chair may prohibit comment if the content of that comment is a topic that is not relevant to, or within the authority of, the Board of Trustees, or if the content is willfully disruptive of the meeting by being irrelevant, repetitious, slanderous, offensive, inflammatory, irrational or amounting to personal attacks or interfering with the rights of other speakers.

AGENDA

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| 1. | WELCOME, CALL TO ORDER AND ROLL CALL
<i>ESTIMATED TIME: 2 minutes</i> | <u>INFORMATION ONLY</u> |
| 2. | PUBLIC COMMENT
<i>(See foregoing notation regarding public comment)</i>
<i>ESTIMATED TIME: 2 minutes</i> | <u>INFORMATION ONLY</u> |
| 3. | APPROVAL OF MINUTES
Chair Edgar Patino will present the minutes from the meeting held on June 16, 2021 for approval.
<i>ESTIMATED TIME: 2 minutes</i> | <u>FOR POSSIBLE ACTION</u> |
| 4. | PRESIDENT'S REPORT
CSN President Federico Zaragoza will provide an update on CSN activities.
<i>ESTIMATED TIME: 15 minutes</i> | <u>INFORMATION ONLY</u> |
| 5. | GOVERNANCE CHAIR'S REPORT
Reed Radosevich, Governance Chair will provide an update on certain matters discussed at the Executive Committee meeting. These matters include: <ul style="list-style-type: none"> • Ratification: Creation of Ad hoc Committees. The Board approved a bylaws change allowing the creation of ad hoc committees for certain specific tasks, and included the provision to allow | <u>FOR POSSIBLE ACTION</u> |

subject matter experts who are not board members to serve on these committees, as long as there are at least two board members leading the committee and that the number of board members on the committee equal or exceed the number of outside parties serving. Pursuant to this bylaw revision, the Executive Committee approved a Resolution for the creation of an ad hoc committee to study and recommend an Investment Policy for the Foundation. This committee will be led by Trustee Jeffrey Cooper and another Board member to be named. We are seeking ratification of the approval of the Resolution creating the committee at this time.

- The Governance Committee is seeking to add members to the Board of Trustees, and is seeking nominees from the Board for consideration. Please submit your nominees and a brief bio for each to the Governance Committee for consideration. The CSNF Bylaws, Article III, Section 2, confirm a Board size of not less than eleven (11) and a maximum of thirty-five (35). The current Board has fourteen (14) members.

ESTIMATED TIME: 10 minutes

6. CHAIRMAN’S REPORT FOR POSSIBLE ACTION

Edgar Patino, Board Chair will provide an overview of activities that have occurred since the last Board meeting, and report on the following matters:

- The search for the new Executive Director, and an update on the outcome.
- Report on the Grand Opening of the Betty Engelstad Health & Sciences Building.

ESTIMATED TIME: 10 minutes

7. EXECUTIVE DIRECTOR SEARCH FINAL REPORT INFORMATION ONLY

Dr. Bill Dial, Chief Human Relations Officer for CSN will provide a final report on the Foundation Executive Director search and respond to any questions the Board may have regarding the process.

ESTIMATED TIME: 5 minutes

8. AUDIT AND FINANCE COMMITTEE UPDATE FOR POSSIBLE ACTION

Jeff Cooper, Audit and Finance Committee Chair, will provide recommendations to the board for approval on the following matters:

- Discussion and request to approve an increased engagement fee for Ellsworth-Stout to perform the annual audit for FY2021.
- Update on formation of the Investment Policy Subcommittee.
- Report on short term investment of NV Energy endowment funds.

ESTIMATED TIME: 10 minutes

9. CSN 50TH ANNIVERSARY CELEBRATION PLAN FOR POSSIBLE ACTION

Celebration Chair, Lawrence Weekly, will provide an update on the proposed 52-week celebration(s) that will take place beginning the week of August 23, 2021, and propose requests for participation from the Foundation Board of Trustees.

ESTIMATED TIME: 30 minutes

10. EXECUTIVE DIRECTOR REPORT INFORMATION ONLY

Interim Executive Director Woodbeck will provide an update on Foundation activities since the last board meeting.

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ESTIMATED TIME: 10 minutes

11. SCHOLARSHIP UPDATE

INFORMATION ONLY

Jocelyn Metoxen, Philanthropy Coordinator, will present an update on CSNF scholarship and award activity.

ESTIMATED TIME: 10 minutes

12. NEW BUSINESS

INFORMATION ONLY

Items for consideration at future meetings may be suggested. Any discussion of an item under “New Business” is limited to description and clarification of the subject matter of the item, which may include the reasons for the request.

ESTIMATED TIME: 2 mins

13. PUBLIC COMMENT

INFORMATION ONLY

(See foregoing notation regarding public comment)

ESTIMATED TIME: 2 minutes

14. ADJOURN

Next Board meeting: Wednesday, December 8, 2021

This notice and agenda have been posted at or before 9:00 am on the third working day before the meeting, in accordance with NRS 241.020 and at the following public locations:

- CSN Foundation’s website (<http://sites.csn.edu/foundation/>)
- The Nevada Public Notice website pursuant to NRS 232.2175 (<http://notice.nv.gov/>)