

SAN FRANCISCO STATE UNIVERSITY FOUNDATION

Board of Directors Meeting Minutes
Friday, October 16, 2009
San Francisco State University
1600 Holloway Avenue
NEC Room, 5th Floor, Administration Building
San Francisco, CA 94132

Chair Don Scoble called the meeting to order at 3:05 p.m.

IN ATTENDANCE

D. Scoble	Chair
L. Blitch	President / VP – University Advancement, SF State
L. Bridges	Director
M. Chan	Director
R. Corrigan	Director / President, SF State
D. Corvin	Director
M. Grace	Director
J. Gumas	Vice-Chair
P. King	Director
N. Mashouf	Director
L. Morishita	Director /EVP&CFO – Administration and Finance, SF State
D. Nasser	Director
D. Sacks	Director
C. Smith	Director

New Directors

K. Bastida	Director
S. Rosser	Director/Provost, SF State
D. Serrano Sewell	Director
L. Tse	Director/Student Rep
W. Weinstein	Director

Others Present

D. Blakemore	AVP – University Advancement, SF State
D. Chaw	Secretary and Treasurer

ABSENT AND EXCUSED

P. Casey	Director
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J. Gemello Director

CHAIR REMARKS

Chair Scoble welcomed Provost Rosser and Ling Tse, who were appointed to the board by President Corrigan as an ex-officio member and student member, respectively. Also welcomed and introduced were the candidates to be nominated to the board. Meeting logistics were reviewed since the last agenda item would be presented in Knuth Hall in the College of Creative Arts.

APPROVAL OF AGENDA – Minute Action

Chair Scoble asked that the agenda, which was provided in the board packet and was distributed in advance of today’s meeting, be approved.

On motion duly made, seconded, and unanimously carried, the following Minute Action was taken:

MINUTE ACTION: that the board approves the agenda for the October 16, 2009, board meeting.

Motion by: Dana Corvin Seconded by: Phil King Motion: Passed

APPROVAL OF MINUTES

The board reviewed the June 3, 2009 board meeting minutes that was provided in the board packet and distributed in advance of today’s meeting by Secretary –Treasurer Chaw.

On motion duly made, seconded, and unanimously carried, the following Minute Action was taken:

MINUTE ACTION: that the board approve the June 3, 2009 meeting minutes.

Motion by: Lee Blicht Seconded by: Leroy Morishita Motion: Passed

NOMINATING COMMITTEE REPORT

a) The board went into close session.

On motion duly made, seconded, and unanimously carried, the following Minute Action was taken:

MINUTE ACTION: that the board go into close session.

Motion by: John Gumas Seconded by: Camilla Smith Motion: Passed

Lee Blitch, foundation president and VP of University Advancement, presented the University Advancement Dashboard, which depicts the 4-yr. trends for five different categories: Web Stories Viewed, Email IDs, Individual Donors, Gifts and Endowment Total.

B. Update on Business Activity

Debbie stated the Foundation finally has received its 501 (c) (3) tax-exempt status from the Internal Revenue Service and the California Franchise Tax Board. She also reported that all banking resolutions proposed via an email vote on 9/25/09 passed unanimously.

Debbie presented a summary of actions that were taken to secure liability insurance coverage. This was outlined in a memo to the board and included in Tab 3 of the board packet..

Following a brief presentation, discussion, and on motion duly made, seconded, and carried, the following Minute Action was taken:

MINUTE ACTION: to approve the actions taken to secure liability insurance coverage as outlined in Tab 3 of the board packet.

Motion by: Neda Mashouf Seconded by: Dana Corvin Motion: Passed

The Conflict of Interest Statements were distributed, signed and collected for FY 09/10.

C. Committee Assignments

Don reviewed the board committee assignments for 2009/2010.

D. Board Meeting Schedule for 2009/2010

Don reconfirmed the board meeting schedule for the remainder of the fiscal year.

FINANCE AND INVESTMENT COMMITTEE REPORT

A. Resolution Authorizing the Acceptance of Specified Donor – Funded Assets Transferred from University Corporation (No. BOD 101609-2)

Debbie reported that effective October 1, 2009, the endowments held at University Corporation were transferred to the SF State Foundation. A due diligence process was followed and appropriate steps were taken in order to effect the transfer.

Following an overview, discussion, and on motion duly made, seconded, and unanimously carried, RESOLUTION no. BOD 101609-2 was adopted: Authorizing the Acceptance of Specified Donor – Funded Assets Transferred from the University Corporation, San Francisco State.

Motion by: Sue Rosser Seconded by: Michael Grace Motion: Passed

B. Resolution Authorizing the Corporate Authorization to Transfer (No. BOD 101609-3)

Debbie stated that transfer of securities from a donor’s account to the Foundation and the subsequent selling of the securities may require a “Certificate of Corporate Authorization” in order to effect the transaction.

Following an overview, discussion, and on motion duly made, seconded, and unanimously carried, RESOLUTION no. BOD 101609-3 was adopted: Authorizing the Corporate Authorization to Transfer.

Motion by: Don Nasser Seconded by: Leona Bridges Motion: Passed

C. Endowment Investment Managers Services Request for Proposal - Update

Chairman Phil King reported the committee has written and reviewed a first draft of the Request for Proposal. A revised draft should be available shortly. As soon as the University’s procurement office reviews and ensures the RFP meets the CSU RFP process guidelines, the RFP will be released.

DEVELOPMENT COMMITTEE REPORT

Committee Chair Neda Mashouf reviewed the 2008/2009 fundraising results and reported that Development exceeded their goal and raised \$18.0M (vs. 17.4M goal.) Also discussed was the Creative Arts campaign and Alumni Day.

A. Minute Action to Adopt the Gift Acceptance Policy

A copy of the recommended *Gift Acceptance Policy* was provided to the board in Tab 5 of the board packet.

Following a brief presentation, discussion, and on motion duly made, seconded, and carried, the following Minute Action was taken:

MINUTE ACTION: to adopt the *Gift Acceptance Policy* as recommended.

Motion by: Neda Mashouf Seconded by: Dana Corvin Motion: Passed

RECESS

Chair Scoble asked for a motion to go into recess to allow the board to walk down to Knuth Hall in the College of Creative Arts to continue the meeting. He informed the board that Vice-Chair Gumas will chair the remaining part of the meeting.

On motion duly made, seconded, and unanimously carried, the following Minute Action was taken:

MINUTE ACTION: that the board recess and reconvene its meeting in Knuth Hall at the College of Creative Arts.

Motion by: Leroy Morishita Seconded by: Phil King Motion: Passed

MASHOUF CREATIVE ARTS CENTER PRESENTATION

Dean Kurt Daw introduced architect Michael Maltzan to the board. Mr. Maltzan gave a presentation and shared his rendition of the new Mashouf Creative Arts Center.

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ADJOURNMENT

There being no further business, on motion duly made, seconded, and unanimously carried, the meeting was adjourned at 5:40 p.m.

Motion by: David Sacks Seconded by: Neda Mashouf Motion: Passed

Dated: October 16, 2009

Secretary, Debra P. Chaw