

**WSC FOUNDATION
BOARD OF DIRECTORS
MINUTES OF A REGULAR MEETING
WSC – Alumni Room
August 18, 2015
11:30 a.m.**

Members Present: Peter Furuseth, Ward Koeser, Charlotte Schilke, Kim Hennessy, Rick Medalen, Larry Grondahl, Nate Jepsen

Members Absent: Dean Aafedt , Tammy Sogard, Dr. Brett Vibeto and Myron Lee

Others Present: Executive Director Terry Olson, Assistant Director Carmin Klein, Dr. Ray Nadolny, Dr. John Miller, Ryan Molter and Kaylyn Bondy

President Furuseth called the meeting to order.

Old Business

- A. Director Medalen motioned to approve the June 23, 2015 meeting minutes; seconded by Director Koeser. Motion Carried.
- B. Motion by Director Jepsen, seconded by Director Hennessy to change the verbiage in the March 2015 minutes to read “boiler lease”, replacing “boiler loan”. Motion carried.

New Business

- A. Dr. Nadolny introduced members of his cabinet, Vice President Dr. John Miller, Vice President for Student Affairs, Kaylyn Bondy and Director of Technology, Ryan Molter.
- B. Motion by Director Schilke, seconded by Director Grondahl to approve the Bank Transaction report and the Gaming Financial Statements. Motioned carried.
- C. Motion by Director Koeser, seconded by Director Jepsen to transfer \$93,404.00 from the General Gaming account to the Gaming Trust account. Motion carried.
- D. President Dr. Nadolny gave an update on the President’s house renovation. The new flooring is being installed.
- E. Executive Director Terry Olson gave an update of the Fine Arts building. Hoping to have a meeting with regional people later this fall.
- F. Commercial Space – Executive Director gave an update. Edman Builders has been contracted to finish the end cap in the Phase One building for the Foundation’s new offices. They are also finishing off the offices next to Jimmy Johns to rent out to Work Force Safety. The remaining offices within this space will be advertised as available for rent.
- G. Daycare – Once the Foundation’s offices are finished the Foundation’s present location will become a daycare. College employees will have the first opportunity to place their children. A fence does need to be erected. Director Grondahl agreed to get some quotes and will report back.
 - The daycare will be charged \$2,000/month for rent
 - A fence will be erected
 - Foundation will pay utilities
 - A new railing within the building will have to be installed to meet the 42” height requirement.
- H. Executive Director Olson gave an update on the Alva J. Field Scholarship.
 - \$200,000 per year over five years (\$100,000 per semester)
 - Foundation received an additional \$64,660 from Alva J. Field and Director Olson will seek Challenge funds in the amount of \$32,000.00
 - For the 2015-2016 school year, Alva J. Field Scholarship is anticipating paying out \$2.2 to \$2.7 million.
 - The earnings will be spent as long as there are earnings
 - Students have to be a graduate of Williams County High Schools and have a GPA of 2.00.
- I. Executive Director Olson sought permission from the Board to either donate to WSC or sell the present furniture at the Foundation and look to purchase new furniture locally for the new space.
- J. DMV-DOT - The Foundation meets with the DOT representatives on September 2, 2015 along with local leaders to discuss the future of the DMV and the exit strategy for the Foundation which will occur in 2018.
- K. Executive Director Olson reported that the Brady Martz Audit went very well.

- L. Conflict of Interest questionnaire was handed out to all Directors who were present at today's meeting. The questionnaire will be mailed to the Directors who were absent.
- M. The Directors were given a handout on Creative Treatment, an advertising firm from Bismarck who specializes in video advertisements. No decision was made on whether to proceed with an advertisement for the Foundation and College.
- N. Horizon Capital LLC offered the Foundation the First Right of Refusal on the purchase of the Phase II apartment building. The Directors all received a copy of the agreement and would like to take some time to review. Director Medalen requested more information from Horizon Capital in the form of financial statements/tax records etc. Also, wanted to know if the HIF terms would flow over to new owners. Discussion followed.
- O. Executive Director Olson was approached by John Kasmer about fundraising for the new fast pitch softball fields and dugouts. Motion by Director Koeser, seconded by Director Medalen that any funds raised would include the cost of the dugouts, not just the field. Motion carried. In order to have the field named after a particular donor, that donor would have to give 25% of the cost of building the field and dugouts.
- P. The Investment Committee will wait until the audit is completed before meeting. After visiting with the auditors, it is strictly up to the Board whether or not to consolidate the investments or keep them as they are.
- Q. Motion by Director Grondahl, seconded by Director Schilke to amend the spending policy to reflect Board approval given on June 17, 2014 to increase the mineral management fee from admin support from 7.5% to 10%. Motion carried.
- R. The Board decided to honor the boiler lease at 2% from the October 2014 meeting even though all other loans are at 3% which was decided upon at the June 2015 meeting.
- S. Motion by Director Schilke, seconded by Director Hennessy to accept the lease agreement between Williston State College and the Foundation regarding the boiler. Motion carried.
- T. The next meeting of the Foundation will be held on September 15, 2015.

Motion to adjourn.

Respectfully submitted,

Terry Olson
Executive Director
TO/kjg