

**MINUTES of the Special Board Meeting**  
of the BOARD OF TRUSTEES of VICTORIA COLLEGE  
**November 28, 2023**

V. Bland Proctor, <i>Chair</i>	Luis A. Guerra, <i>Vice-Chair</i>	John Zacek, <i>Secretary</i>	Dr. Daniel Cano	Catherine McHaney	Dr. Josie Rivera	Ron Walker
√	√	√	√	√	√	√

**Also in attendance:** VC Staff: Dr. Jennifer Kent, Mary Ann Rodriguez, Keith Blundell, , Cindy Buchholz, Jacob Flores, Jerry Hamilton, Betsy Crane, Babette Lowe, Darla Strother, Matt Wiley, Marty Deckard, Amy Mundy, Darin Kazmir Lillian Knezek and Bradley Johnson. Visitor: Mr. Roel Cantu with Cascos & Associates, PC.

The Victoria College Board of Trustees met for a special board meeting on Tuesday, November 28, 2023, at 4:00 PM in Corporate Training Room 101 in the Academic Building of Victoria College located at 2200 E. Red River, Victoria, TX. Mr. Bland Proctor, Chair, presided over the meeting.

**A. Call to Order:**

**1. Quorum Call:**

Mr. Bland Proctor called the meeting to order at 4:19 p.m. and announced that a quorum of board members was present.

**2. Certification of the Posting of the Notice of the Agenda**

Dr. Jennifer Kent certified that the agenda had been properly posted per Texas statute also in accordance with the provisions of Sections 551.125 and 551.127 of the Texas Government Code.

**B. Citizen Communication:**

**1. At this time, the public is invited to address the Board of Trustees.**

No members of the public spoke to the Board

**C. ITEMS FOR CONSIDERATION:**

**1. CONSIDER Minutes of Regular Board Meeting held on September 18, 2023**

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

**2. CONSIDER 2023 August Financial Statements**

Mr. Keith Blundell presented. He thanked Brittany Mace for all her hard work in preparing the financial statements along with working on the annual audit. Mr. Blundell then began with the Statement of Net Assets as compared to the same time last year, that total current cash and investments are at about \$34.209 million compared to about \$21.793 million same time last year. We are up about \$12.4 million. Mr. Blundell also noted that current liabilities are favorably to prior year. Total net position is at \$29.665 million. He informed the board that there is a new GASB 96 regarding software. \$720K had to be added due to software contracts. Mr. Blundell then reviewed the Statement of Revenues, Expenditures and Changes in Net Assets for the consolidated fund and the Gonzales Center and other projects funds in detail, asking if any clarification was needed as he proceeded. State appropriations are coming in as scheduled. He shared that Ad Valorem taxes are a little above budget at about 102.12%. He compared current year actual to 2022 actual and explained any differences. Tuition and fees for credit classes are at about 107.44% of budget. Non-credit is a little down

at about 84.99% of budget. He also noted that hours are currently flat but our rates are up about 4-5%. Mr. Blundell noted that our investment income is at \$595,138, way above last year as he covered earlier during his quarterly investment report. He also noted that our net increase is at \$1.318 million compared to \$2.710 million last year which is due to no longer receiving HEERF funds which we were aware of. Mr. Blundell noted on page 12-14 revenues equal expenditures, that is exactly what we want to see. He did make note that on page 13, Grants (State Restricted Funds), there is recorded expense of \$78K for TPEG. This is the only time of year this does not equal zero. Mr. Blundell also noted on page 15 of 21 that Auxiliary is at about \$835K in the red. This was not the case last year at this same time but that was due to receiving HEERF funds. He noted that on page 16 of 21 Ad Valorem taxes were at 101.89%. He also noted on page 16, the transfer of the \$10MIL from the bond election was transferred to the Project Fund. He moved on to page 18 of 21, pointed out that budget adjustments are at net \$0. He noted that on page 19, Gonzales Center now shows a balance of \$868 in case any needed projects occur. Mr. Blundell moved on to page 20 and 21. He shared that currently we have around \$20.670 million in the master plan budget with about \$3.052MIL already expended leaving us at about \$17.618 million. He clarified that this total does not include pledges. Mrs. Catherine McHaney moved to accept the statements as presented. Mr. John Zacek seconded the motion. Motion carried unanimously.

### **3. CONSIDER 2022-2023 Audited Financial Statements**

Mr. Keith Blundell presented. First, he gave kudos to Brittany Mace again for all of her hard work in assisting the firm with the annual audit. Mr. Blundell introduced Mr. Roel Cantu, with Cascos and Associates, PC. Mr. Cantu thanked the Board of Trustees, Mr. Blundell, Ms. Mace and his entire staff at Victoria College for their assistance in all aspects needed. Mr. Cantu shared with the board that the Independent Auditor's report shows an "unmodified" opinion, again the most favorable opinion possible. He touched on a few key notes worth mentioning. One being page 16 of the report which shows the Net Position for the EOY is at \$29.665 million compared to \$27.272 million last year. That is an increase of about \$2.393 million. Each board member received a copy of the audit, asked the board to take home and read at their leisure. Mr. Bland Proctor thanked Mr. Cantu and his firm. Dr. Kent and the board also gave thanks to Keith and Brittany and the entire administration team for all of their continued hard work in making this possible. It was noted that on page ii, the expiration terms for Ms. Catherine McHaney and Mr. John Zacek were incorrect. Their terms expire in 2028. That will be corrected. Mr. John Zacek moved to accept the audit as presented, with term expirations corrected. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

### **4. CONSIDER Purchase of goods and/or services:**

Mr. Keith Blundell presented each one separately.

#### **a. PURCHASE of Phone System Upgrade - DataVox**

He shared with the board that the college recommends contracting with DataVox to upgrade the current phone system. The current phone system is outdated. The vendor stopped supporting it in July 2022. The least expensive option is to upgrade our existing on-site system and retain the existing phone handsets. Moving to a cloud-based service was cost prohibitive. The contract is from a TTPs pricing (cooperative) and does not require a bid. Fiscal Impact: Cost of upgrade project is \$161,439.71 with an initial deposit of \$64,575.88.

Funding for this project comes from Texas House Bill 8, a canceled hosted service, and services that will be funded by a grant for the first year. Recurring support costs will be \$35,938.00 per year for software licenses, software upgrades, and hardware support. This cost is in line with the previous solution and is not a material increase. Mr. Ron Walker moved to accept the purchase as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

**b. RATIFICATION of Respiratory Care Simulator Manikins – Gaumard Scientific**

Mr. Blundell shared that the Victoria College solicited out a bid to obtain 2 simulator manikins for Respiratory Care. The bid went out on June 22, 2023. The bids were received late in the fiscal year and the purchases need to be complete before the end of September due grant funding by the Victoria College Foundation. Fiscal Impact: The purchases were made through the VC Foundation grant.

Comprehensive Adult Critical Care Simulator: \$64,014.20

Comprehensive Advanced Neonatal Simulator: \$53,107.00

Mrs. Catherine McHaney moved to accept the purchase as presented. Mr. Ron Walker seconded the motion. Motion carried unanimously.

**5. CONSIDER Nomination to Museum of the Coastal Bend Advisory Board**

Mr. Keith Blundell presented. He shared with the board that The Advisory Board of the Museum of the Coastal Bend met on September 26, 2023 and voted to recommend Amy Hatmaker to serve a three-year term on the advisory board. Her bio is below:

**Amy Hatmaker** is the Director of the Career Development Center at the University of Houston-Victoria where she also is an adjunct instructor of history and social science. She received a Bachelor's degree in Humanities from the University of Houston-Victoria and a Master's degree in History from Texas A&M University Corpus Christi. Amy has a background in non-profit leadership and grant writing prior to her current role. She currently serves as the President of the Houston Area Consortium of Career Centers as well as Director of Publications for the American Association for Employment of Education. Her research and publishing are related to Progressive Era Texas, education reform, the post-Civil War South, and the Civil Rights movement. Mr. Luis Guerra moved to accept the nomination as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

**6. CONSIDER Nomination to Friends of the Leo J. Welder Center for the Performing Arts Board of Directors**

Mr. Keith Blundell presented. He shared with the board that the Board of Directors of the Friends of the Leo J. Welder Center for the Performing Arts met on October 3, 2023, and recommends Nina Di Leo as a new board member to serve a 3-year term. Her bio is below:

**Nina Di Leo** has been an active member of the Victoria arts community for twenty years. She was executive director of the Victoria Bach Festival from 2006 to 2022. Nina is a founding member of Here Be Monsters, a theatre collective established in 2016 to produce works written by local playwrights. She has performed with Theatre Victoria and Victoria Civic Chorus.

Nina has served on the board of directors of Victoria Ballet Theatre and the VISD Education Foundation. She was a member of the Victoria Convention & Visitors Bureau's Tourism Advisory Board. As a grant reviewer for the Texas Commission on the Arts, she evaluated funding applications from arts organizations across Texas. She served as a juror for the Victoria TX Independent Film Festival.

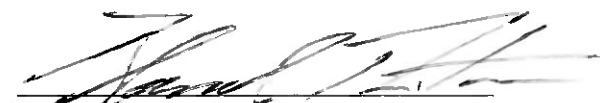
Nina currently is treasurer of *American Book Review* and the humanities journal *symplokē*. She is first vice president of the Bronte Club of Victoria. She volunteers with Golden Crescent CASA.

President's Report:

Dr. Jennifer Kent shared the following with the board:


- Giving Tuesday – 11.28.24 @ Texas Roadhouse. The VC Pantry will get 20% of the proceeds
- Dr. Edrel Stoneham has taken a position with Southern University in Louisiana. Our search for the new Vice President of Student Services has started, to date, we have already received 30 applications.
- Victoria College received the "Rose Award" for Talent Strong Texas Pathways
- Martha Ellis and TACC have asked us to do a presentation for their Board of Trustees Institute in Lakeway, TX Feb 27-28, 2024. More details coming soon.
- Received \$320K from the Johnsons Foundation to remove barriers in Allied Health  
There will be a press release going out soon – this will help students with up-front fees that have been barriers in the past like costs for immunizations, physicals, finger prints, back ground checks, etc.

There being no further business, the meeting was adjourned at 5:25 PM.



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Bland Proctor, Chair



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John Zacek, Secretary