HUMBOLDT STATE UNIVERSITY CENTER
BOARD OF DIRECTORS

Regular Meeting on Tuesday, September 15, 2026
Zoom Meeting ID: 8686288429
Zoom Link: https://humboldtstate.zoom.us/j/8686288429?omn=87337828430
5:15 p.m.

The Humboldt State University Center Board of Directors met on the above date online via Zoom. In the absence of Board Chair Riley Hemenover, UC Board Secretary/Treasurer Sarah Long called the meeting to order at 5:15 p.m.

Directors Present: Riley Hemenover (arrived during the Special Presentation), Peggy Metzger, Sarah Long, Myla Jones, Deidre Pike, Brandon McMillin

Directors Absent: None

Others Present: Samantha Puentes, Amanda Moore, Alise Horsley, Wendy Sotomayor, Jeff Koetter

MINUTES

SUBJECT: **Approval of Agenda**

MOTION: It was moved by Deidre Pike and seconded by Brandon McMillin to approve the Agenda.

ACTION: The motion was approved unanimously.

SUBJECT: **Approval of Minutes**

Brandon McMillin requested that the spelling of his last name be corrected in the April 21, 2026 minutes.

MOTION: It was moved by Brandon McMillin and seconded by Peggy Metzger to approve the Minutes of the April 21, 2026 Board Meeting as amended.

ACTION: The motion was approved unanimously.

SUBJECT: **2026-27 Board Membership Update**

The Board reviewed the 2026–2027 membership roster, and the Board members present introduced themselves and identified the positions they represent.

- Peggy Metzger, University President's Designee, ex officio

- Sarah Long, University Controller, ex officio
- Riley Hemenover, AS President's Designee, ex officio
- Myla Jones, RHA President's Designee, ex officio
- Deidre Pike, Faculty Representative
- Brandon McMillin, Community Representative

The GSAC Advisory Committee Representative position remains vacant. No action was taken.

SUBJECT: **Reappointment of Faculty Representative**

MOTION: It was moved by Peggy Metzger and seconded by Brandon McMillin to reappoint Deidre Pike as Faculty Representative to the University Center Board of Directors for a two-year term.

ACTION: The motion was approved unanimously.

The Board moved to the time-certain Special Presentation, taking the item out of agenda order.

SUBJECT: **Special Presentation**

2025-2026 Independent Audit Report

Amanda Moore and Alise Horsley of Baker Tilly (formerly Moss Adams) presented the 2025–2026 Independent Audit Report. Moore reviewed the scope of services, areas of audit emphasis, and audit conclusions. She reported that Baker Tilly expected to issue an unmodified opinion on the financial statements and that the audit identified no reportable internal control findings.

Alise Horsley summarized the Communication with Those Charged with Governance, including the implementation of GASB 103 and GASB 104. The auditors reported no significant unusual transactions, difficulties, disagreements, findings, or uncorrected misstatements.

Riley Hemenover joined the meeting near the conclusion of the Special Presentation and assumed the presiding role before action was taken on the audit report.

MOTION: It was moved by Deidre Pike and seconded by Brandon McMillin to accept the 2025–2026 Audited Financial Report as presented.

ACTION: The motion was approved unanimously.

Following acceptance of the 2025–2026 Independent Audit Report, the Board returned to Item VI, Election of Officers.

SUBJECT: **Election of Officers**

The Executive Director reviewed the responsibilities of the Chair and Vice Chair. The Chair presides over Board meetings and works with the Executive Director to plan and facilitate meetings. The Vice Chair presides in the Chair's absence.

Chair Hemenover opened nominations for Board Chair. Sarah Long nominated Riley Hemenover, who accepted the nomination. There were no additional nominations, and nominations were closed.

ACTION: Following a voice vote, Riley Hemenover was elected Board Chair for 2026–2027.

Chair Hemenover opened nominations for Vice Chair. Sarah Long nominated Myla Jones, who accepted the nomination. There were no additional nominations, and nominations were closed.

ACTION: Following a voice vote, Myla Jones was elected Vice Chair for 2026–2027.

The University Center Bylaws provide that the University Controller serves as Secretary/Treasurer. University Controller Sarah Long will continue to serve in this ex officio capacity.

SUBJECT: **Public Comment**
There were no public comments.

SUBJECT: **Chair's Report**

Chair Hemenover stated that she had no report and expressed that she was pleased to return for the coming year.

SUBJECT: **Executive Director's Report - Wendy Sotomayor, reporting**

The Executive Director provided updates on the following:

- **Board Membership and Administrative Support:**
  The Executive Director clarified that directors serving by virtue of an ex officio position do not require formal seating by the Board. Faculty and community representatives are seated through Board action. She also introduced Jeff Koetter as the new office coordinator who will support Board administration, including agenda materials, minutes, and website updates.
- **Conflict of Interest Disclosures:**
  The Executive Director thanked Board members for promptly completing their Conflict of Interest forms and confirmed that all forms had been received.
- **Legal Orientation:**
  Legal counsel Randy Erickson will provide a Board member orientation at the next

scheduled meeting. The presentation will address Board member roles and responsibilities, open-meeting requirements, and related governance responsibilities.

- **2026–2027 Board Meeting Calendar:**
  The Executive Director noted that a proposed change to the February meeting date would be considered under New Business. The request was prompted by anticipated travel that could affect her attendance. She also reported that the current operating agreement provides greater flexibility regarding the timing of annual budget approval.

SUBJECT: **Old Business - None**
There was no old business to report.

SUBJECT: **New Business**

SUBJECT: Voluntary Employees' Beneficiary Association (VEBA) Trust Update

Executive Director Wendy Sotomayor provided an update on the VEBA Trust, which is used to fund retiree health benefits. The most recent actuarial valuation reported approximately $3.47 million in retiree health liabilities and approximately $4.87 million in VEBA assets as of June 30, 2025, representing an estimated funded position of approximately 140%.

Approximately $288,000 was withdrawn during fiscal year 2025–2026 to cover retiree health costs. After the withdrawal, the Trust ended the fiscal year with a market value of approximately $5.29 million. The Executive Director emphasized that VEBA funds are restricted to retiree health obligations and cannot be used for pension or other operating purposes. No action was taken.

SUBJECT: 2027 Employer Health Insurance Contribution: CalPERS Resolution #71 - Fixing the Employer Contribution at an Equal Amount for Employees & Annuitants Under the Public Employees' Medical and Hospital Care Act

Executive Director Wendy Sotomayor presented CalPERS Resolution No. 71, which updates the University Center's maximum monthly health contributions for 2027 to $1,193 for employee/annuitant only, $2,296 for employee/annuitant plus one, and $2,867 for employee/annuitant plus two or more. The resolution continues the Board's established direction to match CSU contribution levels and does not establish a new benefit or change in policy.

The Board discussed the long-term financial effect of the contribution levels. Management explained that retiree health costs are reimbursed from the VEBA Trust rather than the operating budget and that the Trust's funded position will continue to be monitored annually. Staff recommended adoption of Resolution No. 71.

MOTION: It was moved by Deidre Pike and seconded by Peggy Metzger to adopt CalPERS Resolution No. 71 as presented.

ACTION: The motion was approved unanimously.

SUBJECT: CalPERS Annual Valuation Report as of June 30, 2025

Executive Director Wendy Sotomayor provided an overview of the CalPERS Annual Valuation Report. She reported that the pension plan's funded position improved from approximately 80% to 83% and that the University Center's remaining obligation decreased from approximately $4.4 million to $3.6 million. The required annual payment is projected to decrease from approximately $460,000 in July 2026 to $376,000 in July 2027.

The University Center no longer has active employees participating in the plan, and its remaining obligations relate to former employees and retirees. Management and the Finance Committee continue to monitor the plan and develop strategies for meeting future obligations while preserving invested principal.

The Board also discussed the financial implications of potential plan termination and the need to maintain CalPERS participation as the mechanism through which eligible retirees receive health benefits funded by the VEBA Trust. No action was taken.

SUBJECT: 2026-27 Board Meeting Calendar

The Board reviewed the 2026–2027 Board Meeting Calendar and discussed changing the regular meeting start time from 5:15 p.m. to 5:30 p.m. to accommodate Board member schedules and support the establishment of a quorum. Because legal counsel was already committed to the scheduled presentation time, the October 6, 2026 meeting will remain at 5:15 p.m.

MOTION: It was moved by Deidre Pike and seconded by Peggy Metzger to change the regular Board meeting start time to 5:30 p.m., effective after the October 6, 2026 meeting.

ACTION: The motion was approved unanimously.

The Board also considered rescheduling the February 23, 2027 meeting to March 9, 2027 to accommodate a scheduling conflict.

MOTION: It was moved by Deidre Pike and seconded by Brandon McMillin to reschedule the February 23, 2027 UC Board of Directors meeting to March 9, 2027.

ACTION: The motion was approved unanimously. The Board clarified that the March 9, 2027 meeting would begin at 5:30 p.m. consistent with the newly approved meeting schedule.

SUBJECT: **General Board Comments and Announcements**

The next scheduled meeting will be a special meeting and Board member legal orientation on Tuesday, October 6, 2026 at 5:15 p.m.

SUBJECT: **Adjournment**

MOTION: It was moved by Brandon McMillin and seconded by Deidre Pike to adjourn the September 15, 2026 meeting.

ACTION: The motion was approved unanimously. The meeting adjourned at 6:16 p.m.

Minutes Submitted by:

Jeff Koetter, Recording Secretary

Approved 10.27.2026