



# SONOMA STATE UNIVERSITY Academic Foundation, Inc.

Board of Director's Meeting

## MINUTES – December 13, 2006

- I. Call to order. Vice President Bucky Peterson determined that a quorum was present (refer to Record of Attendance for December 13, 2006).
- ❖ Approval of the September 15, 2006 Board Minutes
    - Approved unanimously.
  - ❖ University Update. Dr. Armiñana was not present to provide an update.
    - Mr. Peterson welcomed two new staff members to the Board:
      - Kristin Berger – Director of Development, SSU
      - Joe Valentine – Capital Campaign Director, GMC
- II. Development Report
- ❖ Mr. Peterson discussed the following items
    - \$22M remains to be raised for the GMC.
      - A “Finale Capital Campaign” Committee chaired by Jay Abbe, of the Santa Rosa Symphony Board, and Dan Lanahan is underway.
    - Mr. Lanahan mentioned that \$16M in naming opportunities exists between the concert hall (\$7M), the recital hall (\$4M), and the GMC educational building (\$5M).
    - Numerous regional committees have been developed to cover the surrounding areas, including: San Francisco, Sonoma, Santa Rosa, Petaluma, and Healdsburg.
    - An RFP will be issued to hire a national fundraising firm for additional marketing efforts.
    - Mr. Peterson added that the SSU Development Office is growing with the addition of Ms. Berger and Mr. Valentine, with one additional position out for hire.

III. Chief Operating Officer's Report

- ❖ Vice President Schlereth discussed the following items:
  - A FISMA Audit of the Foundation was recently conducted by the Trustees. The audit will be provided to Mr. Lanahan (Chair, SSUAF Audit Committee) when available and then brought back to the Board in the Spring.
  - Green Music Center order of funds to be expended:
    - 1<sup>st</sup> - Dollars provided by Prop 55 due to no interest earning capability for these funds.
    - 2<sup>nd</sup> - Funds provided from State and System-wide Revenue Bonds as arbitrage regulations exist on interest earnings.
    - 3<sup>rd</sup> – Donor related funds due to higher interest bearing capabilities.
  
- ❖ Green Music Center Use Agreement
  - The Foundation gift to the University relating to the Green Music Center Project is approximately \$42.8M.
    - This is the largest gift ever given from the Foundation to SSU.
    - Mr. Schlereth will be drafting a “Memorandum of Understanding” clarifying that the dollars provided by the donors are restricted for the purpose for which the donor intended.
  - Once built, the State will provide \$8.40 per square feet on an annual basis to cover facilities and maintenance costs for the academic portion of the building.
    - An additional facilities fee will be embedded in every ticket due to the fact that the GMC will be a high maintenance venue, and \$8.40 alone will not be enough to cover all costs.
  - Mr. Lanahan stated that the GMC has “three legs of the stool”:
    - Santa Rosa Symphony
    - New 501(c)(3) Programming Entity
    - Use by the University (no operating losses from the above two entities will be passed on to SSU)
  - Dr. Liz Thach mentioned that the Memorandum of Understanding is important and we should keep in mind that

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the primary purpose of the GMC is the Concert Hall. All activities should fit this primary purpose.

- Mr. Schlereth added that the Memorandum relates to the Concert Hall piece only.
- A resolution is to be brought back to the Board in a formal manner regarding the transfer of the \$42.8M.

### IV. Chief Financial Officer's Report

(See December 13, 2006 Agenda packet for these documents)

- ❖ A Financial Statement Overview packet (as of 10/31/06) was handed out to each member and a high level review was provided by Ms. Letitia Coate.
  - Please see the December 13, 2006 Agenda packet for this report.

### V. Action Items – Chief Financial Officer

(See December 13, 2006 Agenda packet for these documents)

- ❖ Compliance Review Committee Report
  - Ms. Delphine Newman, & Ms. Laurie Ogg, Scholarship Coordinator for SSU, were present to provide the 2005/06 Report from the Compliance Review Committee.
    - Ms. Newman described that the Committee's purpose is to annually review a set of funds to verify that the stated purpose of the donor's funds are being honored and the recipients are worthy of the gift.
    - The Committee reviewed the restricted criteria of the funds established by the donors and the expenditures for 2005-2006 for each of the funds on the list provided in the packet.
      - All expenditures were used for the purpose designated by the donors.
      - One agreement was found without original signatures but this issue was resolved.
  - Ms. Newman added that she was very touched by the thank you letters she has received from various scholarship recipients.

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- Mr. Peterson thanked Ms. Newman for the level of scrutiny that went into reviewing these agreements.

Motion: Approve Compliance Review Committee Report

Action: Unanimously approved.

Meeting adjourned at 1:55 p.m.

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Letitia Coate  
Secretary/Chief Financial Officer

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Minutes Prepared by  
Ian Hannah  
Management Trainee, A&F

Board of Director's Meeting

**Record of Attendance**  
December 13, 2006

		<b>First</b>	<b>Last</b>	<b>In Attendance</b>
<b>1</b>	<b>Dr.</b>	<b>Ruben</b>	<b>Armiñana</b>	Absent
<b>2</b>	<b>Mr.</b>	<b>Bucky</b>	<b>Peterson</b>	<b>Present</b>
<b>3</b>	<b>Mr.</b>	<b>Laurence</b>	<b>Furukawa-Schlereth</b>	<b>Present</b>
<b>4</b>	<b>Ms.</b>	<b>Letitia</b>	<b>Coate</b>	<b>Present</b>
<b>5</b>	<b>Ms.</b>	<b>Jeannette</b>	<b>Anglin</b>	Absent
<b>6</b>	<b>Mr.</b>	<b>Herm</b>	<b>Benedetti</b>	<b>Present</b>
<b>7</b>	<b>Mr.</b>	<b>Sanford</b>	<b>Bressick</b>	<b>Present</b>
<b>8</b>	<b>Dr.</b>	<b>Barbara</b>	<b>Butler</b>	Absent
<b>9</b>	<b>Dr.</b>	<b>Jean Bee</b>	<b>Chan</b>	<b>Present</b>
<b>10</b>	<b>Ms.</b>	<b>Anita</b>	<b>Christmas</b>	Absent
<b>11</b>	<b>Mr.</b>	<b>John</b>	<b>Comfort</b>	Absent
<b>12</b>	<b>Dr.</b>	<b>Katharyn</b>	<b>Crabbe</b>	Absent
<b>13</b>	<b>Dr.</b>	<b>Carmen</b>	<b>Finley</b>	Absent
<b>14</b>	<b>Mr.</b>	<b>Tom</b>	<b>Gillespie</b>	<b>Present (tele.)</b>
<b>15</b>	<b>Dr.</b>	<b>Alan</b>	<b>Johnson</b>	<b>Present</b>
<b>16</b>	<b>Mr.</b>	<b>Dan</b>	<b>Lanahan</b>	<b>Present</b>
<b>17</b>	<b>Mr.</b>	<b>Dan</b>	<b>Libarle</b>	Absent
<b>18</b>	<b>Dr.</b>	<b>Wallace</b>	<b>Lowry</b>	<b>Present</b>
<b>19</b>	<b>Dr.</b>	<b>Andrea</b>	<b>Neves</b>	<b>Present</b>
<b>20</b>	<b>Ms.</b>	<b>Delphine</b>	<b>Newman</b>	<b>Present</b>
<b>21</b>	<b>Dr.</b>	<b>Eduardo</b>	<b>Ochoa</b>	Absent
<b>22</b>	<b>Mr.</b>	<b>Randy</b>	<b>Pennington</b>	<b>Present</b>
<b>23</b>	<b>Mr.</b>	<b>Jim</b>	<b>Perez</b>	Absent
<b>24</b>	<b>Ms.</b>	<b>Beth</b>	<b>Robertson</b>	<b>Present</b>
<b>25</b>	<b>Dr.</b>	<b>James</b>	<b>Robertson</b>	<b>Present</b>
<b>26</b>	<b>Mr.</b>	<b>Rick</b>	<b>Rosa</b>	Absent
<b>27</b>	<b>Mr.</b>	<b>Irwin S.</b>	<b>Rothenberg</b>	Absent
<b>28</b>	<b>Dr.</b>	<b>Robert</b>	<b>Schultz</b>	Absent
<b>29</b>	<b>Mr.</b>	<b>Michael</b>	<b>Sullivan</b>	<b>Present</b>
<b>30</b>	<b>Dr.</b>	<b>Liz</b>	<b>Thach</b>	<b>Present</b>
<b>31</b>	<b>Ms.</b>	<b>Betsy</b>	<b>Thompson</b>	Absent
<b>32</b>	<b>Mr.</b>	<b>Michael</b>	<b>Troy</b>	<b>Present</b>

## Board of Director's Meeting

Members Present	18	
Members Absent	14	
Board Quorum	13	<i>Article II, Section 1(a), Bylaws</i>

### Staff/Guests Present:

Ms. Robin Draper – Associate Vice President of Development, SSU

Mr. William Ingels - University Treasurer, SSU

Mr. Ian Hannah - Management Trainee, Administration & Finance, SSU

Ms. Kristin Berger - Development Director, SSU

Mr. Joe Valentine – Campaign Director, SSU

Ms. Laurie Ogg – Scholarship Coordinator, SSU