

Saint Mary's University of Minnesota
Winona, Minnesota

BOARD OF TRUSTEES

Meeting of
May 12, 2017

- 1. General Summary**
- 2. Official Resolutions
(General Session)**

Minutes of the May meeting of the Saint Mary's University of Minnesota Board of Trustees,
May 12, 2017

1. General Summary

The meeting was called to order by Ms. Mary Ann Remick, Chair of the Board of Trustees.

1. The meeting began with an opening prayer.
2. The roll call was taken by Ms. Mary Becker, Executive Assistant to the President. A quorum was declared.

Present: Ms. Mary Burrichter, Brother Kevin Convey, FSC, Brother Patrick Conway, FSC, Dr. John Domanico, Mr. Michael Dougherty, Dr. Marilyn Frost, Mr. Roger Haydock, Mr. James Horan, Ms. Betty Kabara, Ms. Linda Kuczma (via teleconference), Brother William Mann, FSC, Brother Michael McGinniss, FSC, Ms. Kaye O'Leary, Mr. Peter Pearson, Brother Gustavo Ramirez Barba, FSC, Ms. Mary Ann Remick, Mr. Joseph Ross, Mr. Terrance Russell, Brother Larry Schatz, FSC, Ms. Sandra Simon, Dr. John Smarrelli, Mr. Walter Smithe, Ms. Celeste Suchocki, Dr. Ann Trauscht, Ms. Mary Pat Wlazik

Absent and Excused: Brother Nicolas Gonzalez, FSC, Brother David Poos, FSC, Mr. Patrick Salvi

Also Present: Trustee Emeritus Loras Sieve

Resource Persons & Guests: Dr. Carolyn Ayers, Dr. Mark Barber, Ms. Mary Becker, Ms. Gena Bilden, Dr. Kyle Black, Mr. Michael Charron, Dr. Sarah Ferguson, Dr. Tim Gossen, Dr. Rebecca Hopkins, Ms. Audrey Kintzi, Ms. Bobbi Kochevar, Mr. Joe Malinao, Dr. Tom Marpe, Ms. Ann Merchlewitz, Mr. Ben Murray, Dr. John Pyle, Brother Robert Smith, FSC, Dr. David Sokolowski, Ms. Peggy Walters

3. Ms. Mary Ann Remick, Chair, called for comments from the public. There were none.
4. The minutes of the meeting of February 10, 2017, Saint Mary's University of Minnesota Board of Trustees were approved as submitted. (Official Resolutions 2.1)
5. Ms. Remick called for the reports from the committees.

5.1 **EXECUTIVE COMMITTEE** – reported by Brother William Mann, FSC

Legal Counsel reported to the committee and there were no extraordinary legal matters to report at this time. Brother William reported to the committee on several matters including enrollment (undergraduate, graduate and online), development and fundraising, construction and renovation, academic issues to include the business initiative, athletic initiative, leadership initiative and mission. A resolution was brought forth and passed unanimously in Executive Committee concerning the Slate of Officers for the 2017-18 fiscal year. (Official Resolutions 3.1)

5.2 **UNIVERSITY MISSION & TRUSTEES** – reported by Ms. Mary Ann Remick

The committee had not met so there was no formal report; however, it was reported that the committee continues to explore and pursue possible candidates for the Board. Dr. Tim Gossen reported briefly on our FGI (First Generation Initiative) program. Thus far we have had a total of 33 students commence from the program, and this year we will graduate five students. There were 37 students in the program for 2017-18 and our recruitment efforts continue. This summer will mark the 8th year for our C2C (Countdown to College) program and we will have 91 students participating. On May 23rd our SOAR breakfast event will take place on the Twin Cities campus which benefits the First Generation Initiative. Trustees were invited to attend.

5.3 **UNIVERSITY DEVELOPMENT & ALUMNI RELATIONS COMMITTEE** – reported by Mr. Terry Russell

With regard to gift status, we are at \$7.5 million accepted, \$7.8 million pending, \$11.2 million proposed, and \$4.2 million declined. Total gift income, both restricted and unrestricted for 2016-17, is at \$14.281 million. The goal was \$10 million. The Saint Mary's Fund is currently at \$719,000 of the \$800,000 goal. The capital campaign has 100% participation from both the alumni board and the trustees. The committee for the capital campaign meets monthly reported that we have raised \$49.7 million of our stated \$57 million dollar goal. This does not include Cascade Meadow for which we have raised another \$4.4 million thanks to the generosity of the Remick family. We have raised \$19.5 million of a \$20 million dollar goal for the Science and Learning Center. Currently there are 50 volunteers in Rochester, Winona, Chicago, and the Twin Cities to assist in the public phase of the campaign. The final year of the campaign will focus on the business center, the Twin Cities, and athletics. President of the Alumni Board, Bobbi Kochevar continues to work focusing on alumni board recruitment, designing a new engagement model, and governance issues for the Alumni Board. A resolution was brought forth and passed unanimously concerning the commencement of the public phase of the capital campaign. (Official Resolutions 2.2)

5.4 **UNIVERSITY STUDENTS AND ADMISSION** – reported by Mr. Michael Dougherty

Enrollment at the SGPP for 2016-17 has experienced a slight increase but a slight decrease in total credit hours. A goal of 1700 new students has been set for the 2017-18 school year which would represent a 2% increase. It was reported that there has been positive growth in the Bachelor Completion program. The committee had the opportunity to meet with the new VP for Enrollment, Mr. Dan Meyer. Dr. John Pyle reported a positive trend in admissions to the college and 300 new students are confirmed for the fall semester. Discussions are ongoing and preliminary with regard to a cooperative effort with programming in Vietnam. Dr. Tim Gossen reported on student life issues on campus. The student satisfaction survey results will be available in the fall. The administration is engaged in the review of the tuition pricing study, and further discussions will take place this summer with implementation expected this fall. A resolution was brought forth regarding Lyle Delwiche. (Official Resolutions 2.3)

5.5 UNIVERSITY FINANCE AND FACILITIES – reported by Ms. Mary Burrichter

For the current year, revenue was reported as being lower than projected but expenses were also reported as being lower, so it was felt we would come in on budget. Two resolutions were brought before the board concerning financing terms with the Minnesota Higher Education Facilities Authority and refunding of series 7C bonds with the Minnesota Higher Education Facilities Authority. (Official Resolutions 2.4 and 2.5)

5.6 UNIVERSITY INVESTMENT SUBCOMMITTEE – reported by Mr. Joe Ross

The committee had their annual in-person meeting with Northern Trust and it was reported that our funds are being well managed with ample oversight. Currently we are at plus or minus \$58 million in the endowment with the uptick in last year's market. It was felt that Northern's fees were very reasonable and that the committee was doing a good job managing our investments. Over the summer months the committee will examine our investments, which are a bit more conservative, and bring back to the board some suggestions at the October meeting.

5.6 UNIVERSITY AUDIT COMMITTEE – reported by Mr. Joe Ross

The committee met telephonically. The 990 was reviewed, approved by the Executive Committee, and it was submitted. The proposals for next year's audit were found to be reasonable, and we will proceed with the same firm next year.

5.7 UNIVERSITY FACULTIES AND ACADEMIC COMMITTEE – reported by Celeste Suchocki

A resolution was brought forth and passed unanimously concerning the awarding of degrees for this year's commencement. (Official Resolutions 2.6) A second resolution concerning the granting of tenure for five of our faculty members was brought forth and passed unanimously. (Official Resolutions 2.7) A third resolution was brought forth and passed unanimously authorizing the university to pursue development of a Master of

Public Health (MPH) Degree. (Official Resolutions 2.8) An opportunity for Saint Mary's to enter into a partnership with Thanh Tay University in Vietnam to offer bachelor's degrees was discussed. The parties have drafted an initial agreement that supports further investigation and exploration of the opportunity. A team from Saint Mary's has been invited to Vietnam to do due diligence with regard to the proposed partnership.

6. **OLD BUSINESS** - Trustees leaving the Board, Ms. Betty Kabara, Bro. Gustavo Ramirez Barba, Mr. Joe Ross, and Mr. Pat Salvi were mentioned and thanked for their years of service.
7. **NEW BUSINESS** - none
8. A motion was brought forth to adjourn the meeting. (Official Resolutions 2.9)

2. Official Resolutions Approved (General Session)

2.1 **Be it resolved** that the minutes from the February 10, 2017 Board of Trustees meeting be approved as previously submitted.

2.2 After careful review of the campaign activity to date and the successful launch of the leadership gift phase of the campaign, and in recognition of the \$49,705,046¹ raised to date 87% of the campaign goal, the committee offers the following resolution for approval by the board of trustees:

Be it resolved that we charge the development staff and Saint Mary's University community with the successful execution of the public phase of the capital campaign to commence immediately with a working goal of not less than \$57 million.

2.3 **Whereas**, Trustee Emeritus Lyle Delwiche was in his eighty-two years on this earth a trusted friend to many, an exemplary and hard-working businessman, and a loving and devoted husband, father, and grandfather; and

Whereas, Lyle Delwiche inspired us all with his intelligence and loyalty, his commitment to service, and his love of life; and

Whereas, Lyle Delwiche was for over twenty years an active and thoughtful member of this Board of Trustees; and

Whereas, Lyle Delwiche contributed his talents to the benefit of the university and its mission; and

Therefore, be it resolved that the Board of Trustees of Saint Mary's University of Minnesota acknowledges with a profound sense of loss the passing of our friend, colleague, and fellow trustee, Lyle Delwiche, a man of good spirit and exceptional generosity; and

Be it further resolved that the Board of Trustees extends its sincere, heartfelt sympathy to his wife, Hannie, and his family, who today and henceforth will remain in our thoughts and prayers.

The seal of Saint Mary's University of Minnesota is hereby affixed this 12th day of May 2017, at Winona, Minnesota.

2.4 **Whereas** the Board of Trustees approved the application to the Minnesota Higher Education Facilities Authority on October 9, 2015 for bridge financing not to exceed the amount of \$11,500,000; and

Whereas philanthropic contributions to the Science and Learning Center project have outpaced the project costs, delaying the need for financing and reducing the amount to \$5,500,000; and

Whereas the Minnesota Higher Education Facilities Authority, in conjunction with Saint Mary's University, negotiated a financing proposal submitted by U.S. Bank, with terms that fall within the previously approved parameters;

Therefore be it resolved that the Board of Trustees, accepts the proposal submitted by U.S. Bank, with the final terms dated April 14, 2017, for the financing of the Science and Learning Center in the amount of \$5,500,000, plus cost of issuance, with a true interest cost not to exceed 4.00%.

Be it further resolved that the Board of Trustees authorizes Brother William Mann, President, and Benjamin Murray, Vice President for Financial Affairs, to prepare documents and execute transactions to complete the financing.

- 2.5** **Whereas** the Vice President for Financial Affairs has presented to the Board of Trustees a proposal for the refunding of certain bonds outstanding in the approximate amount of \$2,630,000, issued in 2010 as Series 7C for the construction of Hillside Hall;

Therefore be it resolved that the appropriate officers of this University, acting individually or together, are authorized to prepare and submit a supplement to the financing application previously submitted to the Minnesota Higher Education Facilities Authority with all necessary exhibits for the purpose of authorizing the refunding of the Series 7C Bonds;

Be it further resolved that the Board of Trustees, accepts the proposal submitted by U.S. Bank, with the final terms dated April 14, 2017, for the refunding of the Series 7C bonds in the amount of \$2,450,000, with application of released debt service reserve funds of approximately \$369,000 and a true interest cost not to exceed 4.00%;

Be it further resolved that the Board of Trustees authorizes Brother William Mann, President, and Benjamin Murray, Vice President for Financial Affairs, to prepare documents and execute transactions to complete the financing.

- 2.6** **Be it resolved** that the Board of Trustees, based on the recommendation of the Faculties and Academic Administration, and with the approval of the President, authorizes the awarding of degrees from May 2017 to April 2018 as certified by the Registrars.
- 2.7** **Be it resolved** that the Board of Trustees grants tenure, beginning with the 2017-2018 academic year, to Moni Berg-Binder, PhD, Demian Cho, PhD, Erin Mae Clark, PhD, Derek Jackson, MBA, and Matthew Rowley, PhD, based on the recommendation of the President, in consultation with the Academic Administration and the Faculty.
- 2.8** **Be it resolved** that the Board of Trustees authorizes the development of a program leading to a Master of Public Health (MPH) degree pending internal approval from the Curriculum Committee of the Schools of Graduate and Professional Programs, the dean

of the Graduate School of Health and Human Services, and the Chief Academic Officer and Vice President of the Schools of Graduate and Professional Programs.

2.9 Be it resolved that the May 12, 2017 meeting of the Saint Mary's University Board of Trustees be adjourned.

¹This total does not include the \$4.4 million gift made by Jack and Mary Ann Remick for the expansion of Cascade Meadow.

