

Diné College Board of Regents Meeting Minutes

Diné College Board of Regents Meeting		Date: Friday, May 11, 2018
Present:	Greg Bigman, Theresa Hatathlie (arrived 7:30 a.m.), Dr. Tommy Lewis Jr. (7:33 a.m.), Anderson Hoskie (arrived 7:39 am.), Felisha Adams (departs 8:30 a.m.), Nelson S. BeGaye, Johnson Dennison, Sharon Toadecheenie (Quorum of <u>5</u> is met) <u>8</u> Regents in attendance.	Location: Diné College Tsaille Main Campus, Room 620C Tsaille, AZ Time: 7:00 a.m.
Absent:		

Agenda		
May 11, 2018 minutes approved on June 8, 2018. Motion by Regent Dr. Lewis, Second by Regent Toadecheenie. Vote: 5-0-0.		
I. Call to Order: Regent Bigman called the meeting to order at 7:25 a.m.		
II. Roll Call: Regent Dennison appointed to conduct secretary duties for this meeting. Roll call taken by Regent Dennison.		
III. Invocation: Regent Toadecheenie provided invocation.		
IV. Approval of Agenda Motion by Regent Hoskie to approve agenda, Second by Regent BeGaye. Discussion: President Roessel inform the Board of Regents substitute resolution for Board Committee resolution that now includes “governance committee. Motion by Regent Bigman to amend agenda to remove announcement item 5 per duplicate; and revise the Campus/center appreciation dates; action item B substitute resolution that includes governance committee. Seconded by Regent BeGaye. Vote on amending motion: 5-0-1. Vote on approving motion: 5-0-1. <i>Abstention vote was due to a regent not hearing the items voted on.</i> Motion to amend rules by starting with action item 1 by Regent BeGaye. Second by Regent Toadecheenie. Vote: 6-0-0.	Follow-Up Action:	Responsible POC:
	A. Update agenda with noted amendments.	BOR Executive Assistant
X. Old Business: A. <u>Approving Din4 College Land Grant Office proposal submission to the United States Department of Agriculture Rural Development Community Facility Grant Program Tribal College Initiative Grants to conduct Phase I of Tsaille Campus Demonstration Farm to establish livestock handling and informal community outreach facility.</u>		

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Motion to recall resolution by Regent Adams, seconded by Regent BeGaye. The resolution previously read into record May 3, 2018 and with recommended amendment to change “conduct” to propose.

Discussion: Ms. Litson, LGO Director, proposal to establish a safe-environment for instructing. A scope of work includes clearing vegetation area for livestock facility area, establishing the waterline, construction for permanent covered coral with half barn, working space and alleyway for herd health.

- ✚ BeGaye express concern of broken line and recommends to plans to support further development and upcoming inclement weather.
- ✚ Bigman notes the 5% matching funds and inquires of collaborating partners. *LGO director shares currently collaborating with NMSU, and efforts in fostering partnership with University of Arizona. The USDA endowment can support the matching funds requirement.*
- ✚ Adams- Recommends the 5% matching funds fee to be included in the estimate. *LGO Director confirms the matching funds fee is included, however will further detail in budget.*

Vote for approving motion: 8-0-0.

B. Approval of a Professoriate for faculty of Din4 College and a faculty ranking process that values all faculty at the college.

Motion to recall resolution by Regent BeGaye, seconded by Regent Toadecheenie. The resolution previously read into record May 3, 2018 and with no changes noted.

Discussion: President confirms no amendments to last presented resolution. FA President, Barsine Benally, reported an approval and support for the faculty-ranking handbook from the faculty with a majority vote held during meeting held May 8, 2018. Dr. Roessel expressed his appreciation for BOR allowing additional time for review time for faculty.

- ✚ Regent Bigman supports the clause embedding of Navajo language and culture with the ranking system. Regent Bigman recommends Regents to consider a timeframe for professoriate status and/or transition period, attaching bylaws and including the faculty vote. *Dr. Roessel there will be positions not aligned to the ranking i.e. adjunct faculty.*
- ✚ Regent BeGaye request reasons for tabling an action item noted on the minutes “follow-up section” for the record. *Regent Bigman reports the*

Amendment to Resolution:

Attachments to include:

- Timeframe for transition period,
- Faculty bylaws
- Faculty vote as an attachment

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<p><i>tabling motion requested for faculty association to provide vote of support as an attachment.</i></p> <p>✚ President recommends timeline for amendment be a directive for administration and faculty to develop the timeline and bring that back for a vote.</p> <p>Motion for amendment of period for transition period, attaching faculty bylaws, and including faculty vote as an attachment by Regent Bigman, seconded by Regent Hatathlie.</p> <p>Vote for approving motion: 8-0-0. Vote for amendment: 8-0-0.</p> <p>C. <u>Approving a proposal and funding request to the Navajo Nation Council in the amount of \$14.3 million to assist in funding the construction of student and faculty housing and wellness center for the Tsaile, Arizona campus.</u> Motion to recall resolution by Regent BeGaye, seconded by Regent Hatathlie. The resolution previously read into record May 3, 2018 and with amended changes to clarity phases.</p> <p>Discussion: The two resolution, Item C & D, were developed to separate the request between NHA and NNC. Dr. Roessel notes change to clarify phases and specific phase the funding request covers. Vote for approving motion: 8-0-0.</p>		
<p>XI. New Business</p> <p>D. <u>Approving a proposal and funding request to the Navajo Nation Housing Authority in the amount of \$9.4 million to assist in funding the construction of student faculty housing and wellness center for the Tsaile, Arizona campus.</u> Motion to approve resolution by Regent Adams, seconded by Regent Dennison. Read into record by Regent Lewis.</p> <p>Discussion: The two resolutions, Item C & D, were developed to separate the request between NHA and NNC. <i>Dr. Roessel refers to the breakdown of funding resources.</i> Regent BeGaye recommends referencing breakdown within resolution.</p> <p>Motion to amend resolution by Regent BeGaye to show revision of Whereas 11</p>	<p>Amendment to Resolution: Whereas #11: Diné College is seeking alternative source of funding to build student and faculty housing as well as a wellness center, \$14.3 million is being request of Navajo Nation and Diné College will put forth \$4.5 million (Exhibit A).</p>	<p>Resolution Sponsor</p>

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to reflect “Diné College is seeking alternative source of funding to build student and faculty housing as well as a wellness center, \$14.3 million is being request of Navajo Nation and Diné College will put forth \$4.5 million (Exhibit A). Second by Regent Lewis.

- ✚ Regent Hatathlie questions if current rates referenced and if there has been a review of current market value. *President working on housing policy analysis and proposal of new rates.*

Vote for amendment: 8-0-0.

Vote for approving motion: 8-0-0.

E. Approving the formulation of an Academic and Student Success Committee, Audit Committee, Governance Committee, and Investment Committee for the Dine College Board of Regents and the appointment of Regents to each new standing committee.

Motion to approve resolution by Regent Hatathlie, seconded by Regent Toadecheenie. Read into record by Regent Lewis.

Discussion: Dr. Roessel confirms change need on Therefore #1, to show “Academic and Student Success Committee”.

- ✚ Regent Bigman confirms no action items taken in the committees, except the investment committee. The Master investment policy allows some actions for the investment committee.

Recommendations:

- Student regent as member of Academic and Student Success Committee
- Meetings every quarter
- Annual Rotation of members in August.
- Donors as advisors to the committees
- Governance implement strategy in the reporting mechanisms with development and alignment of goals; engage in a model of shared governance.
- Academic and Student Success Committee
 - Hatathlie
 - Lewis
 - Adams
- Audit Committee & Investment Committee
 - Treasure, Hoskie
 - Dennison

Amendments to Resolution:

Therefore #1, to show “Academic and Student Success Committee”.

Add recommended Regents to committee assignments within resolution

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- BeGaye
- Governance Committee
 - Bigman
 - Dennison
 - Toadecheenie

Responsibilities:

- The Committee Chair in charge of those committee and responsible for the bylaw.
- Mix audit and investment committee.

- ✚ Regent Hoskie recommends work session to determine committee assignments. Regent Bigman request Regents comments. Regent Toadecheenie confirms her support for stated recommendations. Regent Hatathlie also confirm her support for recommendations. Regent BeGaye requests clarification on verbiage “automatically” process of assignment when regent leaves the Board.
 - Regent Bigman recommends appointment to committees can take place during annual meetings or beginning of the year, so time to understand strengths is established. The committees are tasked with supporting the President, increasing knowledge and accountability with key areas of the college, and helping in training regents.

Motion to amend resolution Therefore #1, to show “Academic and Student Success Committee” and include recommended Regents assignments by Regent BeGaye, Second by Regent Hatathlie.

Vote for approving motion: 8-0-0.

Vote for amendment: 8-0-0.

F. Authorizing and Approving amendments to the Master Investment Policy, which was approved by the Board of Regents dated May 17, 2014. The amendments are noted in the markup in Attachment: DC IP Master 11-11-2014 APPROVED Revised 5-11-2018.

Motion to approve resolution by Regent Hatathlie, seconded by Regent - Toadecheenie. Read into record by Regent Lewis.

Discussion: Ms. Lewis, Vice President states original resolution reference Appendix A, however no record of this attachment. In addition, 3.2 paragraph,

Amendment to Resolution:

Update resolution title, from “11-14” to “11-11-2014”.

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<p>2 to include current position titles aligned with organization structure such from “CFO” to Vice President Finance & Administration and “VP of Institutional Advancement” to Vice President of Student Success. Ms. Lewis reports resolution revision consists of minor changes.</p> <p>Motion to amend resolution title to reflect “11-11-2014” to correct typo error by Regent BeGaye, Second by Regent Adams.</p> <ol style="list-style-type: none"> 1. Regent BeGaye recommends quality control or review process for resolutions brought before the Board of Regents. <ul style="list-style-type: none"> ✚ Regent Bigman strongly requests president to consider in-house counsel to review board documents. <p>Vote for approving motion: 8-0-0. Vote for amendment: 8-0-0.</p> <p>G. <u>Authorizing and Approving the reactivation of the Investment Committee in accordance with the Master Investment Policy, which was approved by the Board of Regents dated May 17, 2014. The Investment Committee shall be comprised of three (3) member of the Board of Regents, one of which shall be the Treasurer, and three (3) members of the management of the College, consisting of the Controller, Vice President of Finance & Administration, and the Vice President of Student Success.</u></p> <p>No motion or second for this item.</p> <p><i>Dr. Roessel confirms the investment committee reactivated within New Business Action Item E on May 11th, 2018 agenda.</i></p>		
IX. Reports		
Oral Reports	Follow-Up Action:	Responsible POC:
<ol style="list-style-type: none"> 1. ASDC - Felisha Adams, ASDC President Students will have a booth setup to promote club and generate revenue. ASDC President recommends recognizing staff and faculty that received the Student Choice Award during Employee Appreciation Day. The ASDC Election will be held 5th week of Fall semester. 2. 50th Anniversary – Felisha Adams, Regent A sponsorship package provided for the review of the Board of Regents. An image selected for the blanket and included within the 		

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provided folder. The fundraising goal is 100k.

- ✚ Regent Toadecheenie inquired of the selection process of the blanket design.
- ✚ Regent Hatathlie and Regent BeGaye expresses their appreciation for the work contributed for the 50th Anniversary and congratulates Regent Adams on graduating.
- ✚ A Board of Regents discussion on impacts of graduated status for Regent Adams and her role within 50th Anniversary Committee and representation as a student Regent. *Dr. Roessel affirms the 50th Anniversary committee would be an administrative responsibility and would support continuing; however, regent role would be at the discretion of the Board of Regents.*
 - Regent Adams reports she is planning for transitions of chair responsibilities during the Fall, if needed.

3. Office of the President – Dr. Roessel, President

A brief update provided on the graduation run-through of line up to the regents. The rearranging of the planned of stage setup was due to inclement weather. HLC 2-day visit scheduled next week and request possibly three board members and makes recommendation of regents. Regent Bigman for board support for financial commitment. Regent Hatathlie for mission-led, founding ideas discussion. Regent Dr. Lewis for Diné Education and the need for culture teachers. The Board of Regents' participation welcomed and call-in line will be available.

- ✚ Regent Bigman questioned the faculty/student review process, survey delivery, and survey questions. A request for President to urge administrators and executives to properly communicate and reply when assisting community members.
- ♦ Velveena confirms students sent survey for each class and reminders linked to email popup notifications.
- ♦ Provost working with Deans in utilization of data.

Dr. Roessel keeps presentation brief ensuring administration and regents in consideration of the Commencement line-up.

4. Finance & Administration – Bo Lewis, Vice President Finance & Administration

The 2nd quarter reporting information provided for the monthly

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reporting. Fiscal year 2016-2017 audit completed on April 30, 2018.

The findings include write-offs:

- ♦ Prior year expenditures.
- ♦ Duplication of Capitalization
- ♦ Unrecorded liability- payout did not include accrued interest.

KPMG’s audit completed today. Increases in 2016-2017 in operating expenses and operating revenue, which is due to increase in wages & benefits and scholarship awards. The operating revenue increase slightly with grant revenue, which offset by tuition & fees with slight increase in aux. revenue. Non-operating revenue, increase of 2.5 million, which is due to scholarship revenue, investment income, and timing of federal appropriation funding, received. Decreases in construction spending such as AZ compact and Title III.

This department projects include:

- ♦ Current construction on NHC.
- ♦ Blue light project.
- ♦ College website.
- ♦ Microwave and counter installation for student.
- ♦ Tsaile digital sign is awaiting NTUA actions to proceed further.
- ♦ Solar lighting added in dark areas addressing campus security.

Recommendation to change banks and provide a listing its impacts.

- ✚ Regent Hatathlie recommends the college to work on a transition plan.
- ✚ Regent BeGaye, Budget and finance committee.
- ✚ Dr. Roessel discerns impact on employees, students, and remote centers that have limited access to local financial institutions.

Directive to prepare resolution regarding Wells Fargo in offering better services and lower account fees. Submit a letter. Prepare a contingency plan for possible bank change.

Written Reports		Follow-Up Action:	Responsible POC:
1. Office of the President	Motion to accept oral and written reports by Regent BeGaye , Second by Regent Denison Vote: 7-0-0. Directive to prepare resolution regarding	Directive to prepare resolution regarding Wells Fargo in offering better services and lower account fees. Submit a letter. Prepare a contingency plan for possible bank change.	College President and Administration
2. Provost			
3. Student Affairs			
4. External Affairs			

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<p>5. Faculty Association</p>	<p>Wells Fargo in offering better services and lower account fees. Submit a letter. Prepare a contingency plan for possible bank change.</p> <p>Directives: 7-0-0</p>		
<p>VIII. Approval of Meeting Minutes</p> <p>Work Session January 12, 2018 Tsaile, AZ</p> <p>Work Session February 2, 2018 Tsaile, AZ</p> <p>Regular Meeting April 5, 2018 Tsaile, AZ</p>	<p>Minutes tabled for next regular meeting June 8, 2018.</p>	<p>Follow-Up Action:</p>	<p>Responsible POC:</p>
		<p>Include on June 8th agenda for approval</p>	<p>BOR Executive Assistant</p>
<p>XII. Executive Session: Meeting did not contain an executive session.</p>			
<p>XIII. Next Meeting: Board of Regents Regular Meeting Friday, May 18, 2018, 9:00 a.m. Proposed Location: Window Rock Center Window Rock, Navajo Nation (AZ)</p> <p>Board of Regents Regular Meeting Friday, June 8, 2018, 9:00 am. Proposed Location: Diné College, Tsaile Campus Tsaile, Navajo Nation (AZ)</p>			
<p>VIII. Adjournment: Motion to adjourn by Regent Dennison. Seconded by Regent Hatathlie. The meeting held no additional discussion for adjournment. Vote: 7-0-0. Meeting adjourned at 9:25 a.m.</p>			
<p><i>Respectfully submitted by: Michelle Cury, Diné College Board of Regents Executive Assistant</i></p>			