

MINUTES of the REGULAR MEETING
of the BOARD OF TRUSTEES of VICTORIA COLLEGE
November 26, 2018

√ V. Bland Proctor	X Dr. Daniel Cano
√ Luis A. Guerra	√ Catherine McHaney
√ John Zacek	√ Dr. Josie Rivera
	√ Ron Walker

STAFF

√ Dr. David Hinds	√ Jennifer Yancey
√ Mary Ann Rodriguez	

MEDIA

√ Gabby Canales

Guests: Keith Blundell, Jerry Hamilton, Babette Lowe, Shari Gould, Matt Wiley, Cindy Buchholz, Dr. Edrel Stoneham, Terri Kurtz, Dr. Patricia Rehak, Lydia Huber, Tracey Bergstrom, Dr. Helen Dvorak, Jacob Flores, Amy Mundy and Sharon Hyak.

The Victoria College Board of Trustees met Monday, November 28, 2018 at 4:00 p.m. in the Corporate Training Room - 101 of the Academic Building.

A. Call to Order:

1. Mr. V. Bland Proctor called the meeting to order at 4:00 p.m. and announced that a quorum of board members was present
2. Dr. David Hinds certified that the agenda had been properly posted per Texas statute.

B. Citizen Communication:

1. The Public was invited to address the board. No public comments at this time.

C. Consider Board of Trustees Committee Reports:

N/A

D. Items for Consideration:

1. CONSIDER Minutes of the Regular Board Meeting held on 09.17.18

Mrs. Catherine McHaney moved to accept the minutes as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

2. CONSIDER Minutes of the Board Workshop held on 10.23.18

Mr. Luis Guerra moved to accept the minutes as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

3. **CONSIDER Minutes of the Personnel & Policy Committee Meeting held on 11.12.18**
Mrs. Catherine McHaney moved to accept the minutes as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

4. **CONSIDER August 31, 2018 Financial Statements**
Mr. Keith Blundell presented the financial statements for fiscal year-end August 2018, reminding members these were unaudited statements. He discussed the Statement of Net Assets as compared to the same time last year, noting most balances are comparable. He noted cash and investments are \$12.3 million, an increase of \$2 million over 2017. Excess cash continues to be invested in TexPool. There are no long-term investments. Mr. Blundell then reviewed the Consolidated Statement of Revenue, Expenses and Net Assets. State appropriations and ad valorem are at 100% of budget. Total revenue is at 104% of budget and 99% compared 2017. Total expenses ended at 99.85% of budget for the fiscal year. Net increase in net assets is \$1,231,240.
Mr. Luis Guerra reported out that the Finance & Resources committee had discussed the detailed financials during the 3PM meeting and members recommended approval of the financial statements as presented, therefore no second was needed. Motion carried unanimously.

5. **CONSIDER 2017-2018 Audited Financial Statements**
Mr. Keith Blundell introduced Mr. Carlos Cascos (partner with Patillo, Brown & Hill) to present the Annual Financial Report. He informed the board that the College again received an Unmodified Opinion, which is the most favorable opinion that can be received. He referred members to the Summary of Auditors' Results in the Schedule of Findings and Questioned Costs (pg. 63). No material weaknesses were identified in compliance, management or internal controls and no finding or questioned costs in federal or state programs were found. Mr. Cascos encouraged members to read the Management Discussion and Analysis. The MD&A provides a narrative introduction, overview and analysis of the financial position and changes in the financial position of the college from the prior year. He then reviewed the Statement of Net Position and Statement of Revenues, Expenses and Changes in Net Position noting variances from the prior year statements. All were comparable to the prior year. Mr. Cascos expressed his appreciation to the college staff for their work and assistance before and during the review. Mr. Blundell also expressed his appreciation to the staff, specifically Director of Finance Tracey Bergstrom. Mr. Bland Proctor also shared his appreciation and gratitude to Keith Blundell and Tracey Bergstrom and their team for their continued commitment to Victoria College. Mr. Luis Guerra reported out that the Finance & Resources committee had discussed the audit in detail during the 3PM meeting and they recommended approval of the 2017-2018 audited financial statements as presented, therefore no second was needed. Motion carried unanimously.

6. **CONSIDER 2019-2025 Campus Planning Items**
Mr. Keith Blundell introduced Dr. Larry Garrett, Director of Physical Plant who presented. Dr. Garrett shared with the board that, as described in detail at the 10/23/2018 Board Workshop, over the past two years Victoria College has engaged in a comprehensive facilities planning effort directed at developing a campus facilities master plan. The next step in this process is to engage the architect and design team to follow up on the conceptual plans presented at the workshop, and to enter the schematic design phase of

this project. Developing more detailed plans will allow more accurate estimation of costs. College administration recommended engaging Rawley McCoy and Associates, along with their design consultants, under the existing Continuing Services Agreement, to:

- Develop schematic floorplans of the proposed Comprehensive Student Center/Learning Commons which will allow better definition of the project scope and costs.
- Create a dimensioned site plan of the proposed campus improvements to detail the parking, traffic, utility, building footprint, and landscaping scope of the campus master plan. This plan will serve to efficiently coordinate the various construction phases of the project as they are implemented over the coming years.

Architect, engineering, and other professional fees are not to exceed \$600,000.00 for the recommended items. Mr. Blundell informed the board that Dr. Garrett would be retiring in December of 2018 but would come back part-time in February of 2019 to continue overseeing this project. He thanked Dr. Garrett for his years of service and continued dedication to Victoria College. Mr. Blundell then introduced the new Physical Plant Director, Mr. Marty Deckard. Dr. Josie Rivera moved to accept the planning items update and expenditure as presented. Mr. John Zacek seconded the motion. Motion carried unanimously.

7. CONSIDER Use Agreement with UHV

Mr. Keith Blundell presented. He informed the board that UH-V has requested temporary (approximately 2 years) use of VC property adjacent to the construction site of the UHV STEM building. Uses would include storage of construction materials, construction vehicle parking, and ancillary construction activities. UHV will restore the site to its current condition upon completion of the project. UHV will pay \$10.00/year in rent. Mr. Blundell is asking the board to authorize Dr. Hinds, VC President, to execute this agreement. Mrs. Catherine McHaney moved to accept this recommendation as presented. Mr. Luis Guerra and Mr. Ron Walker both seconded the motion. Motion carried unanimously.

8. CONSIDER Board Policies and Texas Association of School Board (TASB) Localization Project

Ms. Jennifer Yancey presented. She reminded the board that the College is collaborating with the Texas Association of School Boards and its Policy Online services to redesign Victoria College's Policy Manual through a "localization" project. The thirty-one policies submitted with this agenda constitute Phase 1 of 3. The project is anticipated to be completed by May 2019. The drafts were recommended by the Texas Association of School Boards (TASB) as part of the contract with the college to refine its policies, develop a system for timely statutorily required updates and provide a transparent means of hosting both legally required policies and local, unique policies. The proposed policies have been reviewed by the Personnel & Policy Committee. Mr. Luis Guerra moved to accept the Board Policies and TASB Localization project as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

9. CONSIDER Purchases of Goods or Services

Mr. Keith Blundell presented. He asked to board to consider the bid for purchase of Paper for FY 18-19 and to approve the recommendation for awards to School Specialty, FJ Business Forms, and Contract Paper Group.

Mr. John Zacek moved to accept the purchase and awarding as presented. Dr. Josie Rivera and Mr. Ron Walker both seconded the motion. Motion carried unanimously.

Mr. Blundell also presented the bid for purchase of the Re-roofing Project to replace/repair roof on Johnson Hall as part of the Deferred Maintenance Plan. Mrs. Catherine McHaney moved to accept the purchase and awarding as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

10. CONSIDER Professional Leave Request for Spring 2019

Ms. Cindy Buchholz presented. Sharon Hyak, Biology Professor, has requested to take professional leave for the Spring 2019 semester. The Professional Development Committee reviewed the request and it was conditionally approved pending acceptance of her prospectus. The acceptance has since been approved. Mr. Ron Walker moved to accept the leave request as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

11. CONSIDER Nominations of New Members to Advisory Board of the Museum of the Coastal Bend


Ms. Sue Prudhomme presented. The Advisory Board of the Museum of the Coastal Bend met on September 25, 2018 and voted to recommend Mr. Larry Nichols to a three-year term on the advisory board. Dr. Josie Rivera moved to accept the recommendation as presented. Mr. Ron Walker seconded the motion. Motion carried unanimously.


12. EXECUTIVE SESSION - The Executive Session is called under authority of the Texas Open Meetings Act, in accordance with Texas Government Code, Section 551.074, to discuss personnel matters and contract of employment of the College President. Mr. Bland Proctor called the meeting into executive session at 4:46 PM. He called Dr. Hinds into the first part of the executive session. The meeting resumed its Open Meeting status at 5:57 PM.

13. CONSIDER College President's Contract and Compensation Package

Mr. Luis Guerra made a motion to extend Dr. Hinds' contract by one year to 8/31/2021 and authorize a 3.7% salary increase (2.2% COLA and step of 1.5%), which is equivalent to a new annual salary of \$225,029.00, effective September 1, 2018. Mr. John Zacek seconded the motion. Motion carried unanimously.

There being no further business, the meeting adjourned at 5:59 p.m.


V. Bland Proctor, Chair


John Zacek, Secretary