



**Board of Trustees
EXECUTIVE SESSION & BUSINESS MEETING
MINUTES
Friday, June 12, 2020
(conducted via Zoom)**

Executive Session (June 12, 2020, 9:00 -10:00 a.m.)

In Attendance: Susie Burghart (Chair), Sue Allon, Onyx Bengston⁺, Bill Campbell*, Heather Carroll, John Chalik*, Carolyn Cullen, Jerome DeHerrera, Eric Duran⁺, Frieda Ekotto⁺, Jane Franke⁺, Lisa Hastings, Ryan Haygood, Jesse Horn, Jeff Keller, Amy Louis, Tafari Lumumba, Kishen Mangat, Bob Manning*, Eben Moulton, Doug Norberg*, So Yong Park⁺, Natalie Pham, Liza Malott Pohle, Jane Rawlings*, Tony Rosendo, Bob Ross, Jarod Rutledge, Kyle Samuel, Bob Selig*, Van Skilling*, Mike Slade, Andy Stenovoc, Phil Swan, Brian Thomson, Jill Tiefenthaler, John Troubh, R. Thayer Tutt, Jr., France Winddance Twine⁺, Lauren Watel, Lily Weissgold, Cole Wilbur*, Elliott Williams⁺, Jack Wold, Alan Woo⁺

Unable to attend: Joe Ellis, Manuel Martinez, Marc St. John

Staff in Attendance: Kim Waldron

*Life Trustee, non-voting

⁺New trustees (as of July 1, 2020), non-voting

After discussion, and upon recommendation from the Executive Committee, a motion was made to appoint Mike Edmonds, dean of students and vice president for student life, and Robert Moore, senior vice president for Finance and Administration, as acting co-presidents of Colorado College with effect from July 1, 2020 through June 30, 2021, or until a new president is appointed by the board and begins their employment at CC. The motion was seconded and approved unanimously, with no abstentions.

Board Business Meeting (June 12, 2020; 10:30 a.m. - noon)

Summary of Proceedings

In Attendance: Susie Burghart (Chair), Sue Allon, Onyx Bengston⁺, Bill Campbell*, Heather Carroll, John Chalik*, Carolyn Cullen, Jerome DeHerrera, Eric Duran⁺, Frieda Ekotto⁺, Jane Franke⁺, Lisa Hastings, Ryan Haygood, Jesse Horn, Jeff Keller, Amy Louis, Tafari Lumumba, Kishen Mangat, Bob Manning*, Eben Moulton, Doug Norberg*, So Yong Park⁺, Natalie Pham, Liza Malott Pohle, Jane Rawlings*, Tony Rosendo, Bob Ross, Jarod Rutledge, Kyle Samuel, Bob Selig*, Van Skilling*, Mike Slade, Andy Stenovec, Phil Swan, Brian Thomson, Jill Tiefenthaler, John Troubh, R. Thayer Tutt, Jr., France Winddance Twine⁺, Lauren Watel, Lily Weissgold, Cole Wilbur*, Elliott Williams⁺, Jack Wold, Alan Woo⁺

Unable to attend: Joe Ellis, Manuel Martinez, Marc St. John

*Life Trustee, non-voting

⁺New trustees (as of July 1, 2020), non-voting

Staff in attendance: Molly Bodnar, Mike Edmonds, Claire Oberon Garcia, Erica Hardcastle (ITS), Mark Hatch, Don Herbst (ITS), Lesley Irvine, Robert Moore, Lori Seager, Jane Turnis, Kim Waldron, Lyrae Williams, Brian Young

Introductory Remarks

Chair Susie Burghart thanked trustees for participating in the virtual board retreat. At a time of crisis with COVID-19 and anti-black racism, she said that coming together, even virtually, reinforces the strength of the college community. She then asked the board to approve the meeting minutes of February 22, 2020. With a correction to a date in the Budget Committee report, *approval of the minutes was moved, seconded and passed unanimously.*

Chair Burghart and President Tiefenthaler then thanked trustees leaving the board at the end of June: Tony Rosendo, Jarod Rutledge, Marc St. John, Lily Weissgold, and Jack Wold.

The board elected three new trustees to the board: Onyx Bengston (young alumni trustee, for a two-year term), Alan Woo (elected alumni trustees, for a six-year term, and Elliott Williams (student trustee, for a one-year term). *Election of these candidates was moved, seconded and passed unanimously.*

Chair Burghart also welcomed new charter trustees Eric Duran, Frieda Ekotto, Jane Franke, So Yong Park, and France Winddance Twine to their first board retreat, noting that their terms begin officially on July 1, 2020.

President's Report

President Tiefenthaler used her final president's report to thank the Cabinet and trustees for their leadership. She thanked Susie Burghart, Eben Moulton, Sue Woolsey and Van Skilling for their leadership as board chairs and for their advice and friendship.

Dean of the Faculty's Report

Dean of the Faculty Claire Oberon Garcia advanced three items for board approval:

1. Promotion to full professorship for Kristine Lang (Physics)
2. Tenure for Dr. Peony Fhagen, who will be offered the position of senior associate dean for equity, inclusion and faculty development
3. Amendments to the faculty handbook to use gender inclusive pronouns, change the rules regarding ballot eligibility for elected faculty committees, change the number of student and alumni letters required for third-year review and tenure files, and change the composition of the Faculty Executive Committee.

The three items were moved, seconded and passed unanimously.

Presidential Search Update

Jeff Keller, chair of the presidential search committee, gave an update on the search. He said that the committee, which comprises faculty, staff, students and trustees, held a series of meetings with the CC community during the spring to get input on the desired qualities of CC's next president, and the challenges and opportunities they will face. The committee will begin assessing candidates over the summer with the goal of making a recommendation to the board late in the fall semester.

Campaign Update

Molly Bodnar, associate vice president and campaign director, gave an update on the campaign. She reported that \$408MM has been raised to date, towards the goal of \$435MM, and that the alumni giving rate is 43.8% towards the goal of 50%. She thanked Lauren Watel for her support and guidance related to a recent gift from the Schlessman Family Foundation. She also thanked Chair Burghart and Will Smith for

their continuing support of scholarships. Finally, Ms. Bodnar noted that the COVID-19 Emergency Response Fund has received more than \$135,000 in donations to date.

Robson Arena Update

Lesley Irvine, vice president and director of athletics, reported that construction of Ed Robson Arena is on schedule and that COVID-19 is not impacting labor or materials. Mr. Moore reported that the project cost has increased and is now estimated to be \$62-63MM. Mr. Moore outlined the reasons for the increased cost, and Ms. Irvine described revenue options and fundraising progress.

Committee Reports

Executive Committee: Chair Burghart reported that the committee has held eight meetings since the February board meeting to receive updates on the college's planning and response to the COVID-19 pandemic. The committee, she said, recommended that Mr. DeHerrera serve as board secretary to complete Mr. St. John's term in that role, beginning July 1. The board voted electronically to approve this appointment (see the voting report at the end of these minutes).

Chair Burghart then asked the board to approve the committee's recommendation that President Tiefenthaler be awarded an honorary degree during the Commencement ceremony for the Class of 2021. The recommendation was previously approved by the Academic Events Committee. *A motion was made to approve awarding an honorary degree to Jill Tiefenthaler. As a recommendation from the Executive Committee, no second was required. The motion was approved unanimously.*

Investment Committee: John Troubh, chair of the committee, outlined the process used to assess investment advisors. The committee decided to engage Partners Group to manage the college's endowment, beginning May 1, 2020. He reported that the transition from the previous investment advisor has gone smoothly. Mr. Troubh noted that endowment portfolio value has declined in recent months as markets responded to the COVID-19 pandemic. He projects a 4% decline in portfolio value for the calendar year 2020.

Fine Arts Advisory Committee: Sue Allon reported that new FAC director Idris Goodwin has made a successful transition to the position. Public spaces at the FAC are closed due to the pandemic, but the FAC is planning ways to re-open with revised programming. She noted that four new advisory committee members have been named and all have connections to the FAC and to Colorado College.

Adjournment

There being no other business, the meeting adjourned at 11:30 a.m.
Respectfully submitted,

A handwritten signature in black ink that reads "Susan S. Burghart". The signature is written in a cursive style with a large, prominent 'S' at the beginning.

Susan S. Burghart
Chair

Appendix 1: Reports on electronic voting conducted between February 22 and June 12, 2020

A. BYLAW AMMENDEMENT: March 26—April 3, 2020

NOTICE

From: [Kim Waldron](#)
To: [Kim Waldron](#)
Subject: VOTE: CC bylaw amendment
Date: Thursday, March 26, 2020 9:46:54 AM
Attachments: [B, G & I Bylaw revision - Spring 2020.docx](#)

From President Jill Tiefenthaler:

Dear Trustees,

At the February 22, 2020 board meeting, the Buildings, Grounds & Infrastructure Committee recommended in writing an amendment to the bylaws. The required 30 day notice period has been met and trustees can now vote on the adoption of this amendment.

The document, attached, shows the proposed amendment.

Please vote by replying to this email (to Kim Waldron, who will pass the votes on to Secretary Marc St. John). **Vote YES to adopt the amendment, NO to reject the amendment, or ABSTAIN.**

Please vote by Friday, April 3, 5p.m. (MT). Electronic approval of a bylaw amendment requires unanimous written consent, so it is important that each trustee casts a vote.

If you have any questions about the bylaw amendment or electronic voting, please contact Kim Waldron.

Many thanks, Jill

KIM WALDRON
Chief of Staff & Special Assistant to the Board of Trustees
Office of the President
Spencer Center

kwaldron@coloradocollege.edu
o (719) 389-6700

COLORADO COLLEGE

14 E. Cache La Poudre St. Colorado
Springs, CO 80903
www.coloradocollege.edu



Date: February 22, 2020
To: Colorado College Board of Trustees
From: Brian Thomson, chair, Buildings, Grounds and Infrastructure
Committee
Re: Proposed Bylaw Amendment

As a result of discussion at the Buildings, Grounds and Infrastructure Committee meeting in November, 2019, the committee recommends the board adopt the following amendment to the bylaws. I will describe this recommendation during the board meeting on February 22. Trustees will be asked to vote electronically on the amendment at the end of the required 30-day notice period.

The committee's recommendation is to add the phrase shown in red:

ARTICLE 1. Section 1.4 G. (5)

The Buildings, Grounds, and Campus Infrastructure Committee shall be responsible for reviewing major capital spending projects; annually review the condition of every major building on campus; and reviewing the condition of all major campus infrastructures. The Committee is also responsible for reviewing and recommending any proposed changes to the campus master plan and **the Committee Chair** shall annually meet with the campus Design Review Board to monitor implementation of the campus master plan.

RESULTS

YES/APPROVE: 32 of 32 voting trustees (unanimous)

NO/DISAPPROVE: 0

ABSTENTIONS: 0

B. BOARD SECRETARY: May 7-15, 2020

NOTICE:

Please see the following notice of an electronic vote of the Board of Trustees, from Board Chair Susie Burghart, and **respond by Friday, May 15, 2020.**

Dear Members of the Board of Trustees,

Marc St. John has indicated that he will resign from the Board of Trustees, and from his position as board secretary, effective June 31, 2020. Marc's term as Secretary, and the terms of all of our board officers*, will end on July 31, 2021.

The bylaws allow the board to fill the unexpired portion of an officer's term. The Executive Committee *recommends that the board elect Jerome DeHerrera** as board secretary to fill Marc's unexpired term, from July 1, 2020 through June 31, 2021.*

I now ask trustees to vote on this recommendation.

Please reply to this email (to Kim Waldron), by **Friday, May 15, 2020**, to indicate your vote (YES= approve the recommendation; NO=disapprove; or ABSTAIN

The board's bylaws require that notice of action without a meeting also include the following information:

“Failure to respond by the time stated in the notice (Friday, May 15, 2020) will have the same effect as abstaining in writing by the time stated in the notice and failing to demand in writing by the time stated in the notice that action not be taken without a meeting.”

Please let me know if you have any questions or concerns.

Many thanks,
Susie

* During the next year, a Special Nominating Committee, comprising the current chair, immediate past chair, the president and two trustees appointed by the Governance Committee, will nominate a board chair, vice chair and secretary to take office on July 1, 2021.

**Jerome is currently the chair of the Governance Committee. If Jerome is confirmed as board secretary, Kyle Samuel has graciously agreed to serve as Governance Committee chair for the next year. This change does not require board approval.

RESULTS:

YES/APPROVE: 31 of 32 voting trustees

NO: 0

ABSTAIN: one trustee did not vote and therefore is considered to have ABSTAINED

C. AWARDING OF DEGREES AT COMMENCEMENT 2020: May 26 - 28, 2020

NOTICE

(the notice included names of all BA and MAT candidates approved for degrees by the faculty)

From President Jill Tiefenthaler

Dear Trustees,

The Board authorizes the granting of degrees, and needs to approve awarding degrees to members of the CC Class of 2020. Attached are lists of the students who have completed degree requirements for the BA and MAT degrees.

Please reply to this email (to Kim Waldron: kwaldron@coloradocollege.edu) to indicate your vote: **YES** (to approve awarding degrees), **NO** (to not award degrees) or **ABSTAIN**.

Please vote **before 5:00 p.m. (Mountain Time) on Thursday, May 28**.

The board's bylaws require that notice of action without a meeting also include the following information:

“Failure to respond by the time stated in the notice (Thursday, May 28, 2020) will have the same effect as abstaining in writing by the time stated in the notice and failing to demand in writing by the time stated in the notice that action not be taken without a meeting.”

Please let me know if you have any questions or concerns.

Warm regards,
Jill

RESULTS:

YES: 28 of 32 voting trustees

NO: 0

**ABSTAIN: 5 trustees did not vote, and therefore are considered to have
ABSTAINED**