

MINUTES OF MEETING OF CSU INSTITUTE BOARD

Chancellor's Office
401 Golden Shore, 6th Floor, Rm. 639
Long Beach, CA

January 30, 2013
11:05 am -- 11:17 am

Board Directors Present

1. Timothy P. White, Chair
2. Ephraim P. Smith, Secretary
3. Benjamin F. Quillian, Treasurer

Staff Present

1. George V. Ashkar, Assistant Vice Chancellor, Financial Services
2. Lori Redfearn, Assistance Vice Chancellor, Systemwide Advancement
3. Jean Gill, Assistant Controller, Financial Services Accounting
4. Kelly Cox, Associate Director, Financial Services Accounting
5. Colleen Zenger, Financial Manager, Financing and Treasury

Treasurer Quillian called the meeting to order at 11:05 am.

Minutes were taken by staff (Colleen Zenger).

Approval of the Institute Board minutes of September 25, 2012 (action item)

Treasurer Quillian asked the Board if there were any questions regarding the Institute Board minutes of September 25, 2012 and, as there were none, asked for a motion to approve the minutes. Secretary Smith so moved and Chair White seconded the motion. The minutes were approved unanimously.

Approval of the Institute Audit Committee minutes of December 12, 2012 (action item)

Treasurer Quillian asked the Board if there were any questions regarding the Institute Audit Committee minutes of December 12, 2012 and, as there were none, asked for a motion to approve the minutes. Secretary Smith so moved and Chair White seconded the motion. The minutes were approved unanimously.

Presentation of an update of the Institute's commercial paper program (information item)

George Ashkar presented an information item regarding an update of the Institute's commercial paper program (Program).

Ashkar stated that the Program's outstanding commercial paper balance is approximately \$72.1 million with a weighted average interest rate of 18 basis points. The balance is composed of long term CP projects of \$31.2 million, San Diego State Aztec Shops, University Towers Renovation of \$10.2 million, and Equipment financing of \$30.7 million. The Program has a letter of credit with State Street and JP Morgan with a stated maximum amount of \$200 million. White

asked how the campuses and auxiliaries access the Program. Quillian stated that campuses and auxiliaries work with Robert Eaton and George Ashkar.

Approval of Tax Year 2011 Form 990 (action item)

Lori Redfearn presented an action item recommending approval of tax year 2011 Form 990.

Redfearn stated that the Audit Committee had reviewed the tax year 2011 Form 990 (Form) during its December 12, 2012 meeting. Redfearn noted on pages 8 through 26 the officer's salary and benefits figures are reported. The methodology used to calculate these figures has been standardized and is now consistent with the methodology used for CSU Foundation's Form 990. Redfearn also noted on page 23 is a \$35,000 grant to the CSU Foundation which supports the enhancement funds.

Ashkar noted on page 33, the Form's review process is described. The entire Form is prepared by KPMG after which the Form is reviewed by accounting staff before it is given to the Institute's Audit Committee. Ashkar noted that the Form shows the Institute's revenue has declined and that this is due to the commercial paper pipeline being light.

Treasurer Quillian asked the Board if there were any questions and, as there were none, asked for a motion to approve the tax year 2011 Form 990. Secretary Smith so moved and Chair White seconded the motion. The tax year 2011 Form 990 was approved unanimously.

Approval of the Institute's Board Composition and Expansion (action item)

Treasurer Quillian presented an action item recommending approval of Institute's Board Composition and Expansion.

Treasurer Quillian recommended expanding the Board to five members by adding two additional directors. This expansion would provide a more robust deliberative process and provide more flexibility in forming a quorum. Treasurer Quillian suggested the two additional members be Gail E. Brooks, Vice Chancellor, Human Services and Garrett P. Ashley, Vice Chancellor, University Relations and Advancement. Both Vice Chancellors were agreeable to join the Institute's Board. Chair White asked Treasurer Quillian to provide him a draft letter noting the expansion and appointments.

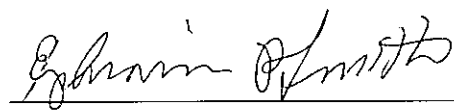
Treasurer Quillian asked the Board if there were any questions and, as there were none, asked for a motion to approve the Institute's Board Composition and Expansion. Secretary Smith so moved and Chair White seconded the motion. The Institute's Board Composition and Expansion were approved unanimously.

Presentation of the 2013 CSUI Board of Directors Roster (information item)

George Ashkar presented an information item regarding the 2013 CSU Institute's Board of Directors Roster.

Meeting was adjourned at 11:17 am.

Respectfully submitted,



2/14/2013

Ephraim P. Smith, Secretary

Date