

Diné College Board of Regents Meeting Minutes

Diné College Board of Regents Meeting		Friday, July 12, 2019				
Present:	Greg Bigman, Dr. Tommy Lewis Jr., Sharon Toadecheenie, Johnson Dennison, Daniel E. Tso (Quorum of <u>5</u> is met) <u>5</u> Regents in attendance.	Location: Diné College Tsaile Campus, BOR Conference Room 620C. Tsaile, AZ Time: 9:00 a.m.				
Excused Absence:	Theresa Hatathlie, Devon Begay, Anderson Hoskie					
Agenda						
July 12, 2019 Minutes were approved on November 12, 2019. Motion: Regent Toadecheenie, Second: Regent Thinn. Vote: 7-0-0.						
I. Call to Order: Regent Bigman called the meeting to order at 9:15 a.m.						
II. Roll Call: Regent Toadecheenie conducted the roll call.						
III. Invocation: Regent Tso provided the prayer for the meeting.						
IV. Approval of Agenda Motioned by Regent Dennison to amend and adopt the agenda, Seconded by Regent Toadecheenie. Discussion: Regent Bigman reads the additional resolutions added to the agenda, listed below. Moving the oral reports prior to old business. Consent Item: <ul style="list-style-type: none"> • Item A - <u>“Respectfully Recommending to the Diné College Foundation the approval of Diné College Foundation Master Investment Policy.”</u> • <u>Item B – “Approving the By-Laws of the Finance, Audit, and Investment Committee of the Diné College Board of Regents.”</u> New Business: <ul style="list-style-type: none"> • Item A - <u>“Accepting and Approving the Audited Financial Statements for Fiscal Year Ended September 30, 2018, Prepared by KPMG.”</u>, as Item “A.” Vote on approving motion: 5-0-0.		<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr style="background-color: #d3d3d3;"> <th style="text-align: left;">Follow-Up Action:</th> <th style="text-align: left;">Responsible POC:</th> </tr> </thead> <tbody> <tr> <td style="padding: 5px;"> <ul style="list-style-type: none"> ▪ Amend agenda as noted </td> <td style="padding: 5px; text-align: center;"> BOR Executive Assistant </td> </tr> </tbody> </table>	Follow-Up Action:	Responsible POC:	<ul style="list-style-type: none"> ▪ Amend agenda as noted 	BOR Executive Assistant
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Vote on amending motion: 5-0-0.		
<p>V. Introduction of Guest and Staff</p> <ul style="list-style-type: none"> • Greg Bigman, BOR President • Dr. Tommy Lewis Jr., Vice President • Sharon Toadecheenie, Secretary • Johnson Dennison, BOR Member • Daniel Tso, BOR Member • Dr. Monty Roessel, Diné College President • Bo Lewis, Vice President of Finance & Administration • Joy Thompson, IT Director • Glennita Haskey, Vice President of Student Affairs • Suzette Longfellow, KPMG representative • Pepper Cooper, KPMG representative • Chris Balzano, Lobbyist 	<ul style="list-style-type: none"> • Dr. Geraldine Garrity, Provost • Annabah Conn, Director of Assessment and Curriculum • Janeen Tapaha, Staff Association Vice President • Velveena Davis, Executive Director OIPR • Marie Nez, Vice President of External Affairs • Delbert Paquin, Projects and Operations Director • Paul Willeto, Dean of Arts, Humanities, & English • Vale Adakai, Marketing • Adrian Lerma, Development Officer 	
<p>VI. Public Comments There were no public comments during the meeting.</p>		
<p>VII. Announcements</p> <ul style="list-style-type: none"> ▪ Convocation, August 13, 2019, at Tsaile Campus. ▪ Navajo Nation Summer Session during the week of July 15-19, 2019 		
VIII. Approval of Meeting Minutes & Work Session Minutes	Follow-Up Action	Responsible POC
There were no minutes presented for approval during the meeting.		
<p>IX. Consent Items</p> <p>A. Action Items</p> <ul style="list-style-type: none"> • Item A - <u>“Respectfully Recommending to the Diné College Foundation the approval of Diné College Foundation Master Investment Policy.”</u> 		

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<ul style="list-style-type: none"> • <u>Item B – “Approving the By-Laws of the Finance, Audit, and Investment Committee of the Diné College Board of Regents.”</u> <p>B. Written Reports</p> <ol style="list-style-type: none"> 1. Monty Roessel, President 2. Office of the Provost – Dr. Geraldine Garrity, Provost 3. Office of Finance and Accounting – Bo Lewis, Vice President 4. Office of External Affairs – Marie Nez, Vice President 5. Office of Student Affairs – Glennita Haskey, Vice President 6. Staff Association- Calvin Dominguez, SA President 7. Faculty Association- Jeannie Lewis, FA President <p style="text-align: center;">Regent Toadecheenie motions to approve the consent agenda items, second by Regent Dr. Lewis.</p>		
X. Oral Reports	Follow-Up Action	Responsible POC
<p>1. KPMG- Suzette Longfellow</p> <p>Suzette Longfellow provided an overview of the auditing procedures to the Board of Regents. KPMG met with the finance, audit, and investment committee in March to discuss the audit strategy, planned audit approach, timeline, the responsibilities. The items covered included assets, liabilities and net position, and revenues and expenses. KPMG discussed the responsibilities of management, committee, and combines responsibilities over financial statements and financial reporting. An overview of KPMG responsibilities during the audit and communication of the audition results was stated by representatives.</p> <ul style="list-style-type: none"> ✚ Regent Dr. Lewis inquires of overall opinion of audit. <i>Suzette Longfellow states overall doing well as pertains to no findings in the single audit.</i> ✚ Regent Tso inquires of the material weakness and significant deficiencies in internal control. <i>Suzette Longfellow confirms no evidence of fraud and corrective action plans in place. The report at the time did not have and reported as such.</i> 		

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<p>2. Office of the President – Dr. Roessel, President</p> <p>Dr. Roessel requests Vice President (VP) Bo Lewis to address the board on the corrective actions and current progress in addressing. VP Bo Lewis reports on the corrective action plans addressing audit findings. VP Lewis notes there are three action plans to address the items. A consultant is researching the scholarship reconciliation. The items mentioned stemmed from 2005 and were located in various accounts. VP Lewis reports the action has been remedied for current accounts. The current staff are being trained to perform a higher-level reconciliation process and held accountable for closing out timely.</p> <ul style="list-style-type: none"> ✚ Regent Toadecheenie inquires if the correction action plan is due by September 2019. <i>VP Lewis advised yes and it will be submitted.</i> ✚ Dr. Roessel stressed housing is needed to fill professional positions with the needed and qualified personnel. ✚ Dr. Tso mentions legislation 0255-16, Navajo Nation auditor general staff does not have a corrective action plan. <i>Dr. Roessel refers to Vice President to research and provide to the Navajo Nation Auditor General.</i> <p>Dr. Roessel updates the Board of Regents on the Fire Lane & Safety Project for the Shiprock Campus. The Diné College proposal was duplicated and presented by NTU. The proposal for Livestock Center in Crownpoint impacted by rezoning and Dr. Roessel is looking for alternative ways to continue the project and possible partnership. Chris Balzano, NM Lobbyist advised a presentation to the Economic & Rural Development Committee scheduled at the end of October. A presentation before the Indian Affairs Committee is scheduled during November 12-14. The Giving Page for the college fundraising campaign is now live. The Navajo Sovereignty Institute will have the law school initiative with a meeting scheduled in September.</p> <ul style="list-style-type: none"> ✚ Regent Bigman advised the Navajo Nation passed copyright laws in protecting ideas. Regent Bigman likes unmet needs included within report in identifying the revenue stream, target specific market, and strategically meeting those needs. 	<p>Provide correction action plan as pertains to legislation 0255-15 to NN Auditor General</p>	<p>VP Bo Lewis</p>

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<p>✚ Regent Tso comments on collegiality between institution and agrees with DC President in taking the higher road in collaborating.</p>		
<p>3. Staff Association- Calvin Dominguez, Staff Association Vice President Janeen Tapaha advised staff association meeting held April 11, 2019 and covered Staff Appreciation Dinner in Shiprock. Two members were involved in the designing of the T-shirt logo for the event. The Staff Association officers attended the Shared Governance Meeting. A special meeting held on May 9, 2019 on the proposed college housing rental increase and noted the staff concerns. A survey released for officer nominations with goal of balloting by July 16th and presenting new members by July 25th, in time for Convocation.</p>		
<p>4. Associated Students of Diné College – Devon Begay, Associated Students of Diné College President The ASDC President is not present at the meeting to provide the report.</p> <p>Regent Toadecheenie motions to accept the oral reports, seconded by Regent Dennison.</p> <p>Vote for approving motion 5-0-0.</p>		
<p>XI. Old Business There was no items for Old Business presented for this meeting.</p>		
<p>XII. New Business</p> <ul style="list-style-type: none"> Action Item “A” – <u>“Accepting and Approving the Audited Financial Statements for Fiscal Year Ended September 2018, Prepared by KPMG.”</u> <p>Regent Toadecheenie motioned to approve resolution, seconded by Regent Dennison. Read into record by Regent Toadecheenie.</p>	<p>Amend the resolution as noted.</p>	<p>BOR Executive Assistant.</p>

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Discussion: Regent Bigman motions to amend the resolution by removing “It is recommended that” be removed from Whereas #5, second by Regent Toadecheenie.

Vote for amending motion: 5-0-0.

Vote for approving motion: 5-0-0.

- Action Item “B” – “Approving the allocation of \$145, 855 (One Hundred Forty-five Thousand Eight Hundred Eighty-Five Dollars) to Tepeyac Consortium, Inc., for the continuation of the adult education services (Contract #1920-02-501) in McKinley and Cibola counties as part of the Memorandum Agreement between Dine College and Tepeyac Consortium, Inc.”

Regent Dennison motioned to approve resolution, seconded by Regent Toadecheenie.

Read into record by Regent Toadecheenie.

Discussion: Regent Bigman asks if the contract is a sole sourcing contract. Thomas Bennett advised yes and was submitted to through the procurement process. The chapter houses (Pueblo Pintado, Torreon/Star Lake, Red Lake, Newcomb, and Navajo) are included as temporary sites for outreach efforts in adult education outreach services.

Vote for approving motion: 5-0-0.

- Action Item “C” – “Approving the allocation of \$82, 046 (Eighty-Two Thousand Forty-Six Dollars) to Tepeyac Consortium, Inc., for the continuation of the adult education services (Contract #1920-02-505) in McKinley and Cibola counties as part of the Memorandum Agreement between Dine College and Tepeyac Consortium, Inc.”

Regent Toadecheenie motioned to approve resolution, seconded by Regent Dennison.

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Read into record by Regent Toadecheenie.

Discussion: Regent Bigman calls point of order to correct the agenda to reflect the contract number for the #1920-02-505 and ensure the Therefore Be it Resolved match the title amount \$82,046. The grammatical errors will be corrected.

Vote for approving motion: 5-0-0.

- **Action Item “D”** – “Approving and Authorizing the Diné College Personnel Policies and Procedures Manual. The Personnel Policies and Procedures Manual has been reviewed, forums have been conducted, and revised by the Legal and Administration.”

Regent Dennison motioned to approve resolution, seconded by Regent Toadecheenie.

Read into record by Regent Toadecheenie.

Discussion: - Director Dayzie started process on forms back in March. The policies have been submitted to legal on June 5th. A focus on sexual misconduct policy now aligns with Title IX. A subcategory for bonus payments for college staff. The faculty duties are on-going conversations with school deans. *Dr. Roessel asks for tabling motion as legal review is still pending and changes are still being recommended.*

- ✚ Regent Bigman reiterates his provided suggestions including requiring management to provide annual training on sexual misconduct, board notification on significant organizational changes, requiring annual notice and reminder on restrictions on communications, requiring notification of transference of types of authority through memo, reports of activity and complaints to governing board, employee training and notice to employee of policy changes, and consider changing title of management rights to management rights and duties, candidate qualification to meet the needs of the college, requirement of matrix usage , requirement of 2 weeks notice for postings, changing annual leave payout from 75% to 50%, requires notice to proper notice to board president and staff of policy and procedures.

✚ Regent Tso

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Regent Dennison motion to table with directive to send back to governance committee for review, second by Regent Toadecheenie.

Vote for tabling motion: 5-0-0.

- **Action Item “E” – “Approving updated Faculty Association Bylaws combining Secretary/Treasurer.”**

Regent Toadecheenie motioned to approve resolution, seconded by Regent Dennison.
Read into record by Regent Toadecheenie.

Discussion: The FA President resigned and the Vice President accepted nomination to assume President role within the association. A lack of nominations for two (2) positions resulted in the recommendation to combine the two positions.

- ✚ Regent Tso notes overstrikes and underlines in the bylaws. There are several items within the duties of the President and page 2, underlines noted. Article 6, in reference to decision-making. The title of the BOR Resolution only referenced the merging of the two (2) positions.
 - FA President Jeanie Lewis comments on other changes that include officer terms, additions under decision making was address the four schools to have 2 from each school to make quorum, norms for agenda items,

Break

The meeting resumed at 1:05 p.m.

Roll call: Regent Toadecheenie, Regent Dr. Lewis, Regent Tso, Johnson Dennison, and Regent Bigman.

- **Action Item “F” – “Approves and authorizes and updating of the administrative organizational chart to improve efficiency and effectiveness in operation of the college.”**

Regent Dennison motioned to approve resolution, seconded by Regent Toadecheenie.

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Read into record by Regent Toadecheenie.

Discussion: - Dr. Roessel communicated the organizational changes his report presented on June 28th special meeting. The requested changes are immediate and advised as: Alumni Relation Specialist, Museum Curator, Recruiters, and Security. Dr. Roessel informs of later organizational changes during the budget process.

- + Regent Dr. Lewis asked if new positions are being created within the organizational chart. Regent Tso asks if any positions are being eliminated within the noted changes. *Dr. Roessel advised no.*
- + Regent Tso questions the difference of the reorganizing and updating the administrative organizational chart. *Dr. Roessel explains the second page would refer to administrative changes and supervisory oversight. The reorganization would focus on substantial changes in the institution, reflected on the first page.*
- + Regent Toadecheenie sought clarification on the Navajo Sovereignty Institute. *Dr. Roessel reiterated information within the report but also noted the institute is not referred within this resolution.*
- + Regent Bigman notes the change in seven divisions of Academic Affairs and mentions the oversight of the Crownpoint campus.
- + Regent Dr. Lewis asks for the effective date. *Dr. Roessel informs the four presented changes are immediate and others October 1, 2019.*

Vote for approving motion: 5-0-0.

- **Action Item “G” – Approving and Authorizing Dine College to enter into an agreement with Window Rock Unified School District #8. Subject: Dual Credit.**


Regent Toadecheenie motioned to approve resolution, seconded by Regent Dr. Lewis.

Read into record by Regent Toadecheenie.

Discussion: A meeting with WUSD Superintendent was productive. The dual credit coordinator provided brief overview of current pathways for dual credit students.

- + Regent Bigman inquires of the success rate and transition rate into Dine College. *Winifred Tallsalt-Jumbo, Dual credit coordinator reports the success*

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<p><i>rate is 80% for the summer session I. The transition rate will be reported within the next Provost report.</i></p> <p> <i>Regent Tso inquires of the cost associated for this program. The dual credit coordinator states there is no revenue lost and fees are reimbursed. The states do require passing grades to be eligible for the reimbursement.</i></p>		
<p>XII. Executive Session: There were no executive session held during this meeting.</p>		
<p>XIII. Next Meeting:</p> <ul style="list-style-type: none"> ▪ Board of Regents Regular Meeting Friday, September 13, 2019, 9 a.m. Proposed Location: 620C BOR Conference Room, NHC Building Tsaile, AZ ▪ Board of Regents Committee Meetings Friday, August 9, 2019, 9 a.m. Proposed Location: 620C BOR Conference Room, NHC Building Tsaile, AZ 		
<p>XIV. Adjournment: The meeting adjourned by consensus.</p>		

Respectfully submitted by: Michelle Cury, Diné College Board of Regents Executive Assistant