

North Dakota University System Foundation Minutes

April 14, 2022, at 2:00 p.m. CT.

1. **Call to Order**

President Tim Mihalick called the meeting to order at 2:02 p.m. CT.

Members Present:

Mr. Timothy Mihalick
Ms. Julie Traynor
Dr. Steven Shirley
Rep. Cynthia Schreiber-Beck
Chancellor Mark Hagerott (ex officio)

Others present:

Mr. David Krebsbach, NDUS (North Dakota University System)
Ms. Jamie Wilke, NDUS (North Dakota University System)
Ms. Mindy Sturn, NDUS (North Dakota University System)

Members Absent:

Mr. Jon Backes
Ms. Danita Bye
Mr. Mike Warner

2. **Agenda and October 7, 2021, Meeting Minutes**

It was moved by Ms. Traynor, seconded by Rep. Schreiber-Beck, to approve the agenda and October 7, 2021, meeting minutes as presented.

Shirley, Schreiber-Beck, Traynor, and Mihalick voted aye. **Motion carried.**

3. **Election of Vice President-** The role of Vice President is a one-year term. Mr. Backes is the current Vice President but was not present at the meeting. Chancellor Hagerott stated Mr. Backes had not indicated he would not want to be re-appointed, so he can be nominated at the present meeting, and if he chooses to decline, a replacement can be nominated at the next meeting. Mr. Backes did confirm by email on April 25, 2022, that he accepted the nomination for Vice President of the NDUS Foundation.

It was moved by Dr. Shirley, seconded by Ms. Traynor, to nominate Mr. Jon Backes to serve as Vice President of the NDUS Foundation.

Traynor, Shirley, Schreiber-Beck, and Mihalick voted aye. **Motion carried.**

4. **SBHE (State Board of Higher Education) Chair Member Ryan re-appointed Mr. Timothy Mihalick to President of the NDUS Foundation** at the March 31, 2022, SBHE meeting.
5. **Candidates for 2022 Open Positions, Terms Ending: Ms. Danita Bye (2022), Rep. Cynthia Schreiber Beck (2022), and Ms. Julie Traynor (2022).** Representative

Cynthia Schreiber Beck and Ms. Julie Traynor agreed to renew their appointments to the NDUS Foundation. Their names will be provided to the SBHE at their May 2022 retreat for review and re-appointment. Ms. Danita Bye was not present at the meeting, but in discussions with the Chancellor was willing to continue her service at the NDUS Foundation. Her name will also be discussed for re-appointment at the SBHE meeting in May.

6. **NDUSO and NDUS Foundation Operating Agreement Annual Review** (as required by SBHE Policy 340.2). There were no audit recommendations from the last audit. All committee members present had reviewed and no changes to the Operating agreement were suggested.

It was moved by Ms. Traynor, seconded by Rep. Schreiber-Beck, to approve the renewal of the NDUSO and NDUS Foundation Operating Agreement.

Traynor, Shirley, Schreiber-Beck, and Mihalick voted aye. **Motion carried.**

7. **IRS (Internal Revenue Service) Form 990 Filing-Renew KKR Accounting & Tax Contract** or request new vendor. KKR Accounting & Tax Contract was reviewed along with the Engagement Letter. No discussion on using a different vendor was had, as members present were satisfied with the work of KKR Accounting.

It was moved by Rep. Schreiber-Beck, seconded by Dr. Shirley, to approve the renewal of KKR Accounting & Tax Contract to prepare the IRS Form 990 Filing.

Traynor, Shirley, Schreiber-Beck, and Mihalick voted aye. **Motion carried.**

8. **Chancellor Update**

Review of Foundation Initiatives

Chancellor Hagerott reviewed the following initiatives and expressed the need for continued support:

- a. Dakota Digital Academy
- b. Cyber Security and Digital Sciences
- b. Nursing Industry
- c. Robotics and Unmanned Air Systems (UAS)
- d. Oil Workforce
- e. Manufacturing Industry
- f. Faculty Support
- g. Education Opportunities for Students in North Dakota

Ms. Julie Traynor provided an update on the Nursing Industry and stressed that Nursing is still one of the most trusted, honorable, and ethical professions. A growing issue the industry is facing is finding nursing educators, due to the lower pay scale in nursing education.

Rep. Cynthia Schreiber-Beck asked that Agriculture be added as an additional initiative for the NDUS Foundation. All trustees present agreed, and it will be added.

Chancellor Hagerott thanked everyone for their work and continued support of the NDUS Foundation and stressed the importance of having a central Foundation.

9. NDUS Foundation Financial Reports

Ms. Sturn presented the financial report as of March 31, 2022.

Balance in accounts = \$37,157.52

Without Donor Restriction: \$19,560.72

With Donor Restriction: \$17,596.80

Microsoft-ND Career Builders: \$17,500.00

Faculty Award: \$96.80

10. NDUS Foundation Administrative Fee Review/Discussion

On October 7, 2021, a meeting discussion was had about contracts moving forward, such as the Palo Alto contract, that the Foundation investigated adding a 1-2% administrative fee to assist in operations. Ms. Sturn also did some research on what other campus Foundations are doing with fees and noted each Foundation is different regarding the fees they charge, and these fees are noted on their website.

Ms. Sturn and Mr. David Krebsbach reviewed the NDUS Foundation Bylaws, Policies and Procedures, and the NDUS Foundation Operating Agreement and noted there is no stipulation stating that a fee cannot be assessed; however, section 5 of the agreement on Funding for Foundation Operations, does state that the NDUS is to provide the following to the NDUS Foundation at no charge:

- a. Accounting services
- b. Technology support services, storage of electronic records, and online access
- c. Access to files that are relevant to the business and purpose of the NDUS Foundation
- d. Administrative (secretarial) support
- e. Travel expense reimbursement until NDUS Foundation funds are sufficient to cover expenses.

Discussion was had regarding this information, and it was decided at this time most of what the NDUS Foundation receives is pass through, and since the NDUS is currently providing administrative support at no cost there would not be a current need to have an administrative fee. This item could be revisited with the growth of the NDUS Foundation.

The meeting adjourned at 2:40pm CT.