

DEVOTIONS

Devotion and prayer led by Dr. Castleberry who also shared his vision "Sages" as well as his heritage and the surprises of Jesus that have led him and his family here.

BYLAWS

Dan Neary walked the Board through the proposed changes to the Bylaws as outlined on pages 26 - 27 of the Docket.

It was **m/s/c** to recommend to the Board of Directors that the following changes to the Bylaws be approved.

Change to Article 1 Section 2 to:

The President of Northwest University and the Executive Director of the Northwest University Foundation shall each be members of the Board of Trustees for terms coinciding with the offices held.

Strike Article 1 Section 4 as it is redundant with Article IV section 1:

~~The Executive Committee of the Foundation, comprising five (5) trustees, may act in carrying out the objectives of the foundation on behalf of the Foundation's trustees. The Executing Committee of the Foundation shall consist of the Chairman, Executive Director, Secretary, Treasurer, and one (1) additional trustee appointed by the Board of Trustees. The Chair of the Trustees shall serve as Chair of the Executive Committee.~~

Strike Article 1 Section 5:

~~In the event of a vacancy on the Board of Trustees, the Board of Directors of Northwest by majority vote shall elect a successor to fill the unexpired term.~~

Change Article IV Section 1:

Change from five to six members, change chairman to chair and include University President to the members.

Art asked about the requirement of prior notice. Dan Neary explained that there are no requirements like that and that this step is a recommendation for the Board to approve these changes.

DEBT FINANCING

Dan Neary and Dan Schimelpfenig walked through the Debt Refinancing process through tax-exempt bonds that the University is using to refinance all University debt. The bonds will be issued under the authority of the State of Colorado and is available to us due to our membership in the Association of Christian Schools International (ACSI).

The chair welcomed Dale Sorensen to the meeting and thanked both him and Dan Schimelpfenig for their hard work on this process.

Discussion about this process, walking the Board through various questions. Dr. Argue strongly suggested that we lock in the rate. Discussion about the possibility of taking a variable rate with the option to lock it in at a point that it changes drastically. Discussion about the cost of locking in the rate. We are not locked into a decision until we close. We can lock for a short amount of time as well, we will have levers at our disposal. Discussion about the final approval of this motion. The Executive Committee as well as the Full Board will have the final vote on this. This motion gives the Administration the authority to make decisions regarding this as the process moves along. Discussion about how even an event like 9/11 affects the market for a while, but long term it balances back out. Discussion regarding the fees involved.

It was **m/s/c** to: (see attached)

Discussion regarding locking in rates and recommending to the board that we err on the side of safety when it comes to locking rates.

It was **m/s/c** that the Foundation Board of Trustees recommends that protections be instituted in the way of locking in rates to protect the University from variability.

MINUTES

- | | |
|----------------------|---|
| Annual Meeting | It was m/s/c to accept the minutes of the Annual Meeting as presented. |
| Executive Committee | It was m/s/c to accept the minutes of the Annual Meeting as presented. |
| Special Meeting | It was m/s/c to accept the minutes of the Special Meeting as presented. |
| Investment Committee | It was m/s/c to accept the minutes of the Investment Committee as presented. |

FINANCIAL REPORTS

Dale walked the Board through the financial reports, pointing out the various changes from last year and where we stand on each of the Assets, Founders Fund, University Support Summary, Investment Pool Earnings Summary and Revolving Note Fund.

- | | |
|---------------|--|
| Action Taken: | It was m/s/c to approve with appreciation the financial reports and budget reviewed by Dale Sorensen. |
|---------------|--|

GIVING REPORTS

Dan Neary walked the Board Members through the Giving Reports. Highlighting various items on the Health and Sciences Center Funding Progress, the Comprehensive Funding Campaign, and the Combined Giving Report Fiscal Year Comparison.

We have pending commitments of a million dollars that we will know will come in this year. The combined giving report will continue to look good for a while.

We are currently at 7.9 million committed to the project with 11 million to be realized

Action Taken: It was **m/s/c** to receive with appreciation the giving reports.

OFFICER ELECTION

Treasurer: It was **m/s/c** that Norma Jean Reece was elected to the post of Treasurer.

Trustee at Large: It was **m/s/c** that Don Argue was elected to the post of Trustee-at-large.

Discussion about the gifts that we would look at for members of the Foundation Board of Trustees. As we look forward we have a couple of opportunity in terms of gift sets towards the investment committee, or trustees that have real skills in terms on investment. We could also look towards Trustees who have a gift towards benevolence and we could be more purposeful in business development. More of what we have around the table, but specifically investment and business development. We could benefit from looking at more women as well as younger people to serve on the Board of Trustees.

The Chair will follow up with Chuck Buck's invitation to serve on the Foundation Board of Trustees.

CAMPUS DEVELOPMENT UPDATE

Health and Sciences Center Dan will be happy to give a tour of the HSC at the conclusion of this meeting. The HSC is going well.

Seahawks Facility We will work be talking to the Seahawks Executives in the coming weeks in regards to their plans to vacate these facilities.

Recreation Center Priorities remain in place with the Sports and Fitness Center on the same site as the current pavilion. The Campus Planning Commission is moving ahead on that project.

Student Center and Worship Center The Student Center and Worship center remain in line for the projects following the Sports and Fitness Center.

Housing (Corner of 108th and 59th) The three lots on the corner of 108th and 59th are being considered for what our options might be to meet our institutional goals. We will put a couple of plans together in regards to those lots and the Campus Planning Commission is working on those plans.

CONFLICT OF INTEREST STATEMENT David asked each Board member to sign the Conflict of Interest Statement and turn into Joni Campbell.

ADJOURNMENT

m/s/c to adjourn immediately after the Foundation Board of Trustee photo.