

Minutes are intended to note (a) the date, time and place of the meeting; (b) those members of the public body who were present and those who were absent; and (c) the substance of all matters proposed, discussed and/or action was taken on. Minutes are not intended to be a verbatim report of a meeting. An audiotape recording of the meeting is available for inspection by any member of the public interested in a verbatim report of the meeting. These minutes are not final until approved by the Board of Regents at the March 2016 meeting.

**TRUCKEE MEADOWS COMMUNITY COLLEGE FOUNDATION
MEETING OF THE MEMBERS OF THE CORPORATION**

Student Union, Ballrooms B & C
University of Nevada, Las Vegas
4505 S. Maryland Parkway, Las Vegas
Friday, December 4, 2015

Video and Telephone Conference Connection from the Meeting Site to:

System Administration, Reno
2601 Enterprise Road, Conference Room

and

Great Basin College, Elko
1500 College Parkway, Berg Hall Conference Room

Members Present: Mr. Rick Trachok, Chairman
Mr. Michael B. Wixom, Vice Chairman
Dr. Andrea Anderson
Mr. Cedric Crear (*via telephone*)
Mr. Robert Davidson
Dr. Mark W. Doubrava
Dr. Jason Geddes
Mr. Trevor Hayes
Mr. James Dean Leavitt
Mr. Sam Lieberman
Mr. Kevin C. Melcher
Mr. Kevin J. Page
Ms. Allison Stephens

Chairman Rick Trachok called the meeting to order at 10:22 a.m. with all members present except Regent Robert Davidson.

1. Information Only – Public Comment – None.

Regent James Dean Leavitt left the meeting.

2. Approved – Annual Report – The Members of the Corporation recommended approval of the Truckee Meadows Community College (TMCC) Foundation Annual Report, including the Annual Gift Report, as presented by Mr. Brad Woodring, chair, TMCC Foundation.

Mr. Brad Woodring reported on the TMCC Foundation's fiscal year, fundraising, and Board of Trustees.

Regent Jason Geddes moved approval of the TMCC Foundation Annual Report. Regent Allison Stephens seconded.

2. Approved – Annual Report – (Continued)

Regent Kevin J. Page thanked the William N. Pennington Foundation for its gift and its continued support of higher education.

Regent Geddes asked how close they were to securing the \$10 million goal for the Health Science Center building. Ms. Gretchen Sawyer, executive director, TMCC Foundation, responded they have secured the \$10 million goal including \$5 million in private donations.

Regent Leavitt entered the meeting.

Motion carried. Regent Davidson was absent.

3. Information Only – Officers - The following individuals were selected by the TMCC Foundation Board of Trustees for re-election to serve a one-year term from January 1, 2016 - December 31, 2016:

Brad Woodring, President
Anne Beroza, Secretary/Treasurer

4. Approved – Consent Items - The Members of the Corporation recommended approval of the TMCC Foundation consent items.

4a. Approved – Financial Statements and Management Letter – The Members of the Corporation recommended approval of the TMCC Foundation Audited Financial Statements, Management Letter and the top 10 payee schedule for the year ended June 30, 2015. (Ref. TMCC-4a(1) and Ref. TMCC-4a(2) on file in the Board Office.)

4b. Approved – Appointments – The Members of the Corporation recommended approval of the appointments of the following individuals to the Board of Trustees for a two-year term from 2015-2017:

Ms. Cary Groth
Ms. Gigi Chisel

4c. Approved – Reappointments – The Members of the Corporation recommended approval of the following individuals to the TMCC Foundation Board of Trustees for a two-year term from 2015-2017:

Mr. Rod Sanford
Mr. Sean French
Mrs. Anne Beroza

4d. Approved – Foundation Amended Bylaws – The Members of the Corporation recommended approval of the TMCC Foundation amended bylaws. The amendments are as follows: (Ref. TMCC-4d on file in the Board Office.)

1. Nomenclature changes throughout: Trustee to director and president to chair.
2. Article II Section 6: Proxy voting provisions were eliminated.
3. Article III Section 2: The board minimum size to be set at five members, quorum set at a majority of elected directors.

4. Approved – Consent Items – (Continued)

4d. Approved – Foundation Amended Bylaws – (Continued)

4. Article III Section 3: The annual meeting date is now specified for the fourth quarter.
5. Article IV Section 2: Officer and director terms were extended to two years from one and the Nominating Committee was eliminated.
6. Article IV Section 6 and 7: The secretary and treasurer positions were split, with the secretary to be president ex officio who delegates duties to the TMCC Foundation staff members.
7. Article IV Section 7 and 8: The immediate past president and member at large positions were eliminated.
8. Article V Section 1: Changes to define contract authority limits requiring board approval from \$10,000 to over \$25,000.
9. Article VII Section 3: Indemnification language updated.

Regent Stephens moved approval of the TMCC Foundation consent items. Regent Sam Lieberman seconded. Motion carried. Regent Davidson was absent.

Regent Melcher left the meeting.

5. Information Only – New Business – None.

6. Information Only – Public Comment – None.

The meeting adjourned at 10:30 a.m.

Prepared by:

Angela R. Palmer
Special Assistant and Coordinator
to the Board of Regents

Submitted for approval by:

Dean J. Gould
Chief of Staff and Special Counsel
to the Board of Regents