

**MINUTES of the Special Board Meeting**  
**of the BOARD OF TRUSTEES of VICTORIA COLLEGE**  
**September 22, 2025**

|                                   |                                      |                                 |                 |                   |                           |            |
|-----------------------------------|--------------------------------------|---------------------------------|-----------------|-------------------|---------------------------|------------|
| V. Bland Proctor,<br><i>Chair</i> | Luis A. Guerra,<br><i>Vice-Chair</i> | John Zacek,<br><i>Secretary</i> | Dr. Daniel Cano | Catherine McHaney | Dr. Estella De Los Santos | Ron Walker |
| √                                 | √                                    | X                               | X               | √                 | √                         | √          |

**Also in attendance:** VC Staff: Dr. Jennifer Kent, Mary Ann Rodriguez, Keith Blundell, Cindy Buchholz, Dr. Marisa Pierce, Terri Kurtz, Matt Wiley, Darin Kazmir, Matt Weiler, Rachel Winkenwerder, Rachael Wilkinson, Betsy Crane, Babette Lowe, Marty Deckard, Bobby Cubriel, Sue Prudhomme, and Amber Baker.

The Victoria College Board of Trustees met for a special board meeting on Monday, September 22, 2025 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 4:12 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 the Board Workshop held on July 21, 2025**

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

**2. CONSIDER Minutes of the Regular Board Meeting held on July 21, 2025**

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

**3. CONSIDER Minutes of the Board Workshop held on August 4, 2025**

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

**4. CONSIDER Minutes of the Special Board Meeting held on August 4, 2025**

Mr. Ron Waler moved to accept the minutes as presented. Dr. Estella De Los Santos seconded the motion. Motion passed unanimously.

**5. CONSIDER Minutes of the Public Hearing and Special Board Meeting held on August 11, 2025**

Mr. Luis Guerra moved to accept the minutes as presented. Ms. Catherine McHaney and Dr. Estella De Los Santos seconded the motion. Motion passed unanimously.

**6. CONSIDER 2025 June and July Financial Statements**

Mr. Keith Blundell presented. He shared with the board that since the financials are cumulative, he would review only the July financials in detail if everyone was in agreeance. Mr. Blundell then began with the Statement of Net Position as compared to the same time last year, that total current cash and investments are at about \$22.541 million (which include project funds) compared to about \$31.616 million same time last year. We are down about \$9.75 million due to spending in construction project which is to be expected. He noted there were no changes in OPEB or Capital Assets since the last audit. Mr. Blundell also noted that current liabilities are favorable to prior year. He did call attention to a new line under liabilities which is the 2025 Limited Revenue Tax Bond. It is currently at \$5.890MIL. Total net position is at \$23.320 million. 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 expected. Ad-valorem taxes are at 100%. He compared current year actual to 2024 actual and explained any differences. Tuition and fees for credit classes are at about 104%. Credit hours and rates are up. Non-credit is at about 90.6% of budget and we are at 91% of the year so this is also very good. Mr. Blundell also noted that expenditures are at 89.97% and we are at 91% of the year. He noted that our net increase is at \$3.935 MIL compared to \$4.275 last year. Mr. Blundell noted on page 12-14 revenues equal expenditures, that is exactly what we want to see. Mr. Blundell also noted on page 15 of 21 that Auxiliary is at about \$758K in the red compared to about (\$824K) last year. Mr. Blundell noted that on page 16 (Debt Service) there was a new line item: Bond Proceeds. It shows a transfer of \$6MIL to Project Funds. 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 still 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 \$34.166 million in the master plan budget with about \$29.082MIL already expended leaving us at about \$5.083 million. He clarified that this total does not include pledges. Mr. Ron Walker moved to accept the statements as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.

**7. CONSIDER 2024-2025 Fourth Quarter Investment Report**

Mr. Keith Blundell presented. He shared that this is the required quarterly disclosure of our investments for the quarter ended 08-31-25. Due to the current interest rate environment, the college transferred the majority of its available funds to Texpool Prime. The Endowment Fund, General Fund, Auxiliary Fund, Debt Service Fund and Construction Fund accounts are earned \$228,187.48 for the quarter. Texpool Prime accounts earned an average of 4.423% for the quarter. Mrs. Catherine McHaney moved to accept the report as presented. Mr. Ron Walker seconded the motion. Motion carried unanimously.

**8. CONSIDER Purchase of Goods/Supplies**

**a. RATIFICATION of Lighting System Repair/Update for Leo J Welder Center for the Performing Arts (Olden Lighting)**

Mr. Keith Blundell presented. He shared that this is to ratify purchase of lighting system repair/update for Leo J Welder Center for the Performing Arts. The Stage lighting system is outdated and has had minor repairs, but the system has failed and has potential safety hazards. The system needs processor upgrade and rack reconfiguration; Unison system repairs and upgrade; and DMX run repairs and upgrade. Vendor would not schedule a repair date until parts have been ordered, approximately 6- to-8-week lead time. With the potential of clients cancelling due to the system failure, equipment was ordered per Dr. Kent's approval. **Fiscal Impact:** \$60,531 using TIPS-USA contract #230901. Purchase price includes all materials and labor. Mrs. Catherine McHaney moved to accept the ratification as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.

**b. PURCHASE of Janitorial Supplies for FY 2025-2026**

Mr. Keith Blundell presented. He shared that this was the purchase of Janitorial Supplies for Fiscal Year 2025-2026. On August 6 & August 10, 2025, the College advertised bids for Janitorial Supplies. Notifications were sent directly to vendors, and the specifications were posted on the VC for this requirement on Tuesday, August 25, 2025, at 3:00 p.m. The State of Texas allows eight reasons to award a proposal in addition to any other relevant factors the College may require for award. President's recommendation to approve awards to Gulf Coast Paper; Matera DBA: Ferguson; UNIPAK Corporation; Quill; Coastal Office Solutions; Pollock and Staples. Establish pricing for Janitorial Supplies for Fiscal Year 2025-2026 Fiscal Impact: Approximately \$63,257 Mr. Ron Walker moved to accept the purchase as presented. Dr. Estella De Los Santos seconded the motion. Motion carried unanimously.

**c. PURCHASE of Outdoor Furniture and Furnishings (Landscape Forms Inc)**

Mr. Keith Blundell presented. He shared that All Omnia Partners Cooperative contracts are competitively bid and evaluated through lead agency partners in compliance with National and State regulations. Omnia Partners practices have been reviewed and determined to be conducted in a manner that complies with regulations in the U.S. Department of Education's General Administrative Regulations (EDGAR). It has been determined by the administrative purchasing committee unitizing Omnia Partners contract #07-100; Office Furniture and Furnishings is the best method for this procurement. President's recommendation to approve award to Landscape Forms, Inc. Provides outdoor seating as part of the Student Success Center project. Fiscal Impact: \$149,583.42. Mrs. Catherine McHaney moved to accept the purchase as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.

d. **PURCHASE of Campus Store Fixtures (OPTO International, Inc.)**

Mr. Keith Blundell presented. He shared that On August 6 & August 10, 2025, the College advertised bids for Campus Store Fixtures. Notifications were sent directly to vendors, and the specifications were posted on the VC Purchasing website and solicitation platform Beacon Bid. The committee received and opened one (1) bid for this requirement on Tuesday, August 26, 2025, at 3:00 p.m. The State of Texas allows eight reasons to award a proposal in addition to any other relevant factors the College may require for award. President's recommendation to approve award to OPTO International. They will provide fixtures to the new Campus Store as part of the Student Success Center project. Fiscal Impact: \$259,072.21. Mr. Ron Walker moved to accept the purchase as presented. Mrs. Catherin McHaney seconded the motion. Motion carried unanimously.

e. **PURCHASE of Electrical Renovations for the Virginia Callan Welder Performance Annex**

Mr. Keith Blundell presented. He shared that on August 13 & August 17, 2025, the College advertised requests for proposals for the Virginia Callan Welder Performance Annex Renovation Interior Electrical Scope. Notifications were sent directly to vendors, and the specifications were posted on the VC Purchasing website and solicitation platform Beacon Bid. A mandatory pre-proposal conference was held on August 20, 2025. The committee received and opened one (1) RFP for this requirement on Wednesday, September 3, 2025, at 2:00 p.m. The State of Texas allows eight reasons to award a proposal in addition to any other relevant factors the College may require for award. President's recommendation to approve award to Skookum Electrical. Electrical scope is part of the overall interior renovation project in conjunction with Architect, Rawley McCoy & Associates. The Welder Annex roof was destroyed during Hurricane Harvey in 2017, rendering the scene shop, classroom area, storage and restroom facilities inside the facility useless. The project will gain functionality of the Annex interior for much-needed rehearsal space, event space, office, storage and restroom. Fiscal Impact: \$117,000.00. Mr. Luis Guerra moved to accept the purchase as presented. Dr. Estella De Los Santos seconded the motion. Motion carried unanimously.

9. **CONSIDER Designation of Unrestricted Net Position for Master Plan**

Mr. Keith Blundell presented. He shared that the total projected cost for the master plan project, which includes the Student Success Center, required infrastructure improvements, Library demolition, monument signage and Fine Arts Building renovations, totals \$41,500,144. There was an overage on the Museum expansion of approximately \$386,555, bringing the total needed to \$41,917,202. The college has committed funds totaling \$34,505,762. The remaining balance of \$7,411,439 will come from a combination of reserves and fundraising from the Victoria College Foundation. Since all invoices will need to be paid before all of the pledges are collected, the college In January 2024, the board approved a designation of unrestricted net position of \$6,000,000. We are now requesting the board to designate an additional \$2,000,000 for a total of \$8,000,000 for the completion of the master plan. **Fiscal Impact:** \$2,000,000. After much discussion of pros and cons, Mr. Ron Walker moved to change the ask to \$1,000,000 and exclude library demolition

for now. This would drop the total to \$7,000,000. Mrs. Catherine McHaney moved to accept the Mr. Walker's new proposal. Motion carried unanimously.

#### **10. CONSIDER Tuition and Fee Schedule for Spring and Summer 2026**

In the 89th legislature, Governor Abbot requested a rider in SB1 (appropriations act) called the Higher Education Affordability Rider which requires "certain" institutions of higher education to freeze all tuition and fees for the next two academic years. There was a possibility that the community colleges might be excluded from this rider, so we only approved the fall tuition and fees. Since community colleges were not excluded and the spring and summer registrations will begin in October, the BOT needs to approve the static tuition and fees for the spring and summer 2026 semesters. It is the intention of the college to continue the state's Financial Aid for Swift Transfer (FAST) program for dual credit students next Fall. That program will separate Educationally Disadvantaged (ED), from non-ED students. ED Students are students on free or reduced lunch. In the FAST program the state will reimburse VC \$58.52 per SCH for the ED students and the college cannot charge the student for anything else, including materials. For the non-ED students, we are limited to \$58.52 SCH for tuition, but we can charge them for fees and materials. We recommend keeping a \$40 SCH in-district tuition rate and maintaining the out-of-district fee of \$43 SCH to these students. The non-resident/foreign tuition rate will hold at \$56 per SCH. The ED students will receive state funding revenue. The recommended tuition and fees for dual credit under the FAST program are \$66,168 higher than prior year's revenues. Administration further recommends the differential tuition be waived for these students, but lab fees and course fees be charged. For non-dual credit students, the College is budgeting for a 2.4% decline in semester credit hours (SCH) used to determine tuition and fee revenue for the year. The administration recommends maintaining the required tuition and fees due to the Governor's letter. Therefore, we recommend holding the in-district tuition rate to \$60 per SCH and the out of district fee to \$61 per SCH each. We recommend holding the general fee to \$41 per SCH and the technology fee to \$23 per SCH and no change in the non-resident/foreign tuition rate of \$158 per SCH. We recommend no changes to the differential tuition rate for allied health programs or industrial/workforce programs. These changes would result in an overall decrease in the tuition and fee revenue of \$219,410 or 2.62%. The administration recommends the attached tuition and fee schedule. The total cost per SCH for in-district students will be \$124 SCH. The total cost per SCH for out-of-district students will be \$185 SCH and the total cost per SCH for out-of-state/non-resident students will be \$222 SCH. Students in the programs listed will be subject to either a \$105 or \$40 per SCH differential tuition. Rates for dual credit students will be \$78 SCH for in-district, \$121 SCH for out-of-district and \$137 SCH for non-resident. Fiscal Impact: This schedule would provide \$219,410 less revenue than the prior year budget. Mr. Ron Walker moved to accept the tuition and fee schedule as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

#### **11. CONSIDER Board of Trustees TASB Update 49 (Local) Policies**

Ms. Terri Kurtz presented. She shared that the TASB Update 49 was due to the 88<sup>th</sup> Legislative Session. The changes were reviewed and accepted by VC Administration and discussed in detail at the 330 Board Workshop held prior to this meeting. Mr. Ron Walker moved to accept the policy updates presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.

## **12 CONSIDER VC Board of Trustees Conflict of Interest Statement**

Dr. Jennifer Kent presented. She shared that The Policy Manual for the Victoria College Board of Trustees, Regulation 005 II B and II C, outlines the legal requirements board members must follow to file a Substantial Interest Affidavit, abstain from voting and/or file a Conflict-of-Interest Statement for College activities related to contracting with vendors, business entities or in real property transactions with which the board member or family member has a substantial interest. This policy does not specifically address other areas of potential conflict of interest, such as community organizations, other non-profit organization relationships, etc... Non-profit boards have such statements and annually review their Conflict-of-Interest Policy and acknowledge in writing that they are aware of the organization's disclosure requirements. It is recommended that members of the College's governing board also annually sign a Conflict-of-Interest Statement. This does not need board approval, but she did ask all board members to please sign and date the included statement and leave in folder. We will have it in their file. It is also part of TASB BBFA Legal Policy.

**At this time, Mr. Bland Proctor, board chair, shared with the attendees that the meeting would now move to informational items before going into closed session to allow those needing to depart early to do so.**

### **D. Informational Items:**

- 1. Fall 2025 Progress Report – *Cindy Buchholz***
- 2. President's Updates and SB212 CEO Report**

**13. 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, contract of employment for the College President and 2025-26 goal settings for the President.**

**Mr. Bland Proctor called the meeting into closed session at 542PM. The meeting was called back into open session at 630PM**

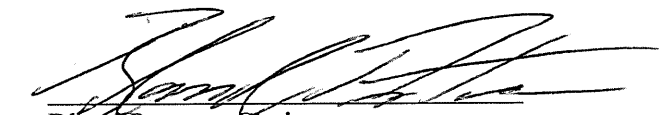
14. **CONSIDER College President's Contract and Compensation Package**

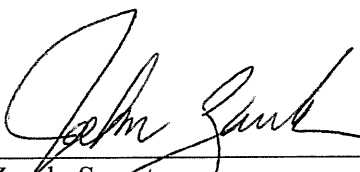
Mr. Bland Proctor made the following amendment recommendations to the President's 2025-26 employment contract:

1. A one-year extension; therefore, the term of the new contract is from September 1, 2024 through August 31, 2028.
2. A 3% increase to Dr. Kent's base salary bringing it from \$266,123 to \$274,106.
3. A \$5,000 increase to Dr. Kent's business-related expense allowance bringing it from \$15,000 to \$20,000.
4. A \$20,000 bonus.
5. Dr. Kent's new total compensation/annual salary is \$314,106.
6. The changes are effective retroactive to September 1, 2025.

Mr. Ron Walker seconded the motion. The motion carried unanimously.

There being no further business, the meeting was adjourned at 6:32 PM.

  
Bland Proctor, Chair

  
John Zacek, Secretary