

MINUTES of the Regular Board Meeting
of the BOARD OF TRUSTEES of VICTORIA COLLEGE
September 18, 2023

V. Bland Proctor, <i>Chair</i>	Luis A. Guerra, <i>Vice-Chair</i>	John Zacek, <i>Secretary</i>	Dr. Daniel Cano	Catherine McHaney	Dr. Josie Rivera	Ron Walker
√	X	√	√	√	√	X

Also in attendance: VC Staff: Dr. Jennifer Kent, Mary Ann Rodriguez, Keith Blundell, Dr. Edrel Stoneham, Cindy Buchholz, Jacob Flores, Jerry Hamilton, Betsy Crane, Babette Lowe, Darla Strother, Matt Wiley, Marty Deckard, Amy Mundy, Darin Kazmir and Bradley Johnson.

The Victoria College Board of Trustees met for a regular board meeting on Monday, September 18, 2023, at 4:00 PM in Corporate Training Room 101 in the Academic Building of Victoria College located at 2200 E. Red River, Victoria, TX. Mr. Bland Proctor, Chair, presided over the meeting.

A. Call to Order:

1. Quorum Call:

Mr. Bland Proctor called the meeting to order at 4:05 p.m. and announced that a quorum of board members was present.

2. Certification of the Posting of the Notice of the Agenda

Dr. Jennifer Kent certified that the agenda had been properly posted per Texas statute also in accordance with the provisions of Sections 551.125 and 551.127 of the Texas Government Code.

B. Citizen Communication:

1. At this time, the public is invited to address the Board of Trustees.

No members of the public spoke to the Board

C. ITEMS FOR CONSIDERATION:

1. CONSIDER Minutes of Board Workshop held on August 7, 2023

Dr. Daniel Cano moved to accept the minutes as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

2. CONSIDER Minutes of Special Board Meeting held on August 7, 2023

Mr. John Zacek moved to accept the minutes as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

3. CONSIDER Minutes of Special Board Meeting held on August 14, 2023

Dr. Josie Rivera moved to accept the minutes as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

4. CONSIDER 2023 June and July Financial Statements

Mr. Keith Blundell presented. He shared with the board that the financials are cumulative; therefore, he would review only the July financials in detail if everyone was in agreeance. He began with the Statement of Net Assets as compared to the same time last year, that total current cash and investments are at about \$26.806 million compared to about \$16.417 million same time last year. We are up about \$10 million. Mr. Blundell also noted

that current liabilities are favorably to prior year. Total net position is at \$30.131 million. Mr. Blundell then reviewed the Statement of Revenues, Expenditures and Changes in Net Assets for the consolidated fund and the Gonzales Center and other projects funds in detail, asking if any clarification was needed as he proceeded. State appropriations are coming in as scheduled. He shared that Ad Valorem taxes are a little above budget at about 101.6%. He compared current year actual to 2022 actual and explained any differences. Tuition and fees for credit classes are at about 105.83% of budget. Non-credit is a little down at about 83.80% of budget. He also noted that hours are currently flat but our rates are up about 4-5%. Mr. Blundell noted that our investment income is at \$368,678, way above last year as he covered earlier during his quarterly investment report. He also noted that our net increase is at \$4.498 million compared to \$6.143 million last year which is due to no longer receiving HEERF funds which we were aware of. Mr. Blundell noted on page 12-14 revenues equal expenditures, that is exactly what we want to see. Mr. Blundell also noted on page 15 of 21 that Auxiliary is at about \$728K in the red but we know that August will be good for the bookstore with the beginning of the Fall semester. This was not the case last year at this same time but that was due to receiving HEERF funds. He noted that on page 16 of 21 Ad Valorem taxes were at 101.45%. He moved on to page 18 of 21, pointed out that budget adjustments are at net \$0. He noted that on page 19, Gonzales Center now shows a balance of \$873 in case any needed projects occur. Mr. Blundell moved on to page 20 and 21. He shared that currently we have around \$10.145 million in the master plan budget with about \$2.615MIL already expended leaving us at about \$7.529 million. He clarified that this total does not include pledges. Dr. Daniel Cano moved to accept the statements as presented. Mr. John Zacek seconded the motion. Motion carried unanimously.

5. CONSIDER 2022-23 Fourth Quarter Investment Report

Mr. Keith Blundell presented. He shared with the board that this is the required quarterly disclosure of our investments for the quarter ended 08-31-23. Due to the current interest rate environment, the college transferred the majority of its available funds to Texpool Prime. The Endowment Fund, General Fund, Auxiliary Fund, Debt Service Fund and Construction Fund accounts have earned \$358,053.68 for the quarter. Texpool Prime accounts earned an average of 5.427% for the quarter. Mrs. Catherine McHaney moved to accept the report as presented. Dr. Daniel Cano and Dr. Josie Rivera both seconded the motion. Motion carried unanimously.

6. CONSIDER Purchase of goods and/or services:

Mr. Keith Blundell presented each one separately.

a. PURCHASE of Janitorial Supplies for FY 2023-24

He shared with the board that Victoria College sent out notifications to twenty-one vendors and the specifications were posted on our website. The committee received and opened five bids on September 6, 2023 at 2PM. They are asking approval to award several packages outlined in detail in documentation. The vendors include Gulf Coast Paper Company, Martera, Pyramid School, Unipak and Quill.

Dr. Daniel Cano moved to accept the purchases as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.

b. PURCHASE of Ancillary Plumbing Services for FY 2023-24

Mr. Blundell shared that notifications went out to ten vendors and specifications were posted on our website. The committee received and opened one bid on September 6, 2023 at 2PM. They are recommending approval for G.W. Wheeler & Sons. Mrs. Catherine McHaney moved to accept the purchase as presented. Dr. Daniel Cano seconded the motion. Motion carried unanimously.

7. CONSIDER VC Board of Trustees Conflict of Interest Statement.

Dr. Jennifer Kent presented. She shared that The Policy Manual for the Victoria College Board of Trustees, Regulation 005 II B and II C, outlines the legal requirements board members must follow to file a Substantial Interest Affidavit, abstain from voting and/or file a Conflict of Interest Statement for College activities related to contracting with vendors, business entities or in real property transactions with which the board member or family member has a substantial interest. This policy does not specifically address other areas of potential conflict of interest, such as community organizations, other non-profit organization relationships, etc... Non-profit boards have such statements and annually review their Conflict of Interest Policy and acknowledge in writing that they are aware of the organization's disclosure requirements. It is recommended that members of the College's governing board also annually sign a Conflict of Interest Statement. This does not need board approval, but she did ask all board members to please sign and date the included statement and leave in folder. We will have it in their file. It is also part of TASB BBFA Legal Policy.

At this time, Mr. Bland Proctor, board chair, shared with the attendees that the meeting would now move to informational items before going into closed session to allow those needing to depart early to do so.

D. Informational Items:

1. Fall 2023 Progress Report – *Cindy Buchholz*

The board received copies of the PowerPoint. Ms. Buchholz went over the power point page by page, stopping for questions and answers as needed.

2. SACSCOC Visit Update – *Matt Wiley*

Mr. Wiley shared with the board that the SACSCOC Visit was upon us. They would be on campus the week of October 16. They would like to have a casual lunch with a few board members. More details would be shared as the draft agenda of their visit was finalized. Mr. Wiley feels very confident that the visit will go well. No immediate concerns.

3. SB 212 CEO Report/President's Updates – *Dr. Kent*

Dr. Kent shared the SB212 CEO Report provided. She also highlighted our STEM Expo, TEENS Grounded sessions here on VC Campus, and Food Pantry update.

8. EXECUTIVE SESSION: The Executive Session is called under authority of the Texas Open Meetings Act, in accordance with *Texas Government Code, Section 551.074*, to discuss personnel matters, contract of employment for the College President, 2023 goal settings for the President and the board self-assessment process and to deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee.

Mr. Bland Proctor called the meeting into closed session at 516PM. The meeting was called back into open session at 558PM

9. **CONSIDER College President's Contract and Compensation Package**

Dr. Daniel Cano made the following amendment recommendations to the President's 2023-24 employment contract:

1. A one-year extension; therefore, the term of the new contract is from **September 1, 2023 through August 31, 2026**.
2. A 6% increase to Dr. Kent's base salary bringing it from **\$229,278 to \$243,035**.
3. Business-related expense allowance remains at \$15,000.
4. **Dr. Kent's new total compensation/annual salary is \$258,035.**

Mr. John Zacek seconded the motion. The motion carried unanimously.

There being no further business, the meeting was adjourned at 6:02 PM.


Bland Proctor, Chair


John Zacek, Secretary