Board of Directors Meeting

Friday June 13, 2025

Hybrid meeting

**BOARD MINUTES**

**ANNUAL MEETING**

1. **Call to Order**

Pourghadir opened the Annual meeting at 10:03am, as quorum had been met. (As Board Chair Robert U’Ren is traveling, Ali Pourghadir, Vice-Chair, is serving as Chair for this meeting.)

1. **Approval/Confirmation of Board of Directors and Committee Membership Appointments for FY 2025/2026**

At 10:06 am, Patrick Teixeira and Vanessa Mendoza were asked to step out of the meeting while the Board reviewed their nominations and voted.

Ian Hannah presented the proposed SSU Foundation Board Membership and Committee List.

The SSU Foundation Directors were asked to vote on the following Board & Committee Member changes as recommended by the Governance Committee. Biographies for each proposed director was provided in the Agenda Packet:

New [AS exec student reps](https://as.sonoma.edu/board-directors/executives-senators) on Board (effective immediately)

* Madelyn Boyd – AS President *(not in attendance today)*
* Vanessa Mendoza – AS VP for External Affairs

New community member representative (effective immediately)

* Patrick Teixeira
	+ Board, Investment Committee and Audit Committee

There were no objections and the new members present were invited to join the meeting again.

Hannah noted that all community board members will be asked to sign the [CSU volunteer form](https://sonoma.na2.documents.adobe.com/public/esignWidget?wid=CBFCIBAA3AAABLblqZhDA_5Dq4VwLYRb-B8PTItd8w856WQmsrqjPaxbVT1mSpnfJU_PBXzj973ZpblalpoI*), part of a new requirement in our annual process. These will be shared via adobesign following the meeting.

Additionally, each board member will be asked to annually review and sign the SSUF Statement of Understanding document. This will also be shared via adobesign following the meeting.

Parking passes will be mailed to all community board members over the summer.

Randy Pennington suggested we consider moving the Annual meeting to September or March when fewer people are on vacation.

Brent Thomas brought up background checks being completed for our new members. Hannah noted that research into this had been done. We have included a request to self-disclose past infractions that may be seen as harmful to SSUF, the University or could result in a public relations or media issue on our Bio intake form. No other CSU campuses currently complete background checks on their Board of Directors.

1. **Adjournment to Regular Meeting**

The Annual meeting business was concluded and at 10:12am

**QUARTERLY BOARD MEETING**

1. **Opening Comments**

At 10:12am, Pourghadir opened the Quarterly board meeting.

Pourghadir discussed the “Thank you letter” from Board Chair U’Ren which was mailed and/or emailed to 4,250 donors who had made a gift between January 1, 2023 - May 1, 2025.

This correspondence went out on May 14th, the week of commencement. There were a few responses received via email and phone, including positive, constructive (ex. parent providing insight and a suggestion), and negative (mostly from donors to athletics).

Mario Perez added that the letter was very heartfelt and his letter is the type of stewardship we can do more of. The board was curious of the metrics - number of bounces by returned email or mailed pieces and number of clicks on the email.

Pourghadir also extended thanks to those who were able to join us at the Foundation’s 50th anniversary celebration on 4/28/25. The reception included current and past board members to celebrate this significant milestone. SSUF legacy is that it continues to shape SSU today. The endowment is currently north of $70 million and provides annual distributions of over $2 million to scholarships and campus programs, with more than $25 million distributed over the past 20 years.

Perez added that the SSU Foundation is still relatively young at 50 years old, and yet, has accomplished much.

1. **Public Comment Period**
* Pursuant to California Education Code 89920-28, this time is for any member of the public to address the Board on any item affecting higher education. Each speaker will be allowed no more than three (3) minutes to address the Board, total max of 10 mins.

Pourghadir provided this opportunity to the public members in attendance, either online or in person, to provide comments. There were no members of the public in attendance in either format.

1. **Consent Agenda**
* March 7, 2025 Board Minutes
* Graystone Quarterly Performance Report
* Quarterly Financial Statements

Pourghadir reviewed the items submitted for approval on the Consent Agenda. He asked for any objections, none were stated and the consent agenda items were approved.

1. **Student Update**

Madelyn Boyd, prepared the student update and Vanessa Mendoza presented the report.

On May 5th the new board of directors took their oath where Foundation members Madelyn took the position as President and Vanessa took the position as VP of External Affairs for Associated Students (AS). Over the summer the board execs are in office working on their corporate responsibilities and training for the Fall Semester. AS is working on their end of the year reports and transitioning into summer to prepare for the upcoming year. Lobos Pantry, run by our Basic Needs program, will be open for summer appointments and open on Wednesdays. Some goals the new AS board of directors has on their radar is increasing student connection to the senate through further communication with other on campus student organizations especially as the campus is going through a transitional time. Another thing they are excited about is that there is now a formal process of evaluating campus policies that come to AS for consultation. The Student Fee Advisory Committee mainly made up of AS board members has its exec members working on their final recommendation to the president on the fee proposal and will have one more concluding meeting next week once all members are back in town. Vanessa and Madelyn are looking forward to making connections with you all and being a part of this board!

1. **Alumni Association Update**

Libby Payan presented the Alumni Engagement Report to the Board. A few highlights to report on:

* The Alumni Association scholarship selection committees convened last month to select the 2025/26 recipients for the Heart of SSU Alumni Scholarship and the Ambrose R. Nichols, Jr. Scholarship.
* We received 30 applications for the Heart of SSU Alumni Scholarship, which is an 11% decrease from last year. 70 students were identified to meet the minimum criteria. After follow up interviews with the finalists, we identified two students to receive the award for the 2025/26. Valeria Jimenez, who is a junior pre-nursing major from Healdsburg and Milli Gurung, who is from Los Angeles and is a senior and also a nursing major. Both will receive up to $4,000.
* 59 applications were received for the Ambrose R. Nichols, Jr. Scholarship, which is a 33% increase over last year's number of applications. 183 students were identified to meet the minimum requirements and of that number 59 submitted an application. After interviews, the scholarship was awarded to Ezra De La Cruz, who is a senior double psychology and economics major from Visalia, CA. The award amount is $4,000.
* The Alumni Association enjoyed celebrating our most recent graduates last month.
	+ Toast of the Town was on May 13 where we celebrated with over 400 graduating students. Students enjoyed lively music, champagne and bites and an honorable toast to their time at SSU.
	+ At commencement, we were involved with the festivities and were present at grad check in, grad line up and also handed out alumni lapel pins after the graduation ceremony. We also had a designated alum give a welcome message during each ceremony to the Alumni Association.
* 332 Grad Bags were sold this year and through the sales, $3,805 was donated to support the Hub Cultural Center ($10 donation from each Grad Bag and additional donations totaling $485) – based on the cause that students select. The professional headshots and commemorative alumni sweatshirt were huge hits.
* This summer, we're once again launching our Alumni Summer Series, which is a series of events where our alumni community has the opportunity to network and socialize in various settings. From popup social events, to alumni nights at the Healdsburg Prune Packers and the Oakland Roots, there's something for everyone. We invite you to join us at one or more of the events. You can find all of our events online at [ssualumni.org](http://ssualumni.org/).
* The Alumni Board summer retreat is scheduled for Saturday, August 23. The board gathers once a year each summer to strategize for the upcoming academic year. Again, this year, we invite each of you to join us at lunch that day. More information will be coming out in the near future.
1. **University Update**

With the President and Provost both absent, the University update was provided by Perez.

There were about 1,500 graduates during our Commencement weekend this year. It was a wonderful event and an opportunity for our community to really come together. Two Honorary Doctorates were conferred during the Saturday ceremonies, Jong Lee, an active alumni and Chris Stewart, an active friend of the university who has really taken engineering and entrepreneurship under his wing.

Regarding the CSU Budget challenge: initially the state proposed a 7.95% cut and due in part to the “No Cuts” advocacy, the Governor’s May revise had reduced this cut to 3%. The legislature is interested in eliminating the cut completely and we will likely not know more until the end of June, mid-July. We are also needing to wait for the CSU reallocation determination, as this is scheduled to be the 3rd and final year of the 3-5% reallocations based on enrollment.

Ed Mills has built a team to aid with the recovery of our student population. While we do expect a dip to a roughly 5,000 student campus, we are also expecting to potentially be back up to 5,500-5,700 in Fall 2026. There is interest and focus in enrollment from the Peninsula and the Sacramento areas.

There are still many questions that have yet to be answered and moving pieces as to what our next steps will be and the President is making sure that our budget is stabilized for the next President. Advocacy work will need to continue. Perez reminded the board that SSU is one of the top campuses of the CSU in graduating students in four years.

If funding should come back to SSU, the University Budget Advisory Committee has collected proposals from campus. As noted in an email shared with the Board, there were six Faculty positions that were returned to their positions.

University marketing and strategic communication efforts are being centralized under the Advancement Division. This will support an overarching rebranding effort as well as supporting Strategic Enrollment management, with support from an outside consultant.

The Presidential Search has been relaunched and U’Ren and Pourghadir are serving on the Presidential Search Committee. The Leadership Profile, describing the job, was shared with the Board. U’Ren and Pourghadir would like the board to weigh in – not change the document, just feedback to Presidential Search Committee. Perez asked that follow-up feedback be sent via email to U’Ren and Pourghadir. Perez also recommended passing along to potential candidates.

1. **University Advancement Report**

Perez shared the video recap of the 2025 Commencement Ceremonies with the Board and will share the link with the Board following the meeting.

Perez reviewed the Quarterly Philanthropic Summary Report. As of the quarter ending March 31, 2025, we had received $6.2M in gift commitments. Gift commitments as of June 12, 2025 are approaching $9M as we enter home stretch and last couple of weeks in the fiscal year. There are potential gits and bequest commitments in the works that are putting us on track to potentially reach the $10M goal.

If we are able to hit our goal, that means that four of the last five years, we have achieved our goal in new annual gift commitments, showing the region’s commitment to SSU.

Perez and Hannah discussed the status of impacted endowment funds.

At this time, the population of funds, process, and next steps for impacted program closures on donated funds (endowments, scholarships, programs, bequests, etc.) has been determined, however, the situation and full impacts on programs has been fluid as we await a final State, CSU and SSU budget for the next fiscal year and beyond.

We are still needing to wait and we also recognize that this is a tricky and nuanced process. We are being responsive to inquires as they come in and also reaching out strategically to donors and departments but not putting out blanket communications for now. There are a number of departments and donors to contact. Hannah has met with the development team to discuss and communication will continue.

Because of the fluidity of the budget, and not knowing the final outcome, it has made it difficult for us to reach out. Perhaps there will still be opportunities to use the funds as the donor intended. And many programs slated to be discontinued are still participating in teach out plans, and eligible students and program will still be able to utilize funds for their intended purposes. We also need to wait and see if programs remain in some format. The frustration clause in the gift agreement allows the President and Foundation to identify the next best use for funds. As we work through these funds and have obtained feedback from sponsoring donors and applicable departments, recommendations will be presented to the Board.

1. **Committee Reports**
* **Executive Committee Report**

Hannah provided the Executive Committee Report. At this committee meeting, the agenda for today’s meeting and future special presentation topics were reviewed. The tentative schedule for special presentations:

* + 9/26/25
		- Annual Conflict of Interest/NPIA/board responsibilities presentation/letter
		- Annual review of Audited Financial Statements
		- UniversityMarketing - over lunch
	+ 12/5/25
		- Career Center / Pathways *(tentative)*
	+ Future
		- Health Sciences *(tentative)*
* **Audit Committee Report**

Randy Pennington provided the Audit Committee Report. The Financial Audit Plan for this year, with auditors from Aldrich, has been launched.

The committee also reviewed the Scholarship Compliance Review Report and reported there were no significant issues.

* **Philanthropy Committee Report**

No report, as they did not meet quarter.

* **Governance Committee Report**

Pourghadir provided the report. The Committee reviewed the Board/committee membership recommended changes that were voted on during the Annual meeting, prior to the start of the quarterly meeting.

The committee also discussed committee structure adjustments, especially as it relates to the Philanthropy and Governance Committees, including changing the structure/focus of Philanthropy Committee in the near term and returning to meeting quarterly. The informal update to the work of the committee will be to focus more on advocacy and community relations, and stewardship. Potentially formalize change down the line; have not yet reviewed nuances to change with Philanthropy Committee members. Also, moving Governance meetings back to quarterly cadence. The committee discussed having one *joint* Phil/Gov Com meeting per year.

The committee also reviewed the five take-a-way objectives following the August Retreat which was focused on overall SSUF & Board assessment. U’Ren developed a questionnaire for *individual* board member assessment and feedback and responses are encouraged by June 30, 2025. This will be shared electronically by Alicia next week.

The Board and Committee dates for FY 25/26 were reviewed. Notice of a revised CSU Auxiliary Organizations Policy was noted. There were minor changes and no significant impacts to SSUF but wanted to provide updated copy to board.

* **Investment Committee Report**

Thomas reviewed the items discussed at the Investment Committee meeting. The Board will be asked to take action on these items following this report.

The **2025/26 SSUF Operating Budget** was presented. The $617K balanced budget is funded by the annual 1% endowment management fee assessment. This amount was an increase of about 6% from last year due to endowment market value growth. Items of note included the changes in the following expenses:

* + Increases
		- Insurance, legal (due to uncertainty), catering
	+ Reductions
		- Contractual - Northpier OCIO assessment a one-time cost in the previous fiscal year
		- Conferences/trainings expenses due to campus travel freeze

The Committee also reviewed the proposed **Fall 2025 Pooled Endowment Distribution**, noting the record distribution of almost $2.3M (32% to scholarships and 68% to programs) based on SSUF Spending Policy to distribute 4% of 5 year rolling average of the pooled endowment market value as of Dec 31st. There is a change in look and feel of the document due the use of Fundriver software to compute and prepare the distribution report. The distribution by area/college also looks different to reflect the Academic re-organization that took effect July, 2024. Potential for program elimination will further potentially change display by area of support. There is also the potential re-designation/re-purposing of impacted funds due to program elimination. However, the plan is to have endowment distributions, regardless, and repurposing of impacted funds over time.

Finally, the committee reviewed a minor adjust to the **Student Managed Investment Fund (SMIF)** as recommended at the March Board Meeting. This minor adjustment is to protect SSUF liability. Adjustments also being made to class syllabus.

The committee recommended submitting these three items to the Board for action.

1. **Action Items**
* 2025/26 SSUF Operating Budget
* Fall 2025 Pooled Endowment Distribution
* Student Managed Investment Fund (SMIF) Revision

Pourghadir asked if there were any objections, or items that needed to be opened for discussion.

It was disclosed that Teixeira is also an original donor to SMIF and sits on the SMIF Advisory Board. No objections were made and the three action items were unanimously approved.

1. **New Business / Announcements / Adjournment**

Next Board meeting date is scheduled for 9/26/25.

The regular meeting was adjourned at 11:39am. The Board was provided a 15-minute break while lunch was set up.

Ali Pourghadir and Libby Payran left the meeting.

The Board returned following the break for the special presentations during the working session.

1. **Continued Working Session over Lunch - Student Affairs**

Ben Ellis and Reed Mathieson from Student Affairs presented their ideas for the Gardens at the Rec Center, repurposing an unused and maintained space into to an all campus, user friendly outdoor space.

Tramaine Austin-Dillon presented information on the new HUB and how they have adjusted language to be in compliance with the current administration’s limitations. He presented information about the programming offered by the HUB and activities the HUB supports, including Cultural Graduations, Juneteenth partnership with the City of Rohnert Park and how the space on the first floor of the Library has been transformed to house the HUB and many other student centric services.

Signed by Alicia Hodenfield and redacted

Signed by Ian Hannah and redacted

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*Minutes Approved by: Minutes Prepared by:*

Ian Hannah Alicia Hodenfield

*Chief Operating Officer & Secretary, Administrative Manager for*

*SSUF Advancement and Foundation Operations, SSU*

*2024/2025 Record of Attendance
June 13, 2025 Annual and Quarterly meeting*

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| --- | --- | --- | --- | --- |
|  | ***Title***  | ***First*** | ***Last*** | *Attendance* |
| 1 | Mr. | Monir | Ahmed | *Absent* |
| 2 | Mr. | Davis | Campbell | Present - Zoom |
| 3 | Dr. | Frank | Chong | *Absent* |
| 4 | Ms. | Anita | Christmas | Present |
| 5 | Dr. | Emily | Cutrer | *Absent* |
| 6 | Mr. | David | Felte | *Absent* |
| 7 | Mr. | Tom | Gillespie | *Absent* |
| 8 | Mr. | Ian | Hannah | Present |
| 9 | Mr. | Joseph | Huang | Present |
| 10 | Mr. | Tom | Isaak | *Absent* |
| 11 | Dr. | Brigitte | Lahme | Present - Zoom |
| 12 | Dr. | Karen | Moranski | *Absent* |
| 13 | Dr. | Andréa | Neves | *Absent* |
| 14 | Mr. | Ernesto | Olivares | Present |
| 15 | Ms. | Libby | Payan | Present - Zoom |
| 16 | Mr. | Randy | Pennington | Present |
| 17 | Dr. | Mario | Perez | Present |
| 18 | Ms. | Marcela | Piedra | *Absent* |
| 19 | Mr. | Ali | Pourghadir | Present |
| 20 | Ms. | Maraskeshia | Smith | Present *-* Zoom |
| 21 | Mr. | Mike | Sullivan | Present - Zoom |
| 22 | Mr. | Brent | Thomas | Present |
| 23 | Mr. | Robert | U’Ren | *Absent* |
| 24 | Ms. | Amanda | Visser | Present |
| 25 | Mr. | Ray | Pounds | *Absent* |
| 26\* | Ms. | Madelyn | Boyd | *Absent* |
| 27\* | Ms. | Vanessa | Sanchez | Present - Zoom |
| 28\* | Mr. | Patrick | Teixeira | Present |

*Directors Present / Annual meeting 14/25 \* / Quarterly meeting 16*

 *Directors Absent / Annual meeting 11 / Quarterly meeting 12*

 *Board Quorum / Annual meeting 13/25 / Quarterly meeting 15/28*

*Article IV, Section 6, Bylaws*

*\* Madelyn Boyd, Vanessa Mendoza and Patrick Teixeira nominations approved during the annual meeting. Total directors after that 28; quorum for Quarterly meeting is 15*

*Staff/Guests Present:*

*Ms. Alicia Hodenfield – Administrative Manager for Advancement and Foundation Operations, SSU*