

**MINUTES OF THE WORKSHOP
OF THE BOARD OF REGENTS OF THE DEL MAR COLLEGE DISTRICT**

February 9, 2021

The Workshop Meeting of the Board of Regents of the Del Mar College District convened at the Isensee Board Room, Del Mar College, Corpus Christi, Texas at 9 a.m. on Tuesday, February 9, 2021, by video and/or teleconference.

Due to health and safety concerns related to the Coronavirus Pandemic Crisis, this meeting was conducted by video and/or teleconference in accordance with guidance from the Texas Governor's Office and the Texas Attorney General's Office. Provisions were made for the public to participate in this meeting with public comments via livestream and/or telephonically.

The following were present:

From the Board:

Ms. Carol Scott, Dr. Nicholas Adame, Ms. Libby Averyt, Mr. Ed Bennett, Mr. Rudy Garza, Ms. Susan Hutchinson, and Dr. Laurie Turner.

From the College:

Dr. Mark Escamilla, President and CEO; Mr. Raul Garcia, Vice President and CFO; Ms. Lenora Keas, Executive Vice President and COO; Dr. Jonda Halcomb, Interim Vice President and Chief Academic Officer Designee; Ms. Tammy McDonald, Vice President of Administration and Human Resources; Mr. August Alfonso, Vice President and Chief Information Officer; Dr. Rito Silva, Vice President of Student Affairs; Mr. Augustin Rivera, Jr., General Counsel; Mr. John Strybos, Vice President and Chief Physical Facilities Officer; Ms. Lorette Williams, Executive Director of Strategic Communication and Government Relations; Dr. Natalie Villarreal, Director of External & Board Relations; Ms. Mary McQueen, Executive Director, Development; Ms. Jessica Alaniz, Director of Risk Management, and other staff and faculty.

CALL TO ORDER QUORUM CALL/MOMENT OF SILENCE/PLEDGE OF ALLEGIANCE/VISION STATEMENT

Ms. Scott called the meeting to order with a quorum present. She requested a moment of silence followed by the Pledge of Allegiance and Del Mar College Vision Statement.

GENERAL PUBLIC COMMENTS – The public was given the opportunity to provide public comments (both general and specific to any agenda item) by calling a toll-free phone line prior to the Board meeting and registering with their name and subject of public comment.

There were no public comments made for this meeting.

AGENDA

ITEMS FOR DISCUSSION AND POSSIBLE ACTION:

1. Discussion related to FY 2021 Policy Project.....Ms. Tammy McDonald
(*Supports all 6 Goals of 2019-2024 Strategic Plan: Aspire. Engage. Achieve*)

Chair Scott provided Regents Garza and Turner with a short summary of the Policy Project and introduced Ms. Tammy McDonald. Ms. McDonald began her presentation and provided a review of the history and timeline for the Policy Project. Ms. McDonald then introduced Mr. Dan Graves with Weaver and Tidwell, LLP (Weaver), the outside consultant assisting the College with this Project. Mr. Graves provided a refresher regarding the scope and objectives for Del Mar College “B” policies.

Mr. Graves began his presentation and provided information regarding policy updates and recommendations for certain policy priorities including: 1) Ethical Considerations; 2) Emergency/Crisis; 3) Digital Policies and Communications; 4) Board Committee Structure; 5) Information Requests; and 6) Compliance Evaluation. Ms. McDonald, Mr. Graves and Dr. Escamilla provided detailed information on proposed policy revisions and recommendations regarding Board Information Requests, Emergency/Crisis Policy, Board Member Digital Policy and Official Communications for the Board’s review. Mr. Graves explained that in the Del Mar College Bylaws, Weaver is proposing updates to the resolution and processes for reviewing the Board composition and operational structure as well as the creation of committees. Mr. Graves continued to provide detailed information on proposed policy revisions and recommendations regarding Board Requests for Information, and Policy Authority and Review.

Mr. Graves stated that Weaver completed their compliance evaluation and there were not any issues with compliance identified that have not been provided in past internal audits. Mr. Graves stated that Weaver confirmed the College’s compliance with State and Federal regulations pertaining to higher education, as well as Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) guidance.

Mr. Graves provided recommendations regarding additional policy enhancements to add clarity to existing policies and align with best practices which include Policy Authority and Board Meetings. Mr. Graves stated that they also provided templates for policies unrelated to the operation of the Board of Regents which are being reviewed and updated by the College Administration that include: 1) Faculty and Staff Committees, 2) Debt Management, 3) Enterprise Risk Management, 4) Emergency Management, 5) Environmental Health and Safety, and 6) Telecommuting.

Through the continued analysis of policy compliance and organization, Weaver identified additional potential updates to College policies, which they will continue to coordinate with College Administration to fine-tune the recommendations for those updates which include: 1)

Address existing internal audit findings, 2) Improve the user friendliness of the policies (searchability, organization), and 3) Strengthen the overall policies of the College.

Mr. Graves offered information regarding the College's Next Steps which involve coordinating with College Administration to incorporate additional edits into draft policy documents and ultimately for adoption, finalizing additional policy updates with Administration; and coordinating with Administration for any policy organization updates. Mr. Graves continued with providing information regarding Board policy review such as assigning a board policy owner, and a proposed 5-year formal policy review schedule.

Mr. Graves stated that the sections under Additional Policies are currently being reviewed and will be tailored by College Administration to be further edited and provided to the Board for review. Ms. McDonald explained that the Additional Policies are a placeholder for suggested policies as best practices that have been recommended to implement a type of policy and will continue to be reviewed and brought before the Board when completed.

Ms. McDonald, Mr. Graves, Mr. Rivera (General Counsel), and Dr. Escamilla provided responses to questions from the Board of Regents.

The Board recessed at 10:25 a.m.

The Board reconvened at 10:35 a.m.

2. Discussion of Annual Ethics Training of the Board of Regents.....Mr. Augustin Rivera, Jr. (*Goal 5: Workforce Development, Community Partnerships and Advocacy*)

Regent Adame joined the meeting in progress.

Mr. Rivera led the Board through its annual Ethics Review and Update, including a review of the Board Bylaws and Statement of Conduct and Ethics. Topics included Best Practices for Better Ethics, ACCT Guide to Ethical Governance, Del Mar College Bylaws Statement of Conduct and Ethics, "Beware of Micromanagement", Board Roles, Trustee Conduct, and Dilemmas and Unethical Conduct.

Mr. Rivera asked the Board to read and sign the Code of Ethics form reaffirming their commitment as Board members and asked it to be returned to his office. Dr. Escamilla provided an option to the signing of the Code of Ethics and suggested they be signed via DocuSign for ease of completion.

Mr. Rivera provided a final positive thought and read a passage on "resume values" vs. "eulogy values" from "Sailing True North: Ten Admirals and the Voyage of Character" by Admiral James Stavridis. Mr. Rivera recommended a review of the Bylaws to synchronize with the College's current policies.

Mr. Rivera responded to questions by the Board of Regents.

ADJOURNMENT: The meeting was adjourned at 11:43 a.m.

MINUTES REVIEWED BY GC: /s/ARjr