

**MINUTES of the Regular Board Meeting**  
of the BOARD OF TRUSTEES of VICTORIA COLLEGE  
September 19, 2022

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, Cindy Buchholz, Terri Kurtz, Edrel Stoneham, Matt Wiley, Jacob Flores, Betsy Crane, Babette Lowe, Jerry Hamilton, Darla Strother, Marty Deckard, Amy Mundy, Darin Kazmir, Lillian Knezek, Kaleena Trevino, Rachel Winkenwerder, and Victoria Advocate Reporter, Ian Grenier.

The Victoria College Board of Trustees met for a special board meeting on Monday, September 19, 2022, 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 4:02 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 CONSIDERAION:**

**1. CONSIDER Minutes of the Special Board Meeting held on August 8, 2022**

Mr. Luis Guerra moved to accept the minutes as presented. Dr. Josie Rivera seconded the motion. Motion carried unanimously.

**2. CONSIDER Minutes of the Special Board Meeting and Public Hearing held on August 15, 2022**

Dr. Daniel Cano moved to accept the minutes as presented. Mr. John Zacek seconded the motion. Motion carried unanimously.

**3. CONSIDER Minutes of the Board Workshop held on August 19, 2022**

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

**4. CONSIDER 2022 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 discussed the Statement of Net Assets as compared to the same time last year, noting an increase of about \$1.8 million compared to last

year. Cash and cash equivalents are at about \$24,959 million. No changes in noncurrent assets. He noted that current liabilities are favorably to prior year. Total net position is at \$27.849 million compared to \$22.593 million the same time last year in 2021. 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. He shared that Ad Valorem taxes are in good shape at 102.74%, exactly where we want them to be. He compared current year actual to 2021 actual and explained any differences, state appropriations are coming in as scheduled. Tuition and fees for credit classes are at about 107.89% of budget. Non-credit is doing very well at about 116.6% of budget. Mr. Blundell also made note of "other income" which is HEERF funds of \$1.360 million, which normally would not be there. Currently, the net increase in net assets is at \$6.173 million compared to \$7.154 same time last year. Mr. Blundell noted on page 12 revenues equal expenditures, that is exactly what we want to see. Mr. Blundell also noted on page 15 of 21 that Auxiliary is at \$512K increase compared to \$212K same time last year. That is due to HERRF funds only. 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 currently shows a negative balance of \$26K due to a classroom project. There is an outside donor that has committed to funding this when the project is complete. Mr. Blundell moved on to page 20 and 21. He shared that currently we have around \$9.859 million in the master plan budget with about \$1.023MIL already expended leaving us at about \$8.835 million. He clarified that this total does not include pledges. Mr. John Zacek moved to accept the statements as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.

#### **5. CONSIDER 2021-2022 Fourth Quarter Investment Report**

Mr. Keith Blundell presented. He shared that this is the required quarterly disclosure of our investments for the quarter ended 08-31-22. 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 are earned \$101,011.72 for the quarter. Texpool Prime accounts earned 1.670% for the quarter. Dr. Daniel Cano moved to accept the report as presented. Mr. Luis Guerra seconded the motion. Motion carried unanimously.

#### **6. CONSIDER Purchase of Goods/Supplies**

##### **a. PURCHASE of Janitorial Supplies for FY 2022-2023**

Mr. Keith Blundell presented. He shared that bids were sent out to 41 vendors, 9 were submitted. They are recommending different packages be awarded to 5 different vendors due to need and delivery time of certain supplies. The vendors include Gulf Coast Paper, Matera, CC Distributors, Unipak and Pyramid Schools. Dr. Josie Rivera moved to accept the bids as presented. Dr. Daniel Cano and Mr. John Zacek both seconded the motion. Motion carried unanimously.

#### **7. CONSIDER Nominations to the Advisory Board of the Museum of the Coastal Bend**

Mr. Keith Blundell introduced Ms. Sue Prudhomme to the podium to present the nominations. Ms. Prudhomme shared that the Advisory Board of the Museum of the Coastal Bend met on August 11, 2022 and voted to recommend the below listed nominees to each serve a three-year term on the advisory board. Their bios were attached to the board packet as well.

Santiago Marroquin, MD

John McNeil, MD

Gary Mueller, DDS

Peter Rojas, MD

Jeff Wright

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

#### **8. CONSIDER Nominations to the Victoria College Foundation Board of Directors**

Ms. Amy Mundy presented. She shared that at the September 12, 2022 regular meeting of the Victoria College Foundation Board, its directors approved the recommendations from the nominating committee, listed below, for appointment consideration by the Victoria College Board of Trustees.

**Returning Members - Term 2022-2025**

Dr. Bruce Bauknight  
Steve Hipes  
Dr. Michael Hummel  
Clay Kolle  
Kyle Noack  
LuAnn O'Connor  
Mike Rivet

**Retiring Members**

David McLarry  
Carole Oliphant

**New Members – Terms 2021-2024**

Brian Ferguson  
Robert Royer

**New Members – Terms 2022-2025**

Brian Billingsley  
Darrell Rangnow

Mr. Luis Guerra moved to accept the nominations as presented. Dr. Daniel Cano seconded the motion. Motion carried unanimously.

**9. 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.

Mr. Bland Proctor shared that they would move informational items first, before going into closed session. Mr. Cindy Buchholz shared a Fall 2022 Board Progress Report. She had handouts and a power point was also presented.

**10. 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, 2022-23 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 meeting into closed session at 4:56 PM. The meeting was called back into open session at 6:06PM.

**11. CONSIDER VC Board Member Nomination for the City of Victoria TIRZ (Tax Increment Reinvestment Zone) Committee**

This requires serving a staggered two (2) year term starting October 1<sup>st</sup> of each year. Mr. John Zacek nominated Mr. Bland Proctor to serve on the TIRZ Committee. Dr. Daniel Cano seconded the motion. Motion carried unanimously.

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

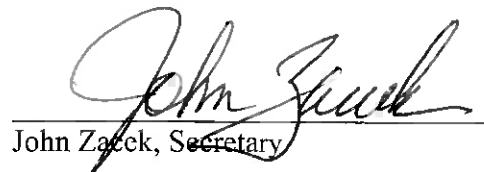
Dr. Daniel Cano made the following amendment recommendation to the President's 2022-23 employment contract:

1. A one-year extension; therefore, the term of the new contract is from **September 1, 2022 through August 31, 2025.**
2. A 6% increase to Dr. Kent's base salary bringing it from **\$216,300 to \$229,278.**
3. Also, a \$3,000 increase to Dr. Kent's business-related expense allowance bringing it from \$12,000 to \$15,000. **Dr. Kent's new total compensation/annual salary is \$245,118.**

Mr. Luis Guerra seconded the motion. The motion carried unanimously.

There being no further business, the meeting was adjourned at 6:20 PM.

  
Bland Proctor, Chair

  
John Zacek, Secretary