

Approved at the 10/25/23 meeting
BOARD OF TRUSTEES OF THE COLORADO SCHOOL OF MINES
MINUTES OF THE BOARD MEETING
Friday, September 15, 2023
Starzer Welcome Center, Wagner Boardroom and Zoom
1812 Illinois Street, Golden, CO 80401

I. Executive Session – 8:00 a.m.

To discuss legal advice pursuant to §24-6-402 (3)(a)(II), C.R.S.; update on potential property transaction per §24-6-402 (3)(a)(I), C.R.S.; and matters required to be kept confidential by federal law or state statutes, pursuant to §24-6-402 (3)(a)(III), C.R.S.

8:00 a.m. Motion to move into executive session by Trustee Grewcock, seconded by Trustee Starzer. Motion carried unanimously.

Trustees present: Chairman Salazar, Trustees Burgess, Grewcock, Lawler, Sanders and Starzer; Trustee Steinberg present virtually.

Mines executives and directors present: President Johnson, Provost Holz, EVP Volpi, VP Bradford, VP Copan, VP Han, VP Pantel, VPGC Walker, CSM Foundation President Winkelbauer and Associate General Counsel Jessica Salazar.

9:17 a.m. Executive Session concluded.

II. Regular Meeting – 9:30 a.m.

9:31 a.m. Regular session called to order by Chairman Salazar.

Trustees present: Chairman Salazar, Trustees Burgess, Grewcock, Lawler, Sanders and Starzer; Faculty Trustee Mehta; and Student Trustee Ary. Trustee Steinberg present virtually.

Mines executives and directors present: President Johnson, Provost Holz, EVP Volpi, VP Bradford, VP Copan, VP Han, VP Pantel, VPGC Walker and CSM Foundation President Winkelbauer.

a. Oath of Office

Chairman Salazar administered the Oath of Office to Student Trustee Grace Ary.

b. Consent Agenda

1. June 2, 2023, and July 21, 2023, minutes.

The minutes from the June 2, 2023, and July 21, 2023, meetings were submitted for approval.

Motion by Trustee Lawler to approve the June 2, 2023, and July 21, 2023, minutes. Seconded by Trustee Starzer. Motion carried unanimously.

c. Reports and Updates

1. President's Welcome

President Johnson welcomed everyone to the new school year and noted incoming freshmen and transfer students of approximately 1,600 students. He reported on the career fair that occurred earlier in the week, noting that 410 companies participated over a two day period. Additional highlights from President Johnson included: a campus visit from Doug Lawler and Harold Hamm of Continental Resources; the anticipated opening of the Beck Venture Center and Labriola Innovation Complex by the end of the fall semester; two NASA competitions in which Mines students are competing; and Mines' student athletes' successes in varsity sports. President Johnson also acknowledged Zack Bennett, Director of the Beck Venture Center. Recognition was given by President Johnson to Sr. Executive Assistant Tammy Strange and VPGC Anne Walker, both of whom will be retiring from Mines this fall after 22 and 24 years, respectively. Chairman Salazar thanked VPGC Walker on behalf of the Board.

2. Board Committee Report

Trustee Grewcock reported that the Finance and Audit Committee met on September 13, 2023. The Committee reviewed the Agenda items, including financial statements, expense trends, and capital updates. EVP Volpi will provide a deeper dive into these topics.

3. Financial Report

Ms. Volpi reported that the fiscal year end 2023 revenue came in slightly higher than forecast and expenses came in as anticipated. The year end net surplus was \$11M; \$6M of which is for housing and dining, \$2M committed for fiscal year 2024 spending which results in \$3M being added to the general fund reserves. This margin is slightly less than years prior.

d. Action Items

1. Capital Projects and Planning Update

Ms. Volpi reported on multiple, significant capital projects underway, including the Labriola Innovation Complex, Beck Venture Center, Parking Garage II and Classroom Building, Early Childhood Education Center, Energy & Minerals Research Facility, and Mines Park Phase I Housing Renovations. The Labriola Innovation Complex has an expected completion date at the end of November 2023; the Beck Venture Center's expected completion is October 2023, with a likely grand opening in November 2023. Target dates for completion of the remaining projects include: the Parking Garage II and Classroom Building in early October 2024 and early 2025, respectively; the Early Childhood Education Center in July 2024; the Energy and Minerals Research Facility approximately 33 months from the expected groundbreaking later this fall; and Mines Park Housing Phase I renovations in July 2024.

Projects currently in the planning stage include Mines Park Housing Phase II, new sophomore housing, and additional campus dining space.

Mines Park Housing Phase II – Ms. Volpi provided an overview of the program plan for the new construction at Mines Park. The project includes the construction of 662 beds in five new buildings, with a new community center, café space, and recreation space. Total project budget is \$139M, with an expected completion date of August 2025.

Pursuant to authority conferred by §23-41-104(1), C.R.S. (1988) and as required by §23-5-119.5(1), C.R.S. (2012), the Board of Trustees has set forth a policy for the approval of all

capital construction projects. Mines policy for Capital Construction and Real Estate Conveyance stipulates that the Board of Trustees approves all capital projects with a total project cost of \$5 million or higher.

Trustee Steinberg motioned to approve construction of Mines Park Housing Phase II. Trustee Lawler seconded the motion, which carried unanimously.

***BE IT RESOLVED** that the Board of Trustees of the Colorado School of Mines approves the Mines Park Phase II program plan with a project budget of \$139.0 million for the expansion of housing at Mines Park.*

Early Work Package on Mines Park Housing Phase II – Ms. Volpi requested of the Board authority to spend \$4M to start the site work of the project prior to the November debt financing. The early work includes demolition of three buildings adjacent to 19th Street, utilities and site work, and site mobilization, totaling \$4M in early work, which amount is included in the total \$139M project budget.

The Board of Trustees Capital and Real Estate Conveyance Policy requires Board approval for project budget increases exceeding 10%. Section 2.3 of the policy provides:

All capital construction projects with a budgeted total project cost of \$5 million and higher and any revision to such projects that results in an increase in the original total project cost of 10% or higher must be approved by the Board of Trustees.

Management requests Board authorization to permit early work on the Project and increase Mines' total exposure under the Mines Park Pre-Development Agreement (PDA) by an additional \$4M, to a total amount of \$12.4M, by amending the PDA.

Trustee Lawler motioned to approve amendment of the PDA to include an additional \$4M for early work on Mines Park Housing Phase II, for a total of \$12.4M. Trustee Starzer seconded the motion, which carried unanimously.

***BE IT RESOLVED** that the Board of Trustees of the Colorado School of Mines authorizes the President or his delegee to execute an amendment to the pre-development agreement with Capstone Development Partners permitting early work on the redevelopment of Mines Park and an associated increase in project budget exceeding 10% of the total project cost under the pre-development agreement.*

Ms. Volpi presented the Board with the vision for sophomore housing which is to ensure that Mines has enough housing capacity for all sophomore students who want to live on campus. She provided an overview of the planning to date which includes an 800-bed residence hall south of 19th Street. Ms. Volpi then noted that assessment and planning for a proposed new dining facility was underway.

Ms. Volpi provided an overview of the financial impact of the proposed capital projects. She reported on projected debt levels and debt service noting that the residence hall debt would be paid fully by rental revenue. She also provided a proforma analysis of impact to Mines credit rating.

2. Employee Conflict of Interest Policy

Ms. Volpi presented the draft amended employee Conflict of Interest Policy, followed by Board discussion. Ms. Natalie Vega, Executive Director of Compliance and Policy, was present and responded to questions.

Trustee Steinberg motioned to approve the Policy. Trustee Grewcock seconded the motion, which carried unanimously.

BE IT RESOLVED that the Board of Trustees of the Colorado School of Mines approves the changes to the Conflict of Interest Policy presented.

3. Harassment Policy

Ms. Volpi presented the draft amended Policy Prohibiting Sexual Misconduct, Discrimination and Retaliation, followed by Board discussion. Ms. Vega was present and responded to questions.

Trustee Lawler motioned to approve the Policy. Trustee Sanders seconded the motion, which carried unanimously.

BE IT RESOLVED that the Board of Trustees of the Colorado School of Mines approves the changes to the Policy Prohibiting Sexual Misconduct, Discrimination and Retaliation presented.

4. Property Purchases

Ms. Volpi reviewed two recommended property purchases; 1422 Washington Avenue and 607 19th Street, both in Golden. 1422 Washington Avenue is under contract subject to Board approval with an anticipated purchase price of \$2.1M. The anticipated closing is September 30, 2023. The property will provide both short-term and long-term opportunities for Mines.

She then reviewed the property at 607 19th Street. This is an office building that would provide move-in ready office space with an anticipated purchase price of \$3.8M, including furniture and fixtures.

These purchases provide Mines with near-term use of office space as well as long-term opportunities as future building sites. Management recommends that the Board of Trustees approve the purchase of 1422 Washington Avenue for \$2.1M and 607 19th Street for \$3.8M.

Board approval is pursuant to §§23-41-101, 23-41-104(1) and 23-41-112, C.R.S. (2023), through which the State of Colorado promulgates authority to the Board of Trustees to approve conveyance of interest in real property to or from the university.

Trustee Burgess motioned to approve the property purchases. Trustee Sanders seconded the motion, which carried unanimously.

BE IT RESOLVED that the Board of Trustees of the Colorado School of Mines approves the purchases of 1422 Washington Avenue and 607 19th Street, Golden, Colorado, for \$2.1M and \$3.8M, respectively.

10:59 a.m. Recess called by Chairman Salazar. Trustee Steinberg exited the meeting.

11:06 a.m. Chairman Salazar called the meeting back to order.

e. Presentation and Discussion

1. Faculty Senate Introduction

Provost Holz introduced Dr. Dugan, the new Academic Faculty Senate President. After presenting his background, appointments, and research, Dr. Dugan reviewed the Senate's contributions to Mines' academic goals, including the addition of a faculty ombuds position, reassessment of core curriculum, and Mines@150 opportunities.

2. CSM Foundation Report

Mr. Winkelbauer presented the Foundation update. The Foundation hosted an alumni event following the first day of the career fair; 100 alumni were in attendance. Currently, the Mines@150 campaign is at \$410M including revocable and irrevocable gifts and private grants. Due to the success thus far of the campaign, the goal of the campaign was raised to \$500M. In this campaign, planned gifts significantly increased, with donor trends tracking those of comparable foundations across the U.S. Mr. Winkelbauer reviewed the Foundation objectives for generating private support and engagement, management, investment and utilization of funds, and creating a culture of excellence.

3. New Student Onboarding

Dr. Pantel presented the Board with the new student onboarding process from the viewpoint of a student. She walked through the typical new student's initial experience at Mines, including the move-in process, convocation, Oredigger Camp, the M-Climb, start of classes, and Celebration of Mines. Dr. Pantel acknowledged the student peer mentors who contribute to a successful onboarding experience.

4. Admissions and Enrollment Report

Ms. Gagne presented the Fall 2023 admissions information. First year student enrollment was aligned with our target and yield is up in almost every category. The Board discussed expanded engagement to reach potential students of color. Challenges to undergraduate admissions were discussed, as well as possible methods to increase undergraduate admissions applications in 2024 and beyond.

III. Meeting Adjourn and Trustee Lunch

12:17 p.m. Meeting adjourned by Chairman Salazar.


Secretary