

**NORTHWEST COLLEGE BOARD OF TRUSTEES
MINUTES OF REGULAR MEETING
August 12, 2013**

MEMBERS PRESENT: Vice President/Secretary Mr. JOHN HOUSEL; Treasurer MR. RICK LAPLANTE; Trustees DR. PAUL FEES, MS. NADA LARSEN, and MR. JIM VOGT.

MEMBERS ABSENT: President Mr. MARK WESTERHOLD and Trustee MS. CAROLYN DANKO.

OTHERS PRESENT: DR. STEFANI HICSWA, President; DR. SEAN FOX, Vice President for Student Services; DR. GERALD GIRAUD, Vice President for Academic Affairs; MR. MARK KITCHEN, Vice President for College Relations; MR. KIM MILLS, Vice President for Administrative Services; MS. SHELBY WETZEL; MR. SHELDON FLOM; MS. JILL ANDERSON; MS. JEANNIE HUNT; MR. MERVIN LARSEN; MS. ILENE OLSON, the *Powell Tribune*; and MS. CYNTHIA CICCI, Executive Secretary to the President and Board of Trustees.

CALL TO ORDER: The regular meeting of the Northwest College Board of Trustees was held on Monday, August 12, 2013, at 4 p.m. in the Meeteetse School cafeteria.

A APPROVE THE AGENDA: **A motion was made by Trustee Vogt and seconded by Trustee Larsen to approve the agenda as presented. Motion carried.**

A APPROVE MINUTES OF REGULAR MEETING AND BUDGET HEARING OF JULY 15, 2013: **A motion was made by Trustee LaPlante and seconded by Trustee Vogt to approve the minutes of the July 15, 2013 regular meeting and budget hearing as presented. Motion carried.**

CONSTITUENT GROUP REPORTS: Faculty Organization (FO) President Jeannie Hunt reported that summer classes and two summer camps have ended. Faculty members liked the new summer registration process and are eager to learn enrollment numbers. Faculty members are preparing for fall semester with a new faculty orientation.

Professional Staff Organization (PSO) representative Sheldon Flom reported that after classes begin, the PSO will hold its first meeting to set an agenda for the year.

A CHECK REGISTER: In a review of the check register, Trustee Vogt asked if College credit cards generate air miles for use by NWC. Finance Director Flom responded that such benefits are not available on corporate credit cards; however, President Hicswa will have the issue researched further and will report back to the Board. Trustee Housel inquired about several line items on page 27 of the check register that lacked description. Finance Director Flom explained that the charges were for switches and cables for the Internet update in the residence halls, and that the description came directly from the purchase order to the manufacturer. After responding to other questions regarding the lease payment for the relay tower on the McCullough Peaks and the Printing Services copier lease, **a motion was made by Trustee Larsen and seconded by Trustee Vogt to approve the check register as presented. Motion carried.**

**A FOURTH QUARTER
BUDGET AND CASH FLOW
REPORT:**

Finance Director Flom presented the Fourth Quarter Budget and Cash Flow Report. Operating Fund revenue is up compared to last year and expenses are lower. Revenue in the Auxiliary Fund is almost the same as last year, while expenses are up \$220,000 from last year at this time. In response to an inquiry by Trustee Fees, Mr. Flom explained that the Business Office occasionally used to extend credit to students whose financial aid hadn't come yet so they could purchase books. He added that Follett provides NWC with \$1,000/year for student book scholarships. **A motion was made by Trustee Larsen and seconded by Trustee LaPlante to approve the fourth quarter budget and cash flow report as presented. Motion carried.**

**FOUNDATION RESOURCE
COLLABORATION
DISCUSSION:**

Foundation Executive Director Wetzel explained that as the primary fundraising organization for the College, the Foundation has the autonomy to develop its own fundraising programs. However, in order to support NWC's mission and goals, the Foundation's work should be compatible with institutional plans, programs and policies. A recent Development Audit identified the need for a more formal mechanism to help the Foundation identify potential fundraising areas.

The Agreement for Exchange of Services between Northwest College and the Foundation notes that NWC will not less than annually provide the Foundation with its "projects, programs, goals and objectives for the Foundation's consideration in developing fundraising programs and campaigns for the College's benefit..." With this in mind, a Foundation work group drafted parameters for a process that would link the Foundation and the College in a regular, focused manner and provide input reflecting multiple perspectives. It includes forming a Foundation Resource Collaboration Group to help identify potential projects that might be meaningful to donors and valuable to Northwest College. The group, consisting of three Foundation Board members, two Trustees, and select College staff would meet twice a year to provide the Foundation with projects, programs, goals and objectives for consideration in developing fundraising campaigns to benefit the College.

President Hicswa added that using this document and the NWC Strategic Plan to provide the Foundation with a bigger picture of where fundraising projects are needed will help ensure that both Boards are working with complementary goals in mind. Trustees were favorable to the idea. More specific information was included in the Board materials, and the Trustees will be asked to approve the concept at next month's meeting.

**NWC/FOUNDATION
YELLOWSTONE BUILDING
LINE OF CREDIT
DISCUSSION:**

Foundation Executive Director Wetzel reminded Trustees that as part of the Yellowstone Building financing plan, the Foundation will assist the College in making payments to First Bank of Wyoming in order to shorten the duration of the commercial loan. When that debt is cleared, NWC will re-pay the Foundation. The Foundation Board is choosing to structure this internal financing as a line of credit that provides the College with flexibility to make annual decisions on borrowing and repayment amounts based on its budget situation from year to year. The overall terms approved by the Foundation are to provide up to \$300,000/year for four years (a maximum of \$1.2

million) at an interest rate of two percent. Foundation Executive Director Wetzel and Finance Director Flom worked with Attorney Tracy Copenhaver to produce a draft contract for both boards detailing the specifics of the agreement which was included in the Board materials.

Discussion regarding the proposed Financing Agreement followed during which Finance Director Flom clarified that NWC has enough cash reserves to pay the loan in full. In reference to paragraph #4, Trustee LaPlante did not recall that the Board of Trustees approved using all of the revenue generated from the new \$5/credit facilities fee toward payment of the annual loan obligation. Ms. Wetzel explained that the fee goes into effect this fall and the revenue produced will be used for the multi-purpose sport court as an investment in current students. After that is paid off, 100% of the fee will go to repaying the loan. Trustee LaPlante suggested that the phrase be changed from "all" to "most" so as to not obligate this or future Boards. Mr. Flom felt certain the wording could be changed since the student fees were to be considered a "source" of payment. Trustees were also assured the line of credit has no pre-payment penalty.

Foundation Executive Director Wetzel explained that since the proposed financing agreement was drafted by Attorney Tracy Copenhaver who represents both the College and the Foundation, both entities are being asked to waive the conflict of interest.

In addition to possibly changing the order of paragraphs #2 and #3, the proposed wording change will be incorporated and the Board will be asked to approve the updated document at its September meeting.

REPORTS:

College President:

President Hicswa discussed federal, state, local and campus issues in her written report to the Board. She also provided more detail regarding the accomplishments of the two-day, off-campus planning session with the Vice Presidents. Her teleconference with University of Wyoming (UW) President Sternberg was a discussion regarding the potential for more partnerships between the two entities.

CITIZENS' OPEN FORUM:

Citizens' Open Forum convened at 5 p.m. during which Mr. Mervin Larsen thanked the Board for holding its meeting in Meeteetse. The Citizens' Open Forum was adjourned.

Board Committees:

Trustee Vogt reported on the Wyoming Association of Community College Trustees (WACCT) and Wyoming Community College Commission (WCCC) meetings that he and Trustee Danko attended in Torrington, WY on July 25-26, 2013. He encouraged all Trustees to attend the 3rd annual Wyoming Community College Summit on October 17th in Laramie, WY and asked them to mark their calendars for the WACCT Legislative Reception to be held February 20th in Cheyenne, WY.

Vice Presidents:

Vice President Mills reported there were no new bid or contract issuances. He apologized for not having an update on the pavement and asphalt projects but promised a report at next month's meeting.

Human Resources Director Anderson gave an update on the Personnel Status Report.

In addition to his written report in the Board materials, Vice President Mills thanked Finance Director Flom and others at NWC who helped make the Bookstore transition go smoothly. The Yellowstone Building construction is on schedule and within budget. In response to an inquiry by Trustee Fees, Vice President Mills explained that CTA Architects has the contract with the State of Wyoming to supervise the contractor, and Engineering Associates of Cody performs quality control. The College has more of an observing role but is involved in decision making.

In addition to his written report in the Board materials, Vice President Kitchen reported that the one-on-one meetings with legislators have mostly been to introduce President Hicswa and build relationships.

In response to questions on his written report, Vice President Giraud reported that the summer bridge program in math was not offered due to low enrollment; however, he is optimistic that it will be offered next summer if funding is available. Vice President Giraud also responded to questions regarding the closure of the Math Tutoring Center. In response to an inquiry by Trustee LaPlante, President Hicswa offered to follow-up on planning for the 2014 Spring Roundup.

In addition to his written report in the Board materials, Vice President Fox distributed an enrollment report which listed a headcount of 1,553 and FTE of 1,571, effective today. Enrollment is expected to be down slightly from last year. The report included comparison information from the other Wyoming community colleges. In addition to the things being done to address the situation which he mentioned in last month's preliminary fall enrollment report, Vice President Fox said letters are being sent to potential students letting them know it's not too late to register for classes. In response to Trustee LaPlante's inquiry if there's analytical information showing where the decline is from, Dr. Fox said the number of international students is down from 80 last year to 50 this year. Other factors include smaller high school graduating classes, the Latter-day Saints (LDS) church lowering the age for missions, and the improved economy. Vice President Fox announced that the NWC Soccer Team is nationally ranked and will hold its first non-conference game against North Idaho College. Also, the Volleyball Team is holding an inter-squad scrimmage on August 16th during which there will be a break for audience members to ask questions about the game and the athletes.

Foundation Executive Director Wetzel offered to respond to questions on her written report in the Board materials.

**A CHANGE DATE OF
SEPTEMBER BOARD OF
TRUSTEES MEETING:**

President Hicswa reported that because Board President Westerhold missed the July and August Board meetings and has a conflict with the date of the September meeting, he is requesting the meeting be moved to September 16th. **A motion was made by Trustee Larsen and seconded by Trustee Fees to move next month's Board meeting to September 16th.** Trustees LaPlante and Vogt have conflicts and will be unable to attend. **Motion carried.**

Other Business

There was a brief discussion regarding bidding out the College's professional services contracts, e.g., the college attorney, etc. President Hicswa told Trustees that at today's meeting, PAC members discussed the benefits of bidding all contracts on a cyclical basis in order to be intentional and strategic.

President Hicswa invited Trustees to attend the continental breakfast and opening day meeting on August 21, 2013 and to the picnic that evening. Also, the Board Retreat will begin at 8 a.m. on August 15, 2013 at Thomas the Apostle Center in Cody.

NEXT MEETING:

The next regular Board of Trustees meeting is scheduled for Monday, September 16, 2013, in the Trapper Room located in the lower level of the DeWitt Student Center.

A ADJOURNMENT:

On a motion by Trustee LaPlante and a second by Trustee Vogt, the meeting adjourned at 5:51 p.m.