

Approved at the 1/29/16 meeting  
**BOARD OF TRUSTEES OF THE COLORADO SCHOOL OF MINES**  
***MINUTES OF THE BOARD MEETING***  
**December 17, 2015**  
**COLORADO SCHOOL OF MINES**  
**1500 ILLINOIS ST.**

**Executive Session**

The Trustees met in Student Center Ballroom D at 12PM.

Trustees present: Spaanstra, Cowart, Vallejo, Haddon, Jorden, Truly, Harrison, Jacobsen.

Trustee absent: Bliss

Chairman Spaanstra noted the need to move into executive session to receive legal advice pursuant to §24-6-402 (3)(a)(II), C.R.S. and discuss personnel matters per §24-6-402(3)(b)(I) C.R.S. Trustee Vallejo motioned, seconded by Trustee Truly. Approved 6-0.

Motion to move out of executive made by Trustee Cowart, seconded by Trustee Jorden. Approved 6-0.

After a short break, the Trustees regrouped at the Coors Boardroom, Guggenheim Hall.

Chairman Spaanstra called the regular meeting to order at 1:28 p.m.

CSM executives and directors were also present including President Johnson, Provost Parker, Associate Provost Boyd, EVP Volpi, Mr. Han, Ms. Walker, Ms. Curran, VP Fox, VP Dean, CSMF President Winkelbauer, Ms. Boyd, Ms. Flintoft, Ms. Rosenthal, Ms. Sinclair, Dr. Osgood, Ms. Ranta-Curran, Dr. Cath, Dean Moore, Dean Kaufmann, Dean Graves.

Chairman Spaanstra presented Trustee Cowart with a silver certificate in appreciation of her 8 years of service to the Colorado School of Mines Board of Trustees. Chairman Spaanstra presented Provost Parker with a silver certificate demonstrating the Board's appreciation for his service as Provost to the Colorado School of Mines.

**A. Consent Agenda**

The consent agenda contained three items: 1) The minutes from the October 30 meeting; 2) approval of the Graduation List submitted as follows: *BE IT RESOLVED that the Board of Trustees of the Colorado School of Mines approves the attached graduation lists (Addendum A);* and 3) a proposal for revisions of the Debt Policy submitted as follows: *BE IT RESOLVED that the Board of Trustees of the Colorado School of Mines approves the revisions to the Debt Policy (Addendum B).*

Trustee Jorden motioned to approve the consent agenda, seconded by Trustee Haddon. Approved 6-0.

## B. Action Items

Action Item 1: Bond Financing Ms. Volpi stated that the University has an overall objective of achieving a debt structure that meets the short term and long term goals of affordability, appropriate risk management and maintaining or enhancing the University's credit rating. With this upcoming bond financing, the University expects to achieve the following goals:

- Obtain proceeds to move forward with the construction of the CoorsTek Center for Applied Science and Engineering;
- Refinance a portion of the Refunding and Improvement Series 2009A Bonds to achieve a net present value savings in debt service costs;
- Maintain current credit ratings; and
- Achieve low cost of capital.

The Finance and Audit Committee reviewed and discussed the details of this bond issue and recommends to the Board of Trustees for its approval to issue fixed rate tax exempt bonds for the bridge funding for the CoorsTek Center construction totaling \$13.09 million and to refinance \$10.88 million of the series 2009A fixed rate debt. Upon approval, the Chairman of the Board of Trustees and the Board Treasurer will be authorized to execute the thirteenth supplemental resolution as well as other related documents.

### **RESOLUTION**

*BE IT RESOLVED, that the Board of Trustees of the Colorado School of Mines authorizes the issuance of fixed rate tax exempt bonds for the bridge funding for the CoorsTek Center construction totaling \$13.09 million and to refinance \$10.88 million of the series 2009A fixed rate debt.*

Finance and Audit Committee moved for approval. Approved 6-0.

## C. Reports and Updates

Board Committee Reports Trustee Vallejo reported that the Finance and Audit Committee met on December 7 to view a presentation by the auditors for the fiscal year audit, noting that it was a clean audit. The committee also reviewed the October 31 financial statements, reserves, the proposal for the debt policy, updates on current audits, and the proposed expansion of the ethics policy. The Investment Advisory Committee also met on Dec. 7 to review foundation investment results.

President's Report President Johnson shared the Division II NCAA National Championship trophy earned by the Mines' Men's Cross Country team and reported this is the first national championship win in Mines' history. Mines also had a first place individual runner in the RMAC Championship. Students on the ethics team earned first place in the Rocky Mountain Region Intercollegiate Ethics Bowl and will compete in the national competition in the spring. This

week, the first-ever congressional hearing in a mine was held in the classroom of the Edgar Mine. The hearing involved proposed legislation for investing federal funds in mining education and addressing abandoned mines across the U.S.

Financial Report \_\_\_\_\_ Ms. Volpi reviewed the Oct 31 financial statements.

Audited Financial Statements – June 30, 2015 \_\_\_\_\_ Ms. Volpi reviewed the audited financial statements for the year ended June 30, 2015. Mines received an unmodified opinion which is the highest rating, there were no findings or recommendations and no unadjusted entries. Auditors gave best practice comment regarding an IT process. Ms. Volpi responded to questions regarding pension liability reporting, noting that Mines is reviewing the possibility of an alternate retirement plan for new employees.

Expanded Ethics Hotline \_\_\_\_\_ Ms. Volpi reported that Mines' fraud policy has been in place since 2007 and is in the process of being expanded. Revised policy will provide parameters and guidance for someone who suspects fraud or inappropriate actions by others on campus and will give them an avenue to report concerns and will provide protections for the whistleblower. The draft policy has been provided to administration and faculty senate and will be presented to the student government groups for feedback, with the goal of finalizing in January. The Finance and Audit committee discussed the concepts around the policy revisions.

Research Activities & Tech Transfer \_\_\_\_\_ Dr. Dean provided an update of recent research activity, noting that the State Office of Economic Development and International Trade (OEDIT) awarded a 2.5M dollar contract to Manufacture's Edge, Mines, Ball, Lockheed, and Fauston Tool. The R&D center will be built at Mines dedicated to performing applied research and creating database infrastructure needed to qualify 3D printers and their parts. He also briefly described the five proposals selected for the Proof of Concept Competition.

Faculty Senate Report \_\_\_\_\_ Dr. Osgood provided an update on recent senate activity, including progress on the family friendly initiatives, revising the promotion and tenure process, and developing pathways for students to more easily participate in research and study abroad. The teaching faculty subcommittee is looking at multi-year contracts for teaching faculty, the senate is providing feedback on the proposed library renovations, looking at the graduate student experience and the expansion of the honors program.

#### **D. Presentation and Discussion Item**

Faculty Sabbatical Presentation \_\_\_\_\_ Dr. Tzahi Cath, Civil and Environmental Engineering professor and Director of the Advanced Water Technology Center reported on his 2014 sabbatical.

#### **E. Executive Session**

Chairman Spaanstra noted the need to move into executive session to receive legal advice pursuant to §24-6-402(3)(a)(II), C.R.S. and discuss personnel matters per §24-6-402(3)(b)(I)

C.R.S. Trustee Haddon motioned to move into executive session, seconded by Trustee Truly. Motion approved 6-0. Executive session began at 2:30 p.m.

Trustee Haddon motioned to exit executive session, seconded by Trustee Jorden. Approved 6-0. Executive session ended at 3:20 p.m.

It was recommended that the Board of Trustees amend the President's contract to require Dr. Johnson to live in the President's residence for the first year of his presidential appointment through June 30, 2016. *BE IT RESOLVED that the Board of Trustees of the Colorado School of Mines approves the proposed amendment to the President's appointment dated December 17, 2015.* Trustee Truly motioned to approve, seconded by Trustee Vallejo. Vote to approve: 5-0. (Coward had departed early, Bliss was absent).

There being no further business, the meeting adjourned at 3:25 p.m.