

**Board of Trustees Meeting Minutes  
9:00 a.m.**

***Nampa Campus Administrative Building  
President's Conference Room  
6056 Birch Lane, Nampa, Idaho***

***August 21, 2018***

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**CALL TO ORDER**

Chair Dunham called the meeting to order at 9:00 a.m.

**ATTENDANCE**

**TRUSTEES:**

Mark Dunham, Chair  
Emily Walton, Vice Chair *(on telephone)*  
Stan Bastian, Secretary/Treasurer  
Mary Niland *(absent)*  
Skip Smyser

**ALSO PRESENT:**

Bert Glandon, President  
David Shellberg, Executive Vice President, Instruction and Student Services  
Craig Brown, Vice President, Operations  
Mark Browning, Vice President, Communications and Government Relations  
Lillian Talley, Executive Director, Human Resources  
Laura Mulkey, Executive Director, Foundation  
Steve Berenter, In-House General Counsel  
Patrick Tanner, Assistant Vice President, Enrollment and Student Services  
MaryJo Hayes, Associate Controller, Business Office  
Stephanie Ritchie-Breach, President, Faculty Senate  
Audrey Eldridge, Director, Marketing & Communications  
Nick Miller, Attorney, Hawley Troxell  
Christian Anderson, Vice President, Zion's Public Finance  
Stephanie Harder, Executive Assistant and Board Liaison

**VISITORS**

Bob Van Arnem

**NO PUBLIC COMMENT**

**AGENDA AMENDMENT**

**(M/S) SMYSER/BASTIAN MOVED TO AMEND THE AGENDA AND REMOVE THE FY19 BUDGET REVISION LINE ITEM FROM THE BOARD MEETING AGENDA. MOTION PASSED UNANIMOUSLY.**

**CONSENT AGENDA**

**(M/S) SMYSER/BASTIAN MOVED TO APPROVE THE CONSENT AGENDA AS PRESENTED. MOTION PASSED UNANIMOUSLY.**

**BOARD COMMITTEE REPORTS**

• **FINANCE COMMITTEE**

- Trustee Bastian gave the Board an overview of the Finance Committee's activities.
- Associate Controller Hayes presented the July Financials to the Board.
- Chair Dunham stated that the mileage reimbursement reports are helpful, but the reports need additional lines added to include travel for the past several months.
- Associate Controller Hayes stated that she would work with Accounts Payable Coordinator Kodesh to incorporate the changes requested.

• **FOUNDATION**

- Trustee Walton discussed the Foundation Board meeting that was held on August 9, 2018.
- Trustee Walton stated that the Foundation Board will host their Opening Doors Annual Foundation Scholarship Dinner on October 3, 2018.
- Trustee Walton added that the Directors of the Foundation Board are reviewing the Food Bank Memorandum of Agreement. There is a possibility that the Foundation Board would need to significantly increase liability insurance coverage for the Food Bank agreement. The topic will be covered at the next Foundation Board meeting which is scheduled for September 13th.
- Executive Director Mulkey stated that the topic of increasing liability insurance coverage was discussed at the last Foundation Board meeting; however, since a quorum was not present, the topic will be revisited at the September Foundation Board meeting.
- Chair Dunham stated that he would like a copy of the Foundation Governing Laws to review.
- Executive Director Mulkey stated that she will provide Chair Dunham with the Foundation Governing Laws.

• **NO COMMUNITY OUTREACH REPORT**

• **POLICY**

- Trustee Smyser stated that he does not have a new report for Policy this month.

**ASPEN CREEK PURCHASE & SALE AGREEMENT**

- Vice President Brown gave the Board an overview of the Aspen Creek Purchase & Sale Agreement.

**ACTION ITEM: APPROVE THE RESOLUTION TO DELEGATE AUTHORITY TO THE PRESIDENT AND VICE PRESIDENT, OPERATIONS, TO WAIVE CONDITIONS PRECEDENT TO CLOSING OF PURCHASE OF PROPERTY, AND RELATED MATTERS.**

**(M/S) SMYSER/BASTIAN MOVED TO APPROVE RESOLUTION TO DELEGATE AUTHORITY TO THE PRESIDENT AND VICE PRESIDENT, OPERATIONS, TO WAIVE CONDITIONS PRECEDENT TO CLOSING OF PURCHASE OF PROPERTY, AND RELATED MATTERS. MOTION PASSED UNANIMOUSLY.**

#### **ASPEN CREEK PURCHASE- COP FINANCING**

- Vice President Brown presented the COP Financing package for the Aspen Creek Purchase.
- Attorney Miller walked the Board through the Aspen Creek Purchase COP Financing documents.
- Trustee Bastian inquired of the line item “receive rating” on the Certificate of Participation calendar of events.
- Vice President Anderson explained the agency rating that CWI received on August 14, 2018.
- The Board discussed changing the wording on the levy election Resolution form to include primarily a reference to the Health Science building.
- Vice President Anderson proposed that the proposed language be reversed on the levy election Resolution to show the Health Science building as the main purpose for funding, followed by the line item that lists all other purposes as permitted by law.
- Vice President Anderson added that he believes the reversal in the language order on the election will help preserve flexibility.
- Trustee Smyser suggested that counsel prepare an amended levy election Resolution with the proposed language revisions for the Board to review.
- Attorney Miller will revise the levy election resolution with the proposed language revisions for the Board to review again.
- Trustee Smyser complimented the team and stated that he was impressed with the quality of the work and detail.

#### **ACTION ITEM: APPROVE RESOLUTION AUTHORIZING CERTIFICATE OF PARTICIPATION FINANCING**

**(M/S) BASTIAN/WALTON MOVED TO APPROVE THE RESOLUTION OF THE BOARD OF TRUSTEES OF THE COLLEGE OF WESTERN IDAHO APPROVING AND AUTHORIZING THE ISSUANCE AND PROVIDING FOR THE NEGOTIATED SALE OF THE PRINCIPAL AMOUNT OF UP TO \$14,000,000 ANNUAL APPROPRIATION CERTIFICATES OF PARTICIPATION, SERIES 2018; DELEGATING AUTHORITY TO THE PRESIDENT AND VICE PRESIDENT OF FINANCE FOR THE SALE THEREOF; APPROVING AND AUTHORIZING THE EXECUTION OF A PRIMARY LEASE, AN ANNUAL APPROPRIATION LEASE AGREEMENT AND AN ANNUAL APPROPRIATION TRUST INDENTURE, TOGETHER WITH OTHER RELATED DOCUMENTS; RATIFYING ACTIONS HERETOFORE TAKEN; AND PROVIDING FOR RELATED MATTERS. MOTION PASSED UNANIMOUSLY.**

#### **HEALTH SCIENCE BUILDING PLANT FACILITIES LEVY**

- Vice President Anderson presented an overview of the Health Science Building Plant Facilities Levy to the Board.
- Trustee Bastian inquired of how CWI plans to will handle the rising costs of construction.

- Vice President Brown stated that CWI will be working with a contractor from the start of the project to ensure the budget and scope are in line.
- The Board agreed that they would like to continue to pursue the \$39,000,000 plant facilities levy considering many factors such as likely inflation and less funding from local businesses.
- The Board requested that the revised language on the plant facilities levy election be distributed well in advance of the election.
- Attorney Miller stated that he will send the revision of the levy election to the Board shortly.

**CHAIR'S REPORT**

- Chair Dunham stated that he sent the Idaho Consortium of Community Colleges (ICCC) meeting minutes to the Board.
- The next Idaho Consortium of Community Colleges (ICCC) meeting will be held on September 10, 2018.
- Chair Dunham discussed the Vice President of Instruction candidate search with the Board.


**PRESIDENT'S REPORT**

- President Glandon discussed the Community College Presidents' Retreat that was held in Coeur d'Alene on July 25-27, 2018.
- President Glandon added that Lieutenant Governor Brad Little attended the Community College President's Retreat.
- President Glandon stated that he will forward on the meeting notes from the retreat to the Board.
- President Glandon discussed the State of the College Address.
- Vice President Browning & Director Eldridge presented the Community Education Campaign to the Board.
- President Glandon discussed his recent meeting with the ASCWI students.

**(M/S) BASTIAN/WALTON MOVED TO ADJOURN THE MEETING AT 11:31 A.M. MOTION PASSED UNANIMOUSLY.**



Stanley Bastian, Secretary/Treasurer



Date Signed