

**MINUTES of the SPECIAL MEETING**  
of the BOARD OF TRUSTEES of VICTORIA COLLEGE  
**September 17 2018**

√ V. Bland Proctor	√ Dr. Daniel Cano
√ Luis A. Guerra	√ Catherine McHaney
√ John Zacek	√ Dr. Josie Rivera
	√ Ron Walker

STAFF

√ Dr. David Hinds	√ Jennifer Yancey
√ Mary Ann Rodriguez	

MEDIA

√ Gabby Canales

**Guests:** Keith Blundell, Jerry Hamilton, Babette Lowe, Shari Gould, Darla Strother, Matt Wiley, Cindy Buchholz, Dr. Edrel Stoneham, Terri Kurtz, Dr. Patricia Rehak, Lydia Huber, Josh Moore, Tracey Bergstrom, Dr. Helen Dvorak, Jacob Flores, Amy Mundy and Brett B.

The Victoria College Board of Trustees met Monday, September 17, 2018 at 3:30 p.m. in the Corporate Training Room - 101 of the Academic Building.

**A. Call to Order:**

1. Mr. V. Bland Proctor called the meeting to order at 3:33 p.m. and announced that a quorum of board members was present
2. Dr. David Hinds certified that the agenda had been properly posted per Texas statute.

**B. Citizen Communication:**

1. The Public was invited to address the board. No public comments at this time.

**C. Consider Board of Trustees Committee Reports:**

N/A

**D. Items for Consideration:**

1. **CONSIDER Minutes of the Special Board Meeting held in August 27, 2018**  
Mr. Luis Guerra moved to accept the minutes as presented. Mr. John Zacek and Dr. Josie Rivera both seconded the motion. Motion carried unanimously.
2. **CONSIDER Third and Fourth Quarter Investment Reports 2017-2018**  
Mr. Keith Blundell presented. He informed the board that the third quarter investment report had been overlooked at the prior board meeting so he would be reporting on both quarters. He shared with the board that this is the required quarterly disclosure of our

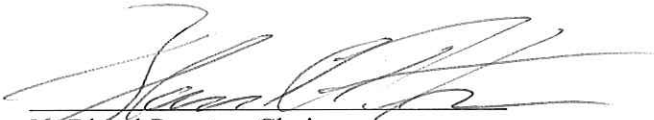
investments for the quarter ended 05-31-18. The majority of the College's excess funds are in Texpool Prime accounts. The General Fund and Construction Fund accounts are active and earned \$82,890.45 or 1.883% for the quarter. The remaining accounts are inactive and the balances are below the minimum balance required to earn interest. For the quarter ended 08-31-18, the majority of the College's excess funds are in Texpool Prime accounts. The General Fund and Construction Fund accounts are active and earned \$73,025.52 or 2.148% for the quarter. The remaining accounts are inactive and the balances are below the minimum balance required to earn interest. Mrs. Catherine McHaney moved to accept both reports as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

- 3. CONSIDER Engagement of Independent Auditors for 2017-2018 Fiscal Audit**  
Mr. Keith Blundell presented. He shared with the board that this is the third year of a five year proposal from Pattillo, Brown & Hill, LLP to conduct the audit for the fiscal year ending August 31, 2018. The fee will remain at \$25,600. Mr. Ron Walker moved to accept the engagement as presented. Dr. Daniel Cano seconded the motion. Motion carried unanimously.
- 4. CONSIDER Nomination to Victoria College Foundation Board of Directors**  
Mrs. Amy Mundy presented. At the September 10, 2018 regular meeting of the Victoria College Foundation Board of Directors, the Board of Directors approved the nominating committee's recommendation, as listed below, to be sent for consideration to the Victoria College Board of Trustees. New Member: Chief Jeffrey J. Craig Term: 2018 – 2021  
Mr. Ron Walker moved to accept the nomination as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.
- 5. CONSIDER VC Board of Trustees Officers and Committees**  
Mr. Bland Proctor shared with the board that this item will be tabled and discussed at the October Board Workshop and will be presented at the November Board Meeting.
- 6. CONSIDER VC Board of Trustees Conflict of Interest Statement**  
Ms. Jennifer Yancey 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. Mr. Ron Walker moved to accept the conflict of interest statement as presented and have each board member sign one. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

7. **CONSIDER Offers to Purchase Tax Sale Properties**  
Jennifer Yancey presented. Linebarger, Goggan, Blair & Sampson, LLP has provided VC with offers to purchase one (1) tax sale property owned in trust by the Victoria County taxing authorities as a result of the property's failure to sell at a tax sale on the courthouse steps for the entire amount of delinquent taxes and costs owed. Upon approval of the Board, the properties will be sold and added back to the tax rolls. Mr. Ron Walker abstained from voting on this agenda item. Dr. Josie Rivera moved to accept the purchase as presented. Dr. Daniel Cano seconded the motion. Motion carried unanimously.
8. **CONSIDER Fee Changes to Spring 2019**  
Mrs. Cindy Buchholz presented. She proposed to add a \$278 fee for RNSG 1523 for a standardized test – this class replaced RNSG 1423 which is now inactive. The amount of the fee is the same as the former course. Mrs. Catherine McHaney moved to accept the fee change as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.
9. **CONSIDER Purchases of Goods or Services**  
Mr. Keith Blundell presented. He shared with the board that Victoria College requested solutions to improve cellular 3G/4G/LTE service at a new facility location. After construction was completed, it was discovered that the construction materials used greatly affected the cellular signals to the point that cellular service in the buildings is problematic. This purchase from Infiniti Communications Technologies, Inc. should resolve the issues of cellular coverage at the Emerging Technology Complex. Mr. John Zacek moved to accept the purchase as presented. Mrs. Catherine McHaney seconded the motion. Motion carried unanimously.  
Mr. Keith Blundell presented the proposal to establish pricing for FY 2018-2019 for Janitorial Supplies. The recommendation was to award to Ferguson Facilities Supply/Matera Division and Unipak. Dr. Daniel Cano moved to accept the purchase and awarding as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.
10. **CONSIDER Resolution Honoring Claud & Mary Virginia Jacobs**  
Ms. Jennifer Yancey presented. Victoria College would like to present the Jacobs' with this resolution at the Distinguished Citizens Award Dinner to be held on October 18, 2018 hosted by the South Texas Council Boy Scouts of America in honor of their continued dedication and support of higher education. Mr. Luis Guerra moved to accept the resolution as presented. Mr. Ron Walker seconded the motion. Motion carried unanimously.
11. **EXECUTIVE SESSION - The Executive Session is called under authority of the Texas Open Meetings Act, in accordance with Texas Government Code, Section 551.076, to discuss deliberations regarding security devices or security audits and Texas Government Code, Section 551.074, to discuss personnel matters and contract of employment of the College President.** Mr. Bland Proctor called the meeting into executive session at 3:50 PM. He called Dr. Hinds and Keith Blundell into the first part of the executive session to discuss the safety audit. They will be excused for the discussion of the College President's contract of employment. The meeting resumed its Open Meeting status at 5:23 PM. No action was taken at the end of the executive session.

12. **CONSIDER College President's Contract and Compensation Package**  
Mr. Bland Proctor informed everyone that the contract would be discussed at the November meeting.

There being no further business, the meeting adjourned at 5:23 p.m.



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V. Bland Proctor, Chair



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John Zacek, Secretary