

NEVADA STATE COLLEGE FOUNDATION
MEETING OF THE MEMBERS OF THE CORPORATION

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- Members Present:
- Dr. Jason Geddes, Chairman
 - Dr. Mark W. Doubrava, Vice Chairman
 - Dr. Patrick R. Carter
 - Ms. Amy J. Carvalho
 - Mrs. Carol Del Carlo
 - Mr. Trevor Hayes
 - Mr. Sam Lieberman
 - Mrs. Cathy McAdoo
 - Mr. Donald Sylvantee McMichael Sr.
 - Mr. John T. Moran
 - Mr. Kevin J. Page
 - Ms. Laura E. Perkins
 - Mr. Rick Trachok

Chairman Geddes called the meeting to order at 9:17 a.m. with all members present.

1. Information Only– Public Comment None.
2. Approved – Annual Report The Members of the Corporation approved the Nevada State College (NSC) Foundation Annual Report, including the Annual Gift Report, as presented by Ms. Marilyn Jentzen, Chair of the NSC Foundation. NSC2 on file in the

cal year 2019 was an exceptional fundraising year for the Foundation. The primary focus was the Teachers Now campaign which funded both the construction of the new School of Education Building and also provided scholarship support for the College's Education programs.

In the past fiscal year, the Foundation received transformational gifts from donors for construction and program support.

In January 2020, NSC will break ground on the new Glenn and Ande Christenson School of Education Building, and NSC renamed an existing building to the Bob and Alison Kasner Academic Building.

The Foundation announced the public phase of the Teachers Now campaign and anticipate completing the campaign's \$12 million dollar goal by the end of fiscal year 2020.

NSC continues to work with CSN to raise funds for the shared Health Science Building.

In addition to a 931 percent increase in gifts and pledges from the previous fiscal year, the Foundation also highlighted the increase in gifts processed and first-time donors.

The Foundation hired a business and operations manager to the team.

The Foundation received an unqualified audit.

The Foundation reviewed and updated bylaws to align with NSHE standards.

The Foundation has exciting initiatives around alumni engagement, fundraising events and even more opportunities to bring the Foundation Board and the community to campus.

Regent Hayes left the meeting.

Regent Carvalho moved approval of the NSC Foundation Annual Report. Regent Lieberman seconded. Motion carried. Regent Hayes was absent.

3. Information Only – Officers – The members of the Board of Trustees of the NSC Foundation selected the following individuals to serve as the officers of the Foundation from January 1, 2020, through December 31, 2020:

Marilyn Jentzen, Chair
 Dan Gerety, Vice Chair
 Charles Rinehart, Treasurer

4. Approved – Consent Items The Members of the Corporation approved the NSC Foundation consent items.
 - 4a. Approved – Financial Statements and Management Letter The Members of the Corporation approved the NSC Foundation Financial Statements and Management Letter for the year ended June 30, 2019, along with the top 10 payee schedule. (Ref. NSC4a(1) and NSG4a(2) on file in the Board Office).

4. Approved – Consent Items(Continued)

4b. Approved – Appointment

4. Approved – Consent Items(Continued)

4d. Approved – Foundation Amended Bylaws(Continued)

- 6) Amendment to Article II Section 2 where section to define tenure was previously Section 1. Also changed definition of tenure.
- 7) Amendment to Article II Section 3 to define the purpose of the annual meeting, previously was Section 2
- 8) Amendment to Article II Section 4 to define special meetings based on Board of Regents bylaws per Title 1, Article V, Sec. 3 of the Handbook. This previously was Section 3
- 9) Amendment to Article II Section 5 to define quorum of the Board of Regents as 7 members. This was previously Section 4
- 10) Amendment to remove Section 5, participation by telephone. This is now the section regarding quorum
- 11) Amendment to Article II Section 6 to include the words "Upon reasonable demand"
- 12) Amendment to Article III Section 1 to include the definition of "trustee"
- 13) Amendment to Article III to split sections on Powers and Terms. Section 2s now "Powers" and Section 3 is now "Duties"
- 14) Amendment to Article II Section 2 B includes the words "management, distribution"
- 15) Amendment to Article III Section 2 g and h, removing the word "Trustees"
- 16) Amendment to Article III Section 2 to include j and k, which define the powers of the Foundation to include accepting contributions and appointing an Executive Committee
- 17) Amendment to Article III to include Section 3 which defines the duties of the Trustees
- 18) Amendment to Article III Section 4, Qualifications, Election, Tenure, which was previously Section 2.
- 19) Amendment to Article III Section 4 to change the maximum number of board members from 27 to 30.
- 20) Amendment to Article III Section 4, a to indicate the board shall meet four times a year, and that the first meeting of the fiscal year will be the annual meeting of the board, which will be held prior to the Board of Regents meeting in December
- 21) Amendment to Article III Section 4 to add "b", which indicates the board will name the officers of the board, presented by the Executive Committee.
- 22) Amendment to Article III Section 4 to add "c", which explains that the Committee on Trusteeship will bring the names of new trustees to the committee and that each trustee will have a term of three years.
- 23) Amendment to Article III Section 4 where the section regarding ex-officio members is now under "d" and previously under "c"

4. Approved – Consent Items(Continued)

4d. Approved –

4. Approved – Consent Items(Continued)

Regent Lieberman moved approval of the NSC Foundation consent items. Regent ~~Palmer~~ seconded. Motion carried. Regent Hayes was absent.

5. Information Only– New Business None.

6. Information Only– Public Comment None.

The meeting adjourned at 9:27 a.m.

Prepared by: Angela R. Palmer
Special Assistant and Coordinator
to the Board of Regents

Submitted for approval by: Dean J. Gould
Chief of Staff and Special Counsel
to the Board of Regents

Approved by the Board of Regents at its March 5 & 6, 2020, meeting.