

CAL POLY POMONA FOUNDATION, INC.
 CALIFORNIA STATE POLYTECHNIC UNIVERSITY, POMONA
Meeting of the Board of Directors, Meeting 389
 May 11, 2021 at 2:00 PM



Join Zoom Meeting
<https://cpp.zoom.us/j/82292564285>
 Meeting ID: 822 9256 4285
 One tap mobile
 +16699006833,,82292564285# US / 13462487799,,82292564285# US

AGENDA

Roll Call

I. PRESIDENT'S REPORT

Page

A. President's Report Dr. Soraya Coley, President
Board Chair

II. ACKNOWLEDGEMENT OF MEMBERS OF THE PUBLIC who may or may not be commenting on a specific item or making a general comment.

III. INFORMATION & DISCUSSION ITEMS

The following items provide information and reports by management staff to the Board. Staff and Board may engage in discussion on any item if requested by committee member or staff member.

B. Executive Director's Report Jared Ceja
Executive Director

IV. CONSENSUS ACTION ITEMS

Items in this section are considered to be routine and acted on by the committee in one motion. Each item of the Consent agenda approved by the committee shall be deemed to have been considered in full and adopted as recommended. Any committee member may request that a consent item be removed from the consent agenda to be considered as a separate action item. If no additional information is requested, the approval vote will be taken without discussion. An "A" distinguishes items requiring approval.

C.	Reading of Minutes 388 (02/25/21) (Attachment) A	Dr. Soraya Coley Board Chair	3-4
D.	Job Titles and Salary Ranges (Attachment) A	Diane Maldonado Payroll Manager	5-8
E.	Annual Contribution to Longevity Plan (Attachment) A	Jared Ceja Executive Director/CEO	9-11
F.	PARS Vacation Leave Conversion Program A	Jared Ceja Executive Director/CEO	12-13
G.	Investment Report 3 rd Quarter (Attachment) A	Joanne Mathew Director of Financial Services/CFO	14-21
H.	Financial Highlights 3 rd Quarter (Attachment) I	Joanne Mathew Director of Financial Services/CFO	22-23
I.	Updated Fund Balance (Attachment) I	Joanne Mathew Director of Financial Services/CFO	24
J.	Faculty & Staff Housing Update I	Randy Wallace Jr. Associate Director of Real Estate	25-26
K.	2021/2022 Board Meeting Schedule I	Jared Ceja Executive Director/CEO	27

The open proceedings of this meeting are being recorded.

V. ACTION ITEMS

L.	Reelection of Board Member – Erica Frausto A	Dr. Soraya Coley Board Chair	28
M.	Liquidity Access Line Renewal (Attachment) A	Joanne Mathew Director of Financial Services/CFO	29-32
N.	Proposed Financial and Capital Budgets 2021-2022 (Attachment) A	Jared Ceja Executive Director/CEO	33-38

VI. OPEN FORUM

VII. ADJOURNMENT

Next Board Meeting – September 23, 2021 @ 2:00 p.m. via Zoom & In-person

CAL POLY POMONA FOUNDATION, INC.
CALIFORNIA STATE POLYTECHNIC UNIVERSITY, POMONA

Board of Directors, Meeting 388
February 25, 2021 at 2:00 PM

Notice is hereby given that a meeting of the Board of Directors was held by video conference/teleconference on Thursday December 10, 2020 at 2:00 p.m. to discuss matters on the posted agenda. The meeting notice in its entirety was posted on the internet at <https://foundation.cpp.edu/meetingpackets.aspx>.

Present: Dr. Soraya Coley, Daniel Montplaisir, Dr. Lea Dopson, Dr. Phyllis Nelson, John McGuthry, Dr. Sylvia Alva, Dr. Christina Gonzalez, April Jimenez-Valadez, Cynthia Nelson, Stephanie Pastor, Kassandra Lopez, Dr. Homeyra Sadaghiani, Erica Frausto, Dr. David Speak

Absent: Dr. Maryann Tolano-Leveque, Ruby Suchecki, Araz Mandelian, Mark Shin, Lowell Overton, Deborah Goman, Lucy Yu, and Oliver Santos

Staff: Jared Ceja, Jenny Dennis, Joanne Mathew, Diane Maldonado and Nora Fernandez

I. PRESIDENT'S REPORT

- A. Board Chair Coley called the meeting to order at 2:01 pm via Zoom
Dr. Coley highlighted Cal Poly Pomona is one of the vaccine distribution sites across California and is pleased with the logistics and setup in such a short amount of time. Foundation has entered into a contract to provide food and housing for the personnel involved. Also, we are trying to absorb 20 million dollars in reductions we received as part of the state system. Foundation was also hit hard by the pandemic. We did an early exit program and so did Foundation. The university had 90 individuals who choose to take the incentive. We have received notice Cal Poly Pomona will receive a second wave of federal funding in the amount of \$48 million with \$15.4 directly for the use of students. Finally, praise goes out to staff and the Provost Office and Vice Presidents who have been working on classes resuming in the Fall. There will not be full engagement depending on the distribution of the vaccine. The Provost has been working on different models of class instructions. We are centered on labs because we are a polytechnic school.

II. CONSENSUS ACTION ITEMS

- B. Reading of Minutes 387 (12/10/20)
- C. Selection of CPA Firm – Financial and Single Audits
- D. Selection of CPA Firm – External Child Development Preschool Grant
- E. Investment Portfolio Report 2nd Quarter
- F. Observed Holiday Calendar
- G. CalPERS Valuation Reports
- H. Tax Returns

A motion was made by Cynthia Nelson and second by Daniel Montplaisir to accept the consensus items as presented. The motion was unanimously approved.

IV. ACTION ITEMS

- I. Signature Authority
Policy 122 does not specifically name the individuals authorized to sell, assign, and endorse transfer certificates representing stocks, bonds, notes, or other securities registered in the name of the Foundation. It is also silent on the authority to establish bank, savings, and securities accounts. These omissions are primarily due to the policy listing positions, not names. Collaborating financial institutions, such as City National Bank and Clifford Swan, require named authorized individuals to be approve for such activities during a meeting of the Board of Directors. David Prenovost, who retired, was previously authorized to execute the above transactions. Upon approval, Jared Ceja, Executive Director/CEO and Joanne Mathew, Director of Financial Services/CFO are authorized to sell, assign, and endorse for transfer certificates representing stocks, bonds, notes, or other securities now registered or hereafter registered in the name of the Foundation. One signature will be required.

There was a motion by Daniel Montplaisir and second by Cynthia Nelson. The motion was unanimously approved.

J. Rebranding

Sylvia Alva stated the Program Committee had a robust discussion over the rebranding of the Foundation. We compared how other universities within and outside CSU's named their auxiliaries. The Program Committee also looked at functions traditionally performed by a "foundation" and compared them to our current roles. With the establishment of the Philanthropic Foundation, there is confusion within the university between the two names and responsibilities. In order create clarity about the functions and roles of this Foundation, the Program Committee passed a resolution for the Foundation to explore a new name, image, and logo.

Moved and seconded by John McGuthry and Dr. Homeyra Sadaghiani the motion was approved unanimously.

K. General Investment Policy 131 Amendment

Daniel Montplaisir stated that the General Investment Policy 131 lays out the target asset allocation for the general investment portfolio. It established allocation ranges, target weights, and representative indexes for equities, fixed income, cash equivalents, real assets, real estate, and alternative investments. All investment decisions are made in compliance with these guidelines. The suggestion to consider reallocation of the general investment portfolio was also introduced by multiple bidders during the 2020 Investment Advisor/Consultant RFP process. Both finalists in the process included this idea as part of their presentation to the Committee. This service enables our advisors to adjust to market conditions more quickly by utilizing asset allocation ranges as opposed to specific targets. Graystone, our chosen partner, has worked closely with Foundation management to evaluate the risk and anticipated returns associated with the current portfolio allocation.

Moved and seconded by Erica Frausto and Lea Dopson. The motion was passed unanimously.

V. INFORMATION & DISCUSSION ITEMS

L. Financial Highlights 2nd Quarter

Joanne Mathew presented the second quarter financial results for each operating unit. She highlighted that overall, we are trending better than expected thanks to strong investment portfolio returns, consistently positive Real Estate results, and extensive cost cutting. However, it is still a difficult year with the move to remote instruction and recovery will not take place until students return.

M. Executive Director's Report

Jared Ceja stated staff feeling fatigues from continued furloughs, financial challenges, staff changes, and zoom meetings. We had a Town Hall meeting we started with a team building games. The Marketing Team has been putting together virtual events to reengage the staff. One big item that has reinvigorated the staff was the Vaccination Hub. Dining Services has been serving three meals a day to all the medical professionals and volunteers working at the Hub. This is great revenue for the Foundation. We have 22 non-CPP residents living at University Village with more coming in weekly. Another positive aspect within the Foundation is the growth of the Instant Access Program. We are getting good press with Poly Post on the program. At Innovation Village, we built a new partnership with Tesla. They are paying by the space for that parking privilege. American Asphalt will also be storing equipment and vehicles with us while they do work on campus. Campus South Filming has continued through the pandemic. There was a voting commercial filmed at Campus South along with Lexus, Coors Lite and Dodge. The Weekend, Justin Bieber and Alisha Keys all filmed videos there. Also, there have been many television shows and movies filmed there because of the privacy and seclusion. In just a few months' time there is light at the end of the tunnel. Employee repopulation as the campus opens is now our priority. We are looking into Robot Food Delivery for the Fall. A Bike Shop is also a possibility. These are a few additional early conversations we are having as we look forward to the future of the Foundation.

The next Board meeting is scheduled for May 11th.

VI. ADJOURNMENT

Meeting adjourned at 3:27 p.m.

Respectfully submitted,



Dr. Lea Dopson
Secretary/Treasurer
Board of Directors

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Diane Maldonado
Payroll Manager

Subject: **Annual Update to Salary Grades and Position List**

Each year Management reviews its position list and compensation grades. An essential tool used in compensation administration is a current, relevant, and accurate salary scale. Few position titles are being added this year given the hiring impact resulting from the economic difficulties of 20/21. They are highlighted in red on the following document.

Only minor changes to the salary grades are being proposed, also shown in red. Those updates are largely a product of wage compression resulting from an escalating minimum wage. This is evident in the starting rate for grades 7 and 9. Cost of living adjustments have also been factored into the upper end of each hourly and staff range at 2%. Those ranges were not adjusted last year.

Grades 11-13 were adjusted on January 1, 2021 with no further changes proposed. These grades represent junior and mid-level management positions impacted by California law governing the minimum salary for exempt employees. As was the case last year, no changes are proposed for grades 14-16.

PROPOSED ACTION:

Management and the Personnel Committee recommend the following resolution for approval:

BE IT RESOLVED, that the Board of Directors approve the Salary Grades and Job Titles List, as illustrated in the following document, with an effective date of July 1, 2021.

BE IT FURTHER RESOLVED, the Chief Human Resources Officer and Executive Director/CEO are authorized and directed to take any and all action as may be necessary to effectuate this Resolution.

PASSED AND ADOPTED THIS 11th DAY OF MAY 2021.

A handwritten signature in black ink that reads "Lea Dopson".

Dr. Lea Dopson, Secretary/Treasurer
Board of Directors

SALARY GRADES with JOB TITLES
Effective July 1, 2021

Job Titles with Salary Grades - 07-01-21

Salary Grade	Minimum	Maximum	Job Title	Pay Frequency
Grade 6	\$15.00	\$26.82	Account Specialist for AG	Hourly
			Accounts Specialist	Hourly
			Accounts Specialist I	Hourly
			Assistant Project Coordinator I	Hourly
			Buyer Assistant	Hourly
			Cook	Hourly
			Cook IV	Hourly
			Farm Labor II	Hourly
			General Office Support	Hourly
			IT Office Coordinator	Hourly
			Nursery Coordinator	Hourly
			Office Assistant	Hourly
			Office Support	Hourly
			Shipping/Receiving Asst	Hourly
			UV_MailClerk	Hourly
Grade 7	\$17.00	\$31.80	Academic Advisor	Hourly
			Accounts SpecialistII	Hourly
			AdminAsstI	Hourly
			Catering Coordinator	Hourly
			Facilities Worker III	Hourly
			Floor Supervisor	Hourly
			FS_AcctTech7	Hourly
			HR Generalist	Hourly
			NR_Gen_Admin_Coordinator	Hourly
			Outreach Assistant	Hourly
			System Coordinator	Hourly
			Vault Cashier II	Hourly
			Web Developer	Hourly
Grade 8	\$19.89	\$34.74	Accounts Specialist III	Hourly
			Area Director	Hourly
			Asst. Manager	Hourly
			Community Development Specialist Gr8	Hourly
			Course Materials Coordinator	Hourly
			General Maintenance	Hourly
			Maintenance_Lead	Hourly
			Residential International Housing and Con	Hourly
			Resource Coordinator	Hourly
			Senior Academic Advisor	Hourly
			Service Lab Coordinator	Hourly
			Specialty Crop Farm Supervisor	Hourly
			Supervisor_8	Hourly
Grade 9	\$21.00	\$38.38	Agriculture Laborer Lead	Hourly
			Dennys Manager	Hourly
			DS_Manager_NE	Hourly
			Financial Systems Support	Hourly
			HR Generalist I	Hourly
			Information Security Analyst	Hourly
			Kitchen_Supervisor	Hourly
			Marketing Coordinator II	Hourly

SALARY GRADES with JOB TITLES
Effective July 1, 2021

Job Titles with Salary Grades - 07-01-21

			Administrative Assistant III	Hourly
Grade 10	\$47,237	\$88,280	Brewery Cafe Manager	Hourly
			Fin_Sys Accountant	Hourly
			Kellogg House Coordinator_Sr.	Hourly
			Learning-Reading Specialist-Advisor	Hourly
			Manager	Hourly
			Multi Unit Manager	Hourly
			Operations Manager	Hourly
			Program Coordinator	Hourly
			Retail Manager	Hourly
			UB_Program Advisor	Hourly
			AsstDirLeadershipDev	Salary
			Conference Sales Mgr	Salary
			Coordinator	Salary
			Digital Content Strategist	Salary
			NR_ProjectCoordinator	Salary
			Program Coordinator	Salary
			Research Associate	Salary
			UV_AsstDirRe_NE	Salary
Grade 11	\$58,240	\$98,345	AR_Supervisor	Salary
			Communications & External Relations Spec	Salary
			Facilities Manager	Salary
			Farm-StoreSupvr	Salary
			Jr. General Business Manager	Salary
			Marketing and Branding Dev	Salary
			Outreach Coordinator	Salary
			Property Manager	Salary
			System Manager	Salary
			Tehnology Manager	Salary
Grade 12	\$60,000	\$110,146	Assistant Director	Salary
			Chef	Salary
			Director-Talent Search	Salary
			Employment Services Manager	Salary
			Executive Assistant	Salary
			Executive Chef	Salary
			General Business Manager	Salary
			Grants and Contracts Manager	Salary
			Payroll Manager	Salary
			Program Director_Engineering	Salary
			Retail Manager	Salary
			Staff / Research Scientist	Salary
			Systems_Analyst	Salary
Grade 13	\$62,000	\$141,358	Associate Director	Salary
			Business Manager	Salary
			Director_UB Programs	Salary
			Director-AGRIscares Outreach and Urban Farm	Salary
			Jr-Dir for Grants	Salary
			Senior Assistant Director	Salary

SALARY GRADES with JOB TITLES
Effective July 1, 2021

Job Titles with Salary Grades - 07-01-21

Grade 14	\$81,120	\$174,833	Director	Salary
Grade 15	\$95,758	\$239,185	CFO Senior Director	Salary
Grade 16	\$138,476	\$247,260	Executive Director	Salary

Memorandum

Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Jared Ceja
Executive Director/CEO

Subject: **Longevity Pay Plan Eligible Contribution – Participants Deferred Compensation Account**



In February 2009, we discontinued offering post-employment healthcare benefits to employees hired on or after March 1, 2009. The Board of Directors took action on May 25, 2010 to adopt the Foundation's Longevity Pay Plan (FLPP). The purpose of the FLPP is to encourage employment longevity and to offer some level of benefit to eligible newly hired employees who are not eligible for post-employment healthcare benefits through the Foundation's group plan.

The FLPP program applies to regular, full-time benefited employees hired on or after March 1, 2009, and who have worked for Foundation for 10 or more years. The Foundation may make, at its discretion, annual, non-elective Employer contributions to a FLPP Participant's Deferred Compensation Account. The contribution is calculated based on the FLPP Participant's Compensation using the following schedule:

<u>Years of Completed Service</u>	<u>Compensation Factor</u>
10	2%
11	2.5%
12	3%
13	3.5%
14	4%
15	5%
16	5.5%
17	6%
18	6.5%
19	7%
20	10%
25+	15%

Contributions are offered to eligible employees as part of their comprehensive benefits package, but are discretionary and will be reviewed annually by the Board. Participants that receive a Foundation Contribution to the Plan will be immediately 100% vested.

Currently we have ten (10) regular, full-time benefited employees that are eligible to participate. The Foundation's total contribution to the Participant's Deferred Compensation Accounts is \$15,568.58.

PROPOSED ACTION:

Management and the Personnel Committee recommend approval of the following resolution:

BE IT RESOLVED, that the Board of Directors approve Management to contribute a total amount of \$15,568.58 to ten (10) eligible Participants Deferred Compensation Accounts as part of the Foundation's Longevity Pay Plan by the fiscal year ended June 30, 2020.

PASSED AND ADOPTED THIS 11th DAY OF MAY 2021



Dr. Lea Dopson, Secretary/Treasurer
Board of Directors

Employee Type	Hourly Pay	Years of Service	Annual Earnings	Contribution
FT Exempt	\$28.00	11	\$58,240.00	\$1,456.00
FT Non-Exempt	\$23.24	11	\$48,339.20	\$1,208.48
FT Exempt	\$44.3464	11	\$92,240.47	\$2,306.01
FT Non-Exempt	\$25.33	10	\$52,686.40	\$1,053.73
FT Non-Exempt	\$21.74	10	\$45,219.20	\$904.38
FT Non-Exempt	\$28.89	10	\$60,091.20	\$1,201.82
FT Exempt	\$38.845	10	\$80,797.60	\$1,615.95
FT Non-Exempt	\$21.54	10	\$44,803.20	\$896.06
FT Exempt	\$49.1354	10	\$102,201.63	\$2,044.03
FT Exempt	\$69.2814	10	\$144,105.27	\$2,882.11

Total FLPP Contributon 2021 \$15,568.58

Memorandum

Date: May 11, 2021
To: Board of Directors
Cal Poly Pomona Foundation, Inc.
From: Jared Ceja
Executive Director/CEO



Subject: PARS Vacation Leave Conversion Program

The PARS Vacation Leave Conversion Program allows the Foundation to provide eligible employees a supplemental retirement plan to the existing retirement program (CalPERS) by converting a portion of unused Vacation Leave balances to cash, and then contributing those funds directly into the employees PARS 457(b) individual account. Participation in this fully elective program is variable and eligible employees are offered the option to convert on an annual basis. A regular, full-time benefited employee is eligible to participate in the Conversion Program only after they have completed at least 4 years of full time service.

Employees who desire to convert vacation time must have at least 160 hours of accrued vacation and have taken a minimum of 40 hours of vacation over the previous 12 months of employment preceding the current plan year. A maximum conversion of 100 hours of vacation time may occur. The resulting vacation balance may not fall below 160 hours due to converting hours.

Management, as the Plan Administrator, is proposing for this fiscal year 2020-2021 that we continue to suspend the sick leave conversion due to the challenging economic environment of full or partial remote instruction. Last year PARS (Public Agency Retirement Services) confirmed that we have the right to allow for a suspension of sick leave at this particular point in time per section 3.3(f):

The Employer may limit the aggregate total of sick leave that may be converted by all Participants in the Plan during an Employment Period in order to limit the amount of contributions that would be made to the Plan. The amount and method of reduction shall be determined as necessary by the Plan Administrator or Advisory Committee.

As of June 2021, we forecast that if all eligible employees convert 100% of their allowable hours, approximately \$177,931 will be converted. This compares to \$193,703 that was estimated for June 2020. However, based on historical participation and conversion levels, a realistic estimate of the vacation time conversion is \$95,000.

Notably, when an employee elects to convert unused vacation time there is no expense as vacation amounts have already been earned and accrued.

Eligible employees are invited to an online training session delivered by representatives from John Hancock and PARS to learn about the advantages and disadvantages of converting leave with the program, along with investment information.

PROPOSED ACTION:

Management and the Personnel Committee recommend approval of the following resolution:

BE IT RESOLVED, the Board of Directors review and approve the current PARS Vacation Leave Conversion Plan and suspending the PARS Sick Leave Conversion.

BE IT FURTHER RESOLVED, that Management is authorized and directed to take any and all action as may be necessary to effectuate this Resolution for fiscal year 2020/2021.

PASSED AND ADOPTED THIS DAY 11th DAY OF MAY 2021

By: 

Dr. Lea Dopson, Secretary/Treasurer
Board of Directors

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Joanne Mathew
Director of Financial Services/ CFO

Subject: INVESTMENT HIGHLIGHTS – Third Quarter 2020-2021

The Foundation's General Investment Policy 131 requires a comprehensive quarterly report of the investment portfolio's performance be provided to the members of the Finance & Investment Committee and Board of Directors at each regularly scheduled meeting.

GENERAL INVESTMENT PORTFOLIO

The General Investment Portfolio ("Portfolio") has a current market value of \$30.0 million as of March 31, 2021 with 59% Fixed Income, 32% Equities, and 9% Alternatives. All allocations are within established policy ranges and over weighted by 5% in Equities and underweighted by 6% in Fixed Income as compared to policy targets. The majority portion managed by Graystone Consulting has a current market value of \$29.6 million, earned 0.79% versus the benchmark at -0.08% for Q3. Additional information is included in the report provided by Graystone.

Management received capital call notices and has contributed \$234,375 against its commitment of \$250,000 to Capital Partners IV and \$697,500 against its commitment of \$750,000 to Capital Private Equity Partners VII. The value of the Non-Marketable Investments are \$416,241. The CommonFund Summary Investment and Performance Reports are available for further details.

PROPOSED ACTION:

Management and the Finance & Investment Committee recommend approval of the following resolution:

BE IT RESOLVED, that the members of the Board of Directors have reviewed the comprehensive quarterly investment report and believe the report is in compliance with the investment policy and recommends the quarterly investment report be approved.

PASSED AND ADOPTED THIS 11th DAY OF MAY 2021.

By: 

Dr. Lea Dopson, Secretary/Treasurer
Board of Directors

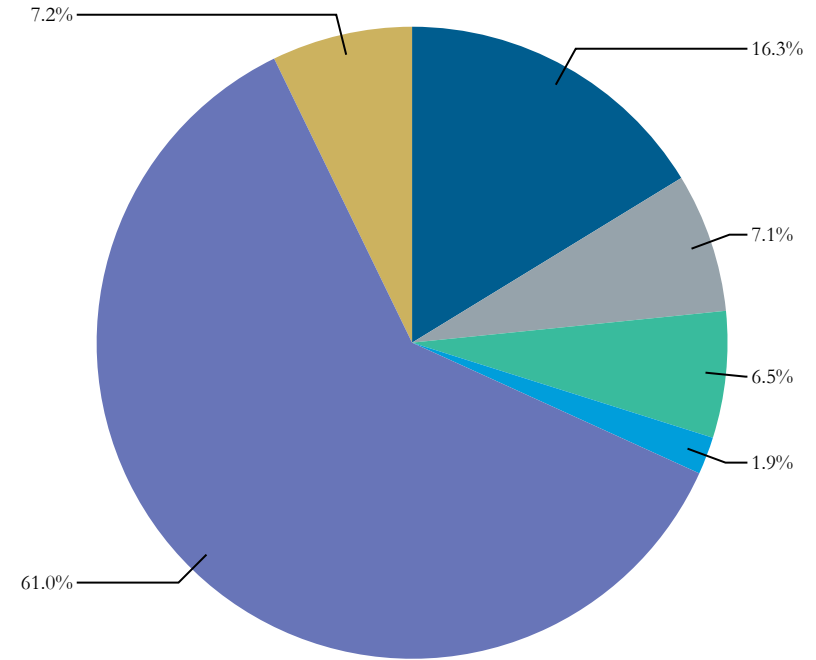
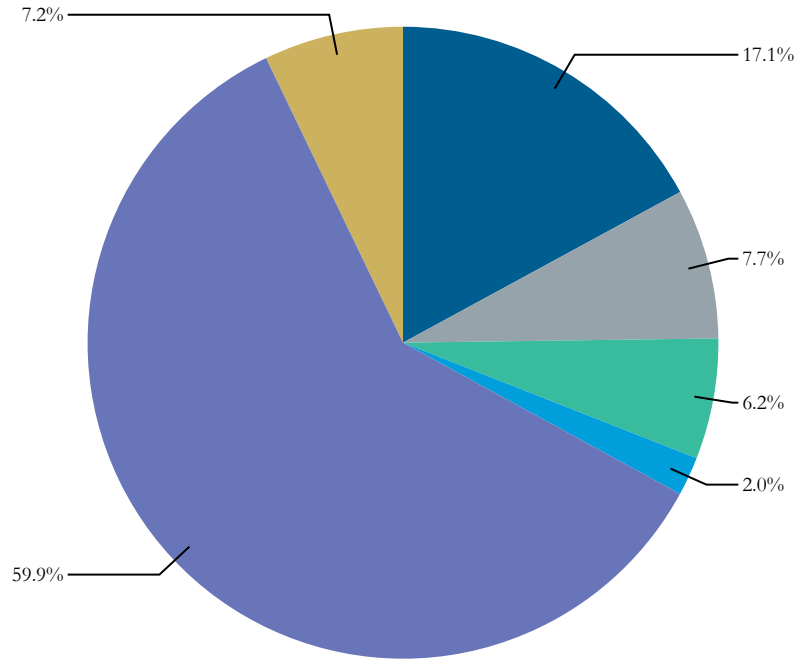
**CAL POLY POMONA FOUNDATION, INC.
INVESTMENT SUMMARY AS OF MARCH 31, 2021**

Asset Class	Policy Range		Policy Target	Portfolio Allocation	Market Value
	Minimum	Maximum			
Equities -Domestic & Int'l	10%	65%	27%	32%	9,733,643
Fixed Income	40%	85%	65%	59%	17,703,441
Cash Equivalents	0%	20%	0%	0%	-
Real Assets	0%	10%	0%	0%	-
Real Estate	0%	10%	0%	0%	-
Alternative Investments	0%	25%	8%	8%	
Hamilton Lane-Private Equity					2,113,542
Commonfund-Private Equity					416,241
			100%	100%	29,966,867

Cal Poly Pomona Foundation
Portfolio Asset Allocation Summary
As of March 31, 2021

March 31, 2021 : \$29,550,626

December 31, 2020 : \$29,320,310



	Market Value (\$)	Allocation (%)	Market Value (\$)	Allocation (%)
US Equity	5,048,163	17.08	4,770,677	16.27
International Equity	2,276,141	7.70	2,086,932	7.12
International-Developed Equity	1,823,597	6.17	1,897,692	6.47
International-Emerging Equity	585,740	1.98	564,646	1.93
US Fixed Income	17,703,441	59.91	17,886,820	61.00
US Private Equity	2,113,542	7.15	2,113,542	7.21

Cal Poly Pomona Foundation
Annualized Performance Summary
As of March 31, 2021

	Allocation		Performance(%)							
	Market Value (\$)	%	1 Month	Quarter To Date	1 Year	3 Years	5 Years	7 Years	Since Inception	Inception Date
Cal Poly Pomona Portfolio	29,550,626	100.00	0.12	0.79	23.62	5.93	5.89	4.19	3.77	03/01/2013
<i>Cal Poly Pomona Custom Benchmark*</i>			<i>0.19</i>	<i>-0.08</i>	<i>14.99</i>	<i>6.81</i>	<i>5.81</i>	<i>4.69</i>	<i>4.08</i>	
Public Equities	9,733,643	32.94	1.13	4.42	69.51	12.50	13.26	8.96	8.96	04/01/2014
<i>MSCI AC World Net</i>			<i>2.67</i>	<i>4.57</i>	<i>54.60</i>	<i>12.07</i>	<i>13.21</i>	<i>9.40</i>	<i>9.39</i>	
Domestic Equities	5,048,163	17.08	2.78	5.80	68.32	17.67	16.71	12.40	12.40	04/01/2014
<i>Russell 3000</i>			<i>3.58</i>	<i>6.35</i>	<i>62.53</i>	<i>17.12</i>	<i>16.64</i>	<i>13.44</i>	<i>13.43</i>	
Polen Large Cap Growth	1,079,505	3.65	1.31	1.81	56.61	-	-	-	29.63	01/09/2019
<i>Russell 1000 Gr</i>			<i>1.72</i>	<i>0.94</i>	<i>62.74</i>	<i>22.80</i>	<i>21.05</i>	<i>17.50</i>	<i>31.82</i>	
iShares Russell 1000 Growth	532,646	1.80	1.77	0.89	61.23	22.05	19.91	14.70	20.55	08/02/2016
<i>Russell 1000 Gr</i>			<i>1.72</i>	<i>0.94</i>	<i>62.74</i>	<i>22.80</i>	<i>21.05</i>	<i>17.50</i>	<i>21.28</i>	
Aristotle Large Cap Value	1,005,912	3.40	3.44	10.13	67.85	14.86	16.20	12.82	12.82	04/01/2014
<i>Russell 1000 Value</i>			<i>5.88</i>	<i>11.25</i>	<i>56.09</i>	<i>10.96</i>	<i>11.74</i>	<i>9.40</i>	<i>9.39</i>	
Bahl Gaynor Income Growth	563,452	1.91	6.39	6.36	43.49	-	-	-	16.68	01/08/2019
<i>Russell 1000 Value</i>			<i>5.88</i>	<i>11.25</i>	<i>56.09</i>	<i>10.96</i>	<i>11.74</i>	<i>9.40</i>	<i>17.06</i>	
Russell 1000 Value	609,576	2.06	5.99	11.23	55.89	-	-	-	16.56	01/08/2019
<i>Russell 1000 Value</i>			<i>5.88</i>	<i>11.25</i>	<i>56.09</i>	<i>10.96</i>	<i>11.74</i>	<i>9.40</i>	<i>17.06</i>	
Delaware SMID Growth	608,804	2.06	-4.03	-2.66	113.30	-	-	-	46.55	01/08/2019
<i>Russell 2500 GR</i>			<i>-3.34</i>	<i>2.49</i>	<i>87.50</i>	<i>19.96</i>	<i>19.91</i>	<i>14.32</i>	<i>31.60</i>	
Silvercrest SMID CAP Value	648,269	2.19	6.12	14.45	75.02	-	-	-	17.10	01/08/2019
<i>Russell 2500 VL</i>			<i>4.96</i>	<i>16.83</i>	<i>87.47</i>	<i>10.88</i>	<i>12.15</i>	<i>8.70</i>	<i>18.70</i>	
International and EM Equities	4,685,479	15.86	-0.60	2.96	70.85	7.98	10.64	5.62	5.62	04/01/2014
<i>MSCI AC World ex US Net</i>			<i>1.26</i>	<i>3.49</i>	<i>49.41</i>	<i>6.56</i>	<i>9.76</i>	<i>5.26</i>	<i>5.26</i>	
Thornburg International Growth	1,823,597	6.17	-4.00	-3.90	53.47	-	-	-	18.51	02/27/2019
<i>MSCI AC World ex US Net</i>			<i>1.26</i>	<i>3.49</i>	<i>49.41</i>	<i>6.56</i>	<i>9.76</i>	<i>5.26</i>	<i>11.77</i>	
Oakmark International Value	2,276,141	7.70	2.31	9.01	84.91	3.52	6.91	3.06	5.36	06/01/2017
<i>MSCI AC World ex US Net</i>			<i>1.26</i>	<i>3.49</i>	<i>49.41</i>	<i>6.56</i>	<i>9.76</i>	<i>5.26</i>	<i>7.83</i>	

*The custom benchmark is an evolving benchmark that currently consists of 72% Barclays Int. Gov't Credit and 28% MSCI ACWI.

Cal Poly Pomona Foundation
Annualized Performance Summary
As of March 31, 2021

	Allocation		Performance(%)							
	Market Value (\$)	%	1 Month	Quarter To Date	1 Year	3 Years	5 Years	7 Years	Since Inception	Inception Date
iShares MSCI Emerging Markets Index <i>MSCI EM Net</i>	585,740	1.98	-0.57	3.69	62.16	5.61	11.48	4.63	6.91	01/01/2015
			-1.51	2.29	58.39	6.48	12.07	6.58	7.70	
Fixed Income	17,703,441	59.91	-0.41	-1.01	8.21	2.96	2.82	2.19	2.04	03/01/2013
Short-Term Portfolio Strategy <i>BC Gov/Cr Intm</i>	17,703,441	59.91	-0.41	-1.01	8.20	2.95	2.82	2.19	2.04	03/07/2013
			-0.78	-1.86	2.01	4.36	2.75	2.77	2.41	
Private Equity	2,113,542	7.15	0.00	-0.05	4.88	7.14	-	-	7.39	06/01/2017
Hamilton Lane <i>Cambridge Private Equity**</i>	2,113,542	7.15	0.00	-0.05	4.88	7.14	-	-	7.41	06/05/2017
			0.00	0.00	22.52	9.89	12.85	11.09	12.12	

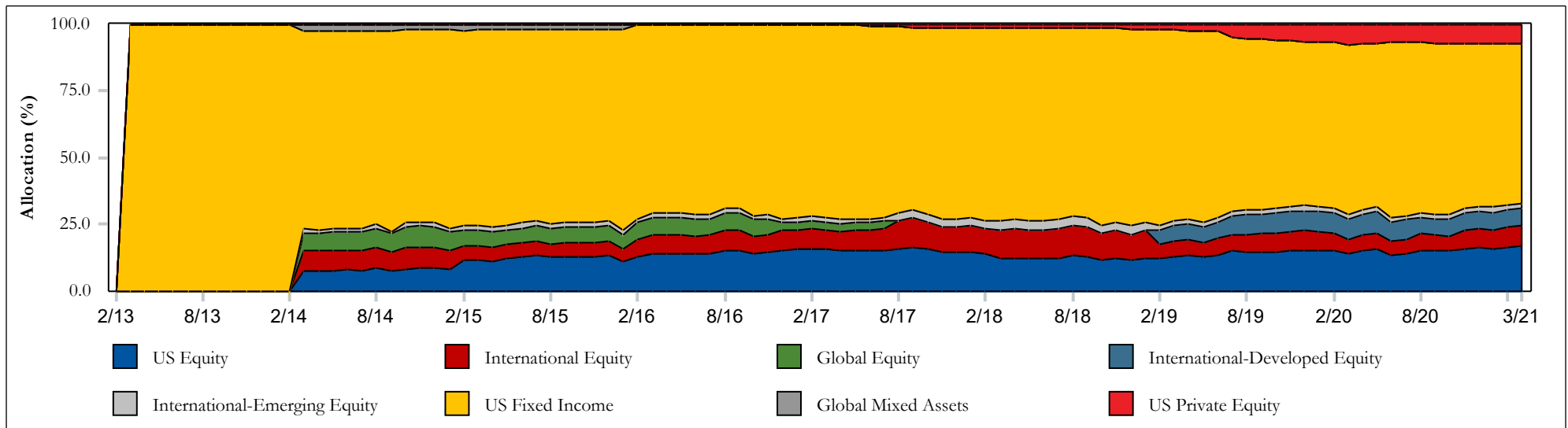
*The custom benchmark is an evolving benchmark that currently consists of 72% Barclays Int. Gov't Credit and 28% MSCI ACWI.

**Cal Poly Pomona Foundation
Performance and Asset Allocation History
As of March 31, 2021**

	QTD	Fiscal YTD	1 Year	3 Years	Fiscal Year 2017	Since Inception	Inception Date
General Investment Portfolio							03/01/2013
Beginning Market Value	29,320,310	26,276,486	23,901,780	59,155,002	43,243,289	24,301,287	
Net Contributions	3	1,603	2,506	-35,552,700	6,962,990	-6,383,929	
Gain/Loss	230,314	3,272,536	5,646,340	5,948,324	3,014,501	11,633,268	
Ending Market Value	29,550,626	29,550,626	29,550,626	29,550,626	53,220,780	29,550,626	

	QTD	Fiscal YTD	1 Year	3 Years	Since Inception	Inception Date
General Investment Portfolio	0.79	12.45	23.62	5.93	3.77	03/01/2013
Cal Poly Pomona GIP Custom Benchmark*	-0.08	7.20	14.99	6.81	4.08	03/01/2013

Asset Allocation Over Time



*The custom benchmark is an evolving benchmark that currently consists of 72% Barclays Int. Gov't Credit and 28% MSCI ACWI.

**Please see important disclosures at the end of the presentation.

All Accounts

ACCOUNT SUMMARY AS OF 3/31/2021

	Vintage Year	Capital Committed	Capital Called	Remaining Capital to be Called	Capital Distributions	Capital Balance	Multiple	IRR	Value Date
General Fund - 06									
Commonfund Real Estate									
Realty Investors 2004-12 (Tranche)	2005	\$1,500,000	\$1,500,000	\$0	(\$283,096)		0.2	-26.2%	
Total Commonfund Real Estate		\$1,500,000	\$1,500,000	\$0	(\$283,096)		0.2	-26.2%	
US Private Equity									
Private Equity Partners VII	2007	\$750,000	\$697,500	\$52,500	(\$1,115,659)	\$372,826	2.1	13.7%	9/30/2020
Total US Private Equity		\$750,000	\$697,500	\$52,500	(\$1,115,659)	\$372,826	2.1	13.7%	9/30/2020
Multi-Asset									
Capital Partners IV	2007	\$250,000	\$234,375	\$15,625	(\$332,559)	\$111,032	1.8	9.9%	9/30/2020
Total Multi-Asset		\$250,000	\$234,375	\$15,625	(\$332,559)	\$111,032	1.8	9.9%	9/30/2020
Total General Fund - 06		\$2,500,000	\$2,431,875	\$68,125	(\$1,731,314)	\$483,858	0.9	-1.4%	9/30/2020
Grand Total		\$2,500,000	\$2,431,875	\$68,125	(\$1,731,314)	\$483,858	0.9	-1.4%	9/30/2020

Explanatory Notes:

- Performance data is net of all fees and carried interest. Transaction flows and capital for these funds are included in the appropriate totals.
- Multiple, also referred to as TVPI, total value to invested capital net of the general partners and special limited partners (Capital Distributions + Capital Balance/Capital Distributions).
- Each partnership's net IRR (Internal Rate of Return) should be evaluated in light of information on such partnership's investment program, the risks associated therewith, and partnership performance as disclosed in the respective Offering Memorandum and Annual and Quarterly Reports. Return information calculated on a dollar-weighted (e.g., internal rate of return), since inception basis, which is standard for the private capital industry, rather than the time-weighted (e.g., annual or other period rate of return) basis. Comparison of returns calculated on a net IRR basis with returns on a time-weighted basis is not appropriate. There can be no assurance that unrealized investments ultimately will be realized at the valuations used in calculating net IRRs or Net Multiples or that the calculated net IRRs will be obtained. Actual realized returns will depend on, among other factors, future operating results, the value of assets and market conditions at the time of disposition, any related transaction costs and the timing and manner of sale.
- Capital Called and Capital Distributions are since inception through the report End Date.

Fund performance is depicted net of fees. Manager and strategy performance is net of sub-advisor management fees and gross of other Commonfund Fund expenses. Past performance is not indicative of future performance.

All Accounts

NON-MARKETABLE INVESTMENTS ROLL FORWARD FROM VALUE DATE TO 3/31/2021

Non-Marketable Fund	Incep. Date	Commitment	Valuation Date	Most Recent Valuation	Capital Calls since Valuation Date	Distributions since Valuation Date	Adjusted Market Value
Private Equity Partners VII	9/30/2007	\$750,000.00	9/30/2020	\$372,826.00	\$1,875.00	(\$52,151.00)	\$322,550.00
Capital Partners IV	9/30/2007	\$250,000.00	9/30/2020	\$111,032.00	\$0.00	(\$17,341.00)	\$93,691.00
Total Core Funds		\$1,000,000.00	9/30/2020	\$483,858.00	\$1,875.00	(\$69,492.00)	\$416,241.00
Non-Marketable Total		\$1,000,000.00	9/30/2020	\$483,858.00	\$1,875.00	(\$69,492.00)	\$416,241.00

Fund performance is depicted net of fees. Manager and strategy performance is net of sub-advisor management fees and gross of other Commonfund Fund expenses. Past performance is not indicative of future performance.

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Joanne Mathew
Director, Financial Services/CFO

Subject: **Financial Highlights for the third Quarter of Fiscal Year 2020-2021**

For the fiscal quarter ended March 2021, year-to-date (YTD) revenues of \$35.4 million are ahead of the approved forecast at 91% of what was expected. YTD expenses of \$36.3 million are as planned at 74% of the annual forecast for the year. The ending YTD deficit of \$900K is far better than expected at only 9% of the forecasted annual deficit that was approved by the Board in December.

The activity on campus with respect to instruction has continued to remain the same. Important developments that have had a significant impact on our financials include funding that we received from the CARES Act in the month of April of just over \$2.8 million, as well as revenues from the Vaccine Hub based on campus with an estimated period impact of \$600K. The residential population continues to remain far below expectations, although better than in previous quarters. The movement of Los Angeles County out of the purple tier with respect to the pandemic has produced some expectation and preparation for additional services to open on campus as the new fiscal year approaches.

In the meantime, Management continues to actively focus on expense reduction and cash management during this fiscal year. Total operating expenses at 74% of the forecast remain in line with the costs for the period and payroll expenses are 79% of the forecast for the year.

The team continues to actively pursue opportunities to bring in more revenue. Real Estate has stayed unaffected by the pandemic and is showing YTD surplus of \$1.76 million. The Bronco Bookstore is also showing strong performance with additional revenues recognized from Instant Access and is at a minimal YTD deficit of \$34K. Beyond these, this fiscal year has proved to be a strong year for investments with total income of \$3.2 million, 187% higher than the forecast.

The overall financial results continue to trend well ahead of the Board approved forecast which was projected to end at a deficit of \$10 million by year-end.



CAL POLY POMONA FOUNDATION, INC.

Statement of Activities

For period ending March 31, 2021

Description	REVENUES		EXPENSES - Payroll		EXPENSES - Others		EXPENSES - Total		SURPLUS/(DEFICIT)	
	FY 20-21 YTD	FY20-21	FY 20-21 YTD	FY20-21	FY 20-21 YTD	FY20-21	FY 20-21 YTD	FY20-21	FY 20-21 YTD	FY20-21
	Actual	Forecast	Actual	Forecast	Actual	Forecast	Actual	Forecast	Actual	Forecast
Enterprise Activities:										
Dining Services	4,592,904	1,438,339	1,750,806	2,063,516	3,104,156	3,156,134	4,854,962	5,219,650	(262,058)	(3,781,311)
BookStore	5,583,289	6,549,298	892,552	1,147,547	4,724,368	5,885,188	5,616,920	7,032,735	(33,631)	(483,437)
KW Conference Center	15,771	432,477	86,544	394,936	220,118	647,929	306,662	1,042,865	(290,891)	(610,388)
University Village	754,741	1,011,399	857,549	1,171,608	3,056,885	4,172,279	3,914,434	5,343,887	(3,159,693)	(4,332,488)
Real Estate/Building Rentals	4,683,157	5,381,141	156,588	143,241	2,762,834	3,506,949	2,919,422	3,650,189	1,763,735	1,730,952
TOTAL ENTERPRISE ACTIVITIES	15,629,862	14,812,654	3,744,039	4,920,848	13,868,361	17,368,479	17,612,400	22,289,326	(1,982,538)	(7,476,672)
Designated Funds	2,068		0		167,709	269,180	167,709	269,180	(165,641)	(269,180)
Other Activities:										
Research Office	966,852	1,421,318	48,813	131,038	898,039	1,270,280	946,852	1,401,318	20,000	20,000
Agriculture	2,156,356	2,763,582	867,033	1,130,684	1,425,579	1,875,070	2,292,612	3,005,754	(136,256)	(242,172)
Continuing Education	872,741	1,194,015	866,191	1,229,180	141,050	404,187	1,007,241	1,633,367	(134,500)	(439,352)
Foundation Programs	1,571,860	2,400,000	528,278	0	818,967	2,400,000	1,347,245	2,400,000	224,615	0
TOTAL OTHER ACTIVITIES	5,567,809	7,778,915	2,310,315	2,490,902	3,283,635	5,949,537	5,593,950	8,440,439	(26,141)	(661,524)
OPERATING SURPLUS DEFICIT	21,199,739	22,591,569	6,054,354	7,411,750	17,319,705	23,587,196	23,374,059	30,998,945	(2,174,320)	(8,407,376)
Investments-General Portfolio	3,249,770	1,769,451		0	50,624	62,777	50,624	62,777	3,199,146	1,706,674
Administration	1,652,769	1,366,023	2,798,223	3,735,694	543,455	978,618	3,341,678	4,714,312	(1,688,909)	(3,348,289)
UNRESTRICTED SURPLUS (DEFICIT)	26,102,278	25,727,044	8,852,577	11,147,444	17,913,784	24,628,591	26,766,361	35,776,035	(664,083)	(10,048,991)
Grants and Contracts	9,297,602	13,242,998			9,297,602	13,242,998	9,297,602	13,242,998		0
Transfers to the University					235,010	0	235,010	0	(235,010)	0
TOTAL FOUNDATION NET	35,399,880	38,970,042	8,852,577	11,147,444	27,446,396	37,871,589	36,298,973	49,019,033	(899,093)	(10,048,991)

Cal Poly Pomona Foundation, Inc.
Fund Balance and Net Position
As of Mar 31, 2021

Current Assets	Unrestricted
Cash	1,724,447
Investments	30,329,310
Receivables	10,869,149
Inventories	2,344,041
Prepaid	101,988
Due to/from	(10,790,916)
	-1,531,858
Current Assets	33,046,161

Current Liabilities	Unrestricted
Accounts Payable	3,318,484
Accrued Liabilities	1,392,888
Deferred Income	1,113,455
Current Liabilities	5,824,827

Total Fund Balance	Unrestricted
Net Assets Beginning	25,738,237
Net Change in Position	(914,878)
Fund Balances	24,823,359

Liquidity Ratio	CPPF	Benchmark
Current Ratio	5.67	1.5-3
Quick Ratio	5.27	>=1
Absolute liquidity ratio	5.50	>0.5

Available Resources	
Unrestricted current assets	\$33,046,161
Less Inventory	(\$2,344,041)
Less Current Liabilities	(\$5,824,827)
Total Available Resources at Month End Dec 2020	\$24,877,293
Total operating deficit (as of month end 03/21)	(914,878)
FY 2020-2021 Reforecasted deficit	(\$2,479,437)

Total unrestricted funds available (July 2021)	\$23,312,735
---	---------------------

Notes

- *Foundation's total fund balance as of 03/31/21 is \$37.6M, which has decreased by \$0.9M since 6/30/2020.
- *The FMV of the General Investment Portfolio is \$30.0M, 95% of investments are mutual funds & equities (highly liquid)
- *VEBA trust has the investments with the FMV of \$11.6M, \$1.5M was withdrawn in December 2020

Current Ratio = $\frac{\text{Current Assets}}{\text{Current Liabilities}}$
Quick Ratio = $\frac{(\text{Current Assets} - \text{Inventory})}{\text{Current Liabilities}}$
Absolute liquidity ratio = $\frac{(\text{Cash} + \text{Marketable Securities})}{\text{Current Liabilities}}$

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Randy Wallace Jr.
Associate Director, Real Estate

Subject: Faculty/ Staff Housing Update

Background

The faculty/staff affordable housing program was designed to offer CPP faculty/staff affordable options in the high-priced Los Angeles County region. Since its launch in 2004, we have acquired 34 townhomes in a community known as Fair Oaks Walk and 19 Single Family homes in the community adjacent to campus known as the Kellogg Tract.

While 2020 started off strong for the program, the pandemic brought new uncertainty. Between March and July, we shifted our focus and limited the number of homes purchase back directly from homeowners. The new direction involved doing more direct seller to buyer transactions to help preserve cashflow for Foundation operations. Prior to COVID-19, we would typically purchase homes back from sellers and then resale the homes directly to buyers after completing any needed rehab. The Foundation facilitated 3 transactions where the units were sold directly from seller to buyer. The 3rd and 4th quarters of 2020 saw a shortage of housing due to limited supply of listed homes on the market. Subsequently, the Foundation once again began purchasing back homes and reselling those to interested faculty/staff. The Foundation sold 5 units direct to faculty/staff using this method. All of this was done at a substantial savings to CPP faculty/staff (see chart below).

	Median Sold Price		
	20-Nov	19-Nov	YOY Price Change
Pomona SFR	\$490,000	\$435,000	12.64%
CPP SFR	\$395,000	\$360,000	9.72%
Pomona Townhomes	\$460,000	\$415,000	10.84%
CPP Townhomes	\$370,000	\$355,000	4.23%

*Pomona home sales provided by Inland Valley Association of Realtors

The Real Estate department also began working with the University Village to offer some of their available units to faculty/staff. This partnership has proven to be a valuable resource even in this time of remote instruction. There are currently 4 faculty and 2 staff living at the Village with a couple more faculty/staff scheduled to move in by March. The prices are attractive, utilities are included, and no credit check or security deposit is required (not typical in most areas). The University Village and Foundation Dining Services also provides meal service should a faculty or staff resident be placed in quarantine or isolation. This includes free delivery for up to three meals a day. Even without these added benefits, prices are well below market rates (see chart below).

	Local Apartment Rents			
	December 2020	Bed, bath	Square feet	Proximity to campus
University Village	\$1,614	2 bed, 2 bath	850	0 miles
Olive Ridge Resort	\$1,695	2 bed, 1 bath	874	3 miles
The Eaves	\$2,052	2 bed 1 bath	1,008	3 miles
777 Place Pomona	\$2,198	2 bed, 2 bath	912	6.5 miles

information provided by apartments.com



CAL POLY POMONA FOUNDATION, INC.

2021-2022 Yearly Board of Directors Meeting Schedule

- Meeting 390 Thursday September 23, 2021 2:00-4:00pm Zoom & In-person
- Meeting 391 Thursday December 9, 2021 2:00-4:00pm Zoom & In-person
- Meeting 392 Thursday February 24, 2022 2:00-4:00pm In-person & Zoom
- Meeting 393 Thursday May 26, 2022 2:00-4:00pm In-person & Zoom

Advance notice will be given to Committee Members prior to a meeting.

List of committees

Finance & Investment Committee

Personnel Committee

Program Committee

Audit Committee

Nominating Committee

Executive Committee

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Jared Ceja
Executive Director/CEO

Subject: Re-Election of Board Member

Per Article V of the Bylaws, the maximum authorized number of voting Directors of the Board shall be twenty-four (24). There are nine (9) Designated Directors appointed by virtue of the position they hold at the University: University President, Vice President for Academic Affairs, Vice President for Student Affairs, Vice President for Advancement, Vice President for Administrative Affairs, Vice President for instructional & Information Technology, Chair of the Academic Senate, Chair of Staff Council and the President of the Associated Students, Inc.

There are fifteen (15) elected Directors with terms and nominations as follows:

- a) one (1) Dean Director – three (3) year term (nominated by the Deans Action Council);
- b) two (2) Faculty Directors – three (3) year term (nominated by the Academic Senate);
- c) five (5) At Large Directors – two (2) year term (nominated by the University President);
- d) three (3) Community Directors - three (3) year term (nominated by the University President);
- e) two (2) Staff Directors - three (3) year term (nominated by the Staff Council); and
- f) two (2) Student Directors - two (2) year term (nominated by the Associated Students Senate).

Erica Frausto's two (2) year term as an At-Large Director ends on June 30, 2021. Erica has agreed to serve once again as an At-Large Director for a term of two years ending July 1, 2021.

Nominee for At-Large Director:

Ms. Erica Frausto – Executive Director, American Red Cross

BE IT RESOLVED: The Board of Directors approves the re-election of Ms. Erica Frausto as the At-Large Director for a period of two (2) years beginning July 1, 2021.

PASSED AND ADOPTED THIS 11th DAY OF MAY 2021.

By: 

Dr. Lea Dopson
Secretary/Treasurer
Foundation Board of Directors

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Joanne Mathew
Director of Financial Services/CFO

Subject: **Liquidity Access Line Renewal**

Management received approval to enter into liquidity access line agreements with Wells Fargo bank at \$8 million for 19/20 and \$6 million for 20/21. The line acts as a source to reduce the fluctuations that occur due to the cyclical nature of operating on a university campus. It also helps limit the need to utilize cash that would otherwise earn market gains as part of the investment portfolio.

This year's agreement is for a period of 364 days and is set to expire June 25, 2021. Management is requesting authorization to finalize renewal of the line with Wells Fargo Bank and subsequently enter into a credit agreement with the bank through June 24, 2022. Management will be presenting the corporate Resolution and Certificate of Incumbency Borrower to Wells Fargo for the purpose. The current line is for a maximum of \$6 million with legal fees on renewal of \$7,500. The line currently bears interest at a fluctuating rate of 1.50% plus LIBOR. Terms for the new line are expected to be similar. Management will be in discussions with Finance and Treasury at the Chancellor's Office during the process.

PROPOSED ACTION:

The Finance & Investment Committee and Management recommend the Board of Directors approves an extension of the liquidity access line through June 24, 2022 based upon final pricing to be negotiated with Wells Fargo Bank.

BE IT RESOLVED, that the Board of Directors approves Management to negotiate and renew the current Liquidity Access Line and enter into a Credit Agreement with Wells Fargo Bank through June 24, 2022 per the terms and conditions of such agreement.

BE IT FURTHER RESOLVED, that upon approval of the resolution by the Board of Directors, Management is authorized and directed to take any and all action as may be necessary to effectuate this Resolution.

PASSED AND ADOPTED THIS 11th DAY OF MAY 2021.



Dr. Lea Dopson, Secretary/Treasurer
Board of Directors

**CORPORATE RESOLUTIONS
AND
CERTIFICATE OF INCUMBENCY BORROWER**

TO: WELLS FARGO BANK, NATIONAL ASSOCIATION (“Bank”):

I, Dr. Lea Dopson, the Secretary/Treasurer of CAL POLY POMONA FOUNDATION, INC., a corporation created and existing under the laws of California, do hereby certify and declare that:

The following **Part A** is a full, true and correct copy of the most recent of the resolutions relating to the borrowing from Bank duly passed and adopted by the Board of Directors of said corporation, by written consent of all Directors of said corporation or at a meeting of said Board duly and regularly called, noticed and held on each of February 26, 2019, May 14, 2019, June 25, 2020, and May 11, 2021 at which meeting a quorum of the Board of Directors was present and voted in favor of said resolutions; that said resolutions are now in full force and effect; that there is no provision in the Articles of Incorporation or Code of Regulations, as applicable, or Bylaws of said corporation, limiting the power of the Board of Directors of said corporation to pass the resolutions in **Part A** and that such resolutions are in conformity with the provisions of such Articles of Incorporation or Code of Regulations, as applicable, and Bylaws; is required with respect to the matters that are the subject of the resolutions in **Part A**.

Each of the persons shown in the following **Part B**: (a) are duly elected officers of this corporation and presently hold the titles specified therein; (b) said officers are authorized to act on behalf of this corporation in transactions with Bank; and (c) the signature opposite each officer's name is his or her true signature. If any of the officers named below change, or if, at any time, any of said officers are no longer authorized to act on behalf of this corporation in transactions with Bank, this corporation shall immediately provide to Bank a new Certificate of Incumbency. Bank is hereby authorized to rely on this Certificate of Incumbency until a new Certificate of Incumbency certified by the Secretary or other authorized officer of this corporation is received by Bank.

IN WITNESS WHEREOF, I have hereunto set my hand, and if required by Bank affixed the corporate seal of said corporation, as of the date hereof.

By: _____

Title: Secretary/Treasurer

Date: _____

PART A: RESOLUTIONS

RESOLVED: that any one of the following officers (*use titles only*):

CHAIR, VICE-CHAIR, SECRETARY/TREASURER, DIRECTOR OF FINANCIAL SERVICES/CHIEF FINANCIAL OFFICER, EXECUTIVE DIRECTOR/CHIEF EXECUTIVE OFFICER

(collectively, the "Authorized Officers") of this corporation are hereby authorized and empowered for and on behalf of and in the name of this corporation and as its corporate act and deed to take the actions authorized by the resolutions set forth below.

BORROWING

BE IT FURTHER RESOLVED that this corporation proposes to obtain credit from time to time, or has obtained credit, from Bank.

BE IT FURTHER RESOLVED, that the Authorized Officers are hereby authorized and empowered for and on behalf of and in the name of this corporation and as its corporate act and deed:

- (a) To borrow money from Bank, in such form and on such terms and conditions as shall be agreed upon by those authorized above and Bank, and to sign and deliver to Bank such promissory notes, contracts, instruments, and other evidences of indebtedness for money borrowed or advanced as Bank shall require and to execute and deliver to Bank such other related documents as Bank shall require; such promissory notes, contracts, instruments, or other evidences of indebtedness may provide that advances be requested by telephone communication and by any officer, employee or agent of this corporation so long as the advances are deposited into any deposit account of this corporation with Bank; this corporation shall be bound to Bank by, and Bank may rely upon, any communication or act, including telephone communications, purporting to be done by any officer, employee or agent of this corporation provided that Bank believes, in good faith, that the same is done by such person.
- (b) To perform all acts and to execute and deliver all documents described above and all other contracts and instruments that Bank deems necessary or convenient to accomplish the purposes of this resolution including without limitation, any modifications, renewals and/or extensions of any of this corporation's obligations to Bank, however evidenced.
- (c) To enter into an Amendment to the Credit Agreement and such other documents related thereto, as needed per the terms and conditions of such Amendment.

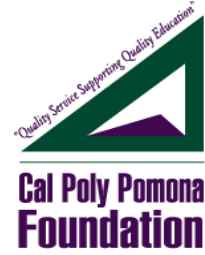
GENERAL

BE IT FURTHER RESOLVED, that the authority hereby conferred is in addition to that conferred by any other resolution heretofore or hereafter delivered by this corporation to Bank and shall continue in full force and effect until Bank shall have received notice in writing, certified by the Secretary/Treasurer of this corporation, of the revocation hereof by a resolution duly adopted by the Board of Directors of this corporation. Any such revocation shall be effective only as to credit that is extended or committed by Bank, or actions that are taken by this corporation pursuant to the resolutions contained herein, subsequent to Bank's receipt of such notice. The authority hereby conferred shall be deemed retroactive, and any and all acts authorized herein that were performed prior to the passage of this resolution are hereby approved and ratified.

PART B: CERTIFICATE OF INCUMBENCY INCUMBENT TITLES, NAMES AND SIGNATURES

<u>Title</u>	<u>Name</u>	<u>Signature</u>
CHAIR	DR. SORAYA M. COLEY	
VICE-CHAIR	MR. DANIEL MONTPLAISIR	
SECRETARY/TREASURER	DR. LEA DOPSON	
DIRECTOR, FINANCIAL SERVICES/CFO	MS. JOANNE MATHEW	
EXECUTIVE DIRECTOR/CEO	MR. JARED G. CEJA	

Memorandum



Date: May 11, 2021

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Jared Ceja
Executive Director/CEO

Subject: **Foundation Operating & Capital Budget Summary 2021-2022**

WHEREAS, Pursuant to the provisions of the *Compliance Guide for California State University Auxiliary Organizations Section 11.7*, the Foundation's proposed operating budgets include: Enterprise Activities (Bookstore, Dining Services, Kellogg West, Foundation Housing); Supplemental Programs (Research Office, Agriculture Units, Continuing Education, Unrestricted Programs); Designated Gifts, Reserves; General Activities (Real Estate & Investments, Administration) and Capital Budget. The Board accomplishes its role in the process by reviewing and approving the annual operating and capital budgets before the start of each fiscal year. Necessary changes to the approved budgets may be made by the Board as the fiscal year progresses, and

WHEREAS, Budget Process Policy No. 118, provides that Administration/Management will present annually the operating and capital proposed budgets, and supporting detailed schedules and information to the Board of Directors; and

WHEREAS, the budget includes CALPERS contributions of \$1,290,174 (Normal Cost) to all three plans; \$827,613 (Required Minimum Cost) to all three plans; an educational reimbursement for \$75,000, no wage adjustment for eligible employees; provide a designated gift of \$250,000; provide a range of meal plans from 140 to 220 plus 630 meal points per semester and no increase in the Board rates for students living in the resident halls; provide 70 meals including 750 meal points per semester for students living in the Suites; no increase in license fee rates for students living at University Village Housing; provide no increase to the Foundation's portion of health insurance premiums; provide a parking subsidy of \$90,000; no additional contribution during the year to the VEBA Trust for post-employment medical benefits.

WHEREAS, the Finance & Investment Committee has reviewed, discussed, and recommended Board approval of the proposed operating budgets, capital budgets, and designated gifts, and

WHEREAS, the Board of Directors has reviewed and discussed the proposed operating budgets, capital budgets, and designated gifts pursuant to Budget Process Policy No. 118.

THEREFORE BE IT RESOLVED, the Board of Directors approves the Proposed Operating and Capital Budgets for fiscal year 2021-22 for Enterprise Activities, Supplemental Programs, and Designated Gifts, General Activities, and Reserves.

Passed and adopted this 11th day of MAY 2021.

By: _____
Dr. Lea Dopson, Secretary/Treasurer
Board of Directors

BUDGET ASSUMPTIONS

- ▶ Enrollment +1% versus fall 2020 and spring 2021
 - ▶ Academic Year 2021: 28,950
 - ▶ Fall 2021: 29,445
 - ▶ Spring 2022: 28,054
- ▶ UHS occupancy at 50% (1,400 beds)
- ▶ Village occupancy at 50% (620 beds) in the Fall, increase to 70% (886) in the Spring session with continuation of small meal plans.
- ▶ Fall on-campus foot traffic at 35% of enrollment. Spring on-campus foot traffic at 65% of enrollment.
- ▶ Events that were cancelled due to Covid-19 may be held again if they occur after September 2021. Fewer events will likely occur than in an average year.
- ▶ Overall inflation for general expenses is proposed to increase an average of 1.0%.
- ▶ Limited conference travel budgets with a higher proportion of virtual professional development.
- ▶ Although furloughs are not scheduled to end until July 26th, budget for full assignments starting July 1st.
- ▶ The California minimum wage will increase from \$14.00 per hour to \$15.00 per hour, effective January 1, 2022 and exempt employees must earn at least twice the minimum wage or \$30 per hour.

2021-2022 PROPOSED BUDGET

	REVENUE	COST OF SALES	OPERATING EXPENDITURES	LABOR	SURPLUS / (DEFICIT)
ENTERPRISE ACTIVITIES:					
DINING SERVICES	12,811,725	3,492,661	4,831,423	4,497,036	(9,395)
BRONCO BOOKSTORE	8,077,063	6,064,936	685,699	1,313,323	13,105
UNIVERSITY VILLAGE	6,246,054	-	4,331,295	1,557,315	357,444
KW CONFERENCE CENTER & HOTEL	1,176,140	-	620,191	738,507	(182,558)
REAL ESTATE	6,420,824	-	4,396,941	205,358	1,818,525
TOTAL ENTERPRISE ACTIVITIES	34,731,806	9,557,597	14,865,549	8,311,539	1,997,121
SUPPLEMENTAL PROGRAMS:					
CONTINUING EDUCATION	1,331,715	-	636,127	1,050,766	(355,178)
AGRICULTURE UNITS	3,287,745	675,880	1,357,580	1,259,332	(5,047)
RESEARCH OFFICE	1,387,085	-	1,249,882	117,203	20,000
FOUNDATION PROGRAMS	2,053,848	-	2,053,848	-	-
TOTAL SUPPLEMENTAL	8,060,393	675,880	5,297,437	2,427,301	(340,225)
INVESTMENTS	1,811,154	-	147,760	-	1,663,394
ADMINISTRATION OVERHEAD	3,192,566	-	1,134,846	4,732,440	(2,674,720)
DESIGNATED GIFTS	-	-	250,000	-	(250,000)
TOTAL FOUNDATION	47,795,919	10,233,477	21,695,592	15,471,280	395,570

BUDGET PRESENTATION 2021-2022

	REVENUE			EXPENDITURES			NET SURPLUS/(DEFICIT)		
	Approved	Current	Proposed	Approved	Current	Proposed	Approved	Current	Proposed
	Budget	Forecast	Budget	Budget	Forecast	Budget	Budget	Forecast	Budget
	2020-2021	2020-2021	2021-2022	2020-2021	2020-2021	2021-2022	2020-2021	2020-2021	2021-2022
ENTERPRISE ACTIVITIES:									
BOOKSTORE	7,965,470	7,965,602	8,077,063	7,900,401	7,784,744	8,063,958	65,069	180,858	13,105
DINING SERVICES	12,644,092	5,589,833	12,811,725	13,249,074	6,284,424	12,821,119	(604,982)	(694,591)	(9,394)
KW CONFERENCE CENTER	1,160,950	15,771	1,176,140	1,171,840	421,625	1,358,698	(10,890)	(405,854)	(182,558)
UNIVERSITY VILLAGE	6,785,048	824,426	6,246,054	5,975,312	5,181,610	5,888,611	809,736	(4,357,184)	357,443
REAL ESTATE	4,825,242	5,505,594	6,420,824	3,379,140	3,994,006	4,602,299	1,446,102	1,511,588	1,818,525
TOTAL ENTERPRISE	33,380,802	19,901,226	34,731,806	31,675,767	23,666,409	32,734,685	1,705,035	(3,765,183)	1,997,121
DESIGNATED GIFTS - University	0	0	0	262,091	269,180	250,000	(262,091)	(269,180)	(250,000)
SUPPLEMENTAL PROGRAMS:									
RESEARCH OFFICE	1,421,318	1,225,530	1,387,085	1,401,318	1,205,530	1,367,085	20,000	20,000	20,000
AGRICULTURE UNITS	3,439,646	2,787,047	3,287,745	3,436,049	3,010,184	3,292,792	3,597	(223,137)	(5,047)
CONTINUING EDUCATION	2,084,340	1,077,240	1,331,715	2,834,675	1,324,509	1,686,893	(750,335)	(247,269)	(355,178)
FOUNDATION PROGRAMS	1,995,516	2,398,320	2,053,848	1,995,516	1,787,095	2,053,848	0	611,225	0
TOTAL SUPPLEMENTAL	8,940,820	7,488,137	8,060,393	9,667,558	7,327,318	8,400,618	(726,738)	160,819	(340,225)
INVESTMENTS	835,530	3,339,717	1,811,154	63,852	73,893	147,760	771,678	3,265,824	1,663,394
ADMINISTRATION	3,275,469	2,527,994	3,192,566	5,286,537	4,399,711	5,867,286	(2,011,068)	(1,871,717)	(2,674,720)
TOTAL	46,432,621	33,257,074	47,795,919	46,955,805	35,736,511	47,400,349	(523,184)	(2,479,437)	395,570

2021-2022 PROPOSED CAPITAL BUDGET

RESERVES	DIVISION	Prior Years Remaining	Proposed 2021-2022	Description
ENTERPRISE ACTIVITIES				
Kellogg West Conf. Center & Hotel				
	Kellogg West Conference Center & Hotel	-	80,000	Repairs and upgrades to Rooms, Public areas activities related to returning from Covid-19 shut down
	Total Kellogg West Conf. Center & Hotel	-	80,000	
Bronco Bookstore				
	Bookstore	64,355	-	HVAC replacement needed, existing has exceeded life expectancy.
	Total Bronco Bookstore	64,355	-	
University Village				
	University Village	-	35,585	Replace carpet and tile due to damage/wear and tear. For replacement, upgrading from carpet/tile to vinyl flooring, which is more sustainable, easier to clean and repair.
	University Village		8,674	Phase III toilets have been discontinued. We have already begun replacement on an individual basis, as current toilets break down.
	University Village		17,842	Phase II HVAC replacement began in 2016 with the need to replace aging furnaces and the discontinuation of the refrigerant R-22.
	Total University Village	-	62,101	
Dining Services				
	Poly Trolley		85,000	Poly Trolley truck replacement
	CCMP Overhead	50,000		Repairs and upgrades to common areas, flooring, bathroom and items related to returning from Covid-19 shut down (Carryover 2019-20)
	Taco Bell		25,000	Conversion of Taco Bell to Learning Laboratory partnership with CCHM
	Poly Fresh	40,000	45,000	Replace 4 open aired coolers and 1 Freezer \$40,000, implement frictionless checkout (Zippin) \$45,000
60,000	Centerpointe	60,000		Upgrade to dishwashing area to improve efficiency, safety, and sanitation
30,000	Centerpointe	-	30,000	Development of and conversion to Chicken Concept
	Dining Administration	-	49,000	C-Store Conversion to Clover POS \$39,000 (Annual fee savings of \$10k) Implementation of robotic robot delivery program \$10,000
	Total Dining Services	150,000	234,000	
ADMINISTRATION				
Human Resources				
	Total Human Resources	-	40,000	Expand area for additional staffing (2021-22)
Executive Administration				
	Executive Administration		50,000	Select door, window, and flooring upgrades to rectify leaks and safety issues (2021-22)
	Executive Administration		15,000	Roof sealing for building 55 (2021-22)
	Total Executive Administration	-	65,000	

Information Technology				
	IT/MIS	-	20,000	UKG Workforce Ready - Updates of SAAS system to stay current with features, functionality, and security. (2019-20 Carryover)
	IT/MIS	15,000		Migration to POD IAAS - Hardware migration expenses related to moving equipment from b55 to new POD co-location facility. Including spare hardware, and peripheral equipment.(2019-20 Carryover)
	IT/MIS	10,000	-	Ricoh Document Mall Phase II - Implementation of advanced workflow automation for contract management and retention policy implementation. (2019-20 Carryover)
	IT/MIS	20,000	80,000	Odyssey Migration to CS Gold - Migration of Bronco Card services from the Odyssey server to the CS Gold server.
	IT/MIS	-	35,000	Financial System Improvements - The extension of OneSolution to version 18, and ongoing workflow development for vendor data records, project agreements, and Foundation Programs. Complete CDD to Cognos reports conversion
	Total Information Technology	45,000	135,000	
Real Estate Activities				
	Bldg. 97	10,000	-	Entrance door replacement
	Bldg. 66	-	34,123	Roof was previously re-coated about 11-12 years ago, this process should occur every 10 years. Need to be re-coat to seal any openings to extend life.
	Bldg. 66	64,355		HVAC replacement needed, existing has exceeded life expectancy.
	CTTI Buildings	15,000		Carpet replacement - tenant (2020-21 carryover)
	Total Real Estate Activities	89,355	34,123	
COLLEGE OF EXTENDED UNIVERSITY				
	CEU	16,000	59,000	Conversion of CEU Classrooms 104/105 - Bldg. 220A to HyFlex technology - due to COVID-19 pandemic. Expand instructional services to meet student needs.
	Total College of Extended University	16,000	59,000	

90,000	Prior Years and Proposed Capital Budget	364,710	709,224
Total Prior Years and Proposed Capital Budget			1,073,934
	Capital Funding from Reserves		(90,000)
	Capital Funding from Operations		983,934