



Joint Executive Committee and Governance Committee Meeting

Friday, April 3, 2020

1:00 p.m. to 2:00 p.m.

To Be Conducted via Teleconference ONLY

NOTICE

PLEASE NOTE THAT DUE TO THE COVID-19 RELATED CLOSURES IN EFFECT AT THIS TIME, THERE WILL BE NO IN-PERSON ATTENDANCE AT THIS MEETING. This meeting is being conducted in conformance with the State of Nevada Executive Department Declaration of Emergency Directive 006 dated March 22, 2020. If you desire to listen to this meeting, please utilize one of the following methods:

To join via computer: <https://bluejeans.com/391434122>

To join via telephone: 855-203-2730 Meeting ID: 391 434 122

Notice to persons with special needs: For those requiring special assistance or accommodation to participate in this meeting, arrangements for a sign language interpreter should be made as soon as possible, but no later than 72 hours before the scheduled meeting. Please contact the Foundation office at (775) 673-7300 or via email at foundationinfo@dri.edu.

THERE WILL BE NO IN-PERSON ATTENDANCE AT THIS MEETING. If you desire to provide general public comment or public comment on an individual agenda item, please utilize one of the following methods available for this Special Meeting:

<p>To Submit Public Comment on individual agenda items, or for general public comment:</p>	<p>Use this link/email address/ phone number:</p>	<p>Available to use during this period:</p>
<p>By email:</p>	<p>foundationinfo@dri.edu</p> <p>Be sure to include your name, zip code, the agenda item number on which you are providing comment, along with your comment.</p> <p>Please also indicate whether you want your email comment to be read on the record during the live meeting, or added to the backup materials for the record. If not specified, comments will be added to the backup materials for the record.</p>	<p>For comments submitted prior to and during the live special meeting</p>
<p>By BlueJeans Event:</p>	<p>https://bluejeans.com/391434122</p> <p>Using the BlueJeans link to join the live special meeting will allow you to participate by providing real-time text messaging, which will be read into the record by a Foundation staff member.</p> <p>For BlueJeans help, please see their support site at https://support.bluejeans.com/s/</p>	<p>For comments submitted during the live special meeting only</p> <p>Note: Due to anticipated processing time, we encourage you to be prepared to provide your comments at the beginning of the Public Comment period rather than waiting until the end to be sure your text message is received and read into the record while the item is being considered.</p>

Individual comments will be limited to three (3) minutes and those representing group comments will be limited to ten (10) minutes. The Chair reserves the right to curtail or decline to read into the record comments that are abusive, offensive, inflammatory or repetitive and that disrupt, disturb or otherwise impede the orderly conduct of the Committee meeting. See [NRS 241.030\(4\)\(a\)](#). Examples of disruptive comments include, without limitation, name calling, use of profanity, personal attacks, intimidation, threats, or any other comments intended to impede the meeting or infringe on the rights of the DRI Research Foundation, DRI staff, or meeting participants.

Backup/supporting materials for agenda items can be found on DRI's website at: <https://www.dri.edu/foundation/for-foundation-trustees>. To request electronic copies of backup/supporting materials, please contact Becky Coleman at (775) 673-7358 or via email at becky.coleman@dri.edu. **PLEASE NOTE THAT DUE TO THE COVID-19-RELATED CLOSURE IN EFFECT AT THIS TIME, ONLY ELECTRONIC BACKUP/SUPPORTING MATERIALS WILL BE AVAILABLE FOR THIS MEETING.**

AGENDA

Note: Below is an agenda of all items scheduled to be considered. Unless otherwise stated, items may be taken out of the order presented at the discretion of the Chair.

- 1. Items may be taken out of order;*
- 2. Two or more items may be combined;*
- 3. Items may be removed from agenda or delayed at any time;*

This agenda incorporates by reference the agendas posted for the following committee meetings. For any items identified in those agendas as "recommendation" or "action" the DRI Foundation Executive Committee may also take action.

1. ***Call to Order*** **FOR INFORMATION**
Tina Quigley, Board Chair
2. ***Public Comment***
Comments by members of the public will not be restricted based upon the speaker's viewpoint.
3. ***Approval of Minutes from January 6, 2020 Executive Committee Meeting*** **FOR POSSIBLE ACTION**
Tina Quigley, Board Chair
4. ***President's Report*** **FOR INFORMATION**
Dr. Kumud Acharya, Interim President
5. ***Treasurer's Report*** **FOR POSSIBLE ACTION**
Holger Liepmann, Secretary/Treasurer
6. ***Governance Committee Action: Recommendation of Nora James as Trustee*** **FOR POSSIBLE ACTION**
Tina Quigley, Board Chair
7. ***Review of Bids and Selection of New Audit Firm*** **FOR POSSIBLE ACTION**
Lindsay Sessions, Controller
8. ***Update on NV Medal Events*** **FOR INFORMATION**
Bob Gagosian, Special Advisor to the President
Janet Cathcart, Acting Director of Development
9. ***Public Comment***
Comments by members of the public will not be restricted based upon the speaker's viewpoint.

10. Adjourn

This agenda has been posted DRI website www.dri.edu; Nevada Public Notice Website, notice.nv.gov in accordance with State of Nevada Declaration of Emergency Directive 006 dated March 22, 2020.



Foundation Board Executive Committee Meeting Minutes

DATE: 1/6/2020	TIME: 4:00 p.m	
MEETING CALLED TO ORDER	The meeting was called to order by Quigley at 4:06 p.m.	
NOTE TAKER	Becky Coleman	
BOARD OF TRUSTEES PRESENT	Tina Quigley, Tom Gallagher, Soraya Aguirre, Holger Liepmann, Kumud Acharya	
BOARD OF TRUSTEES NOT PRESENT	Charles Creigh	
STAFF AND GUESTS PRESENT	Bob Gagosian, Iris Stewart	
AGENDA TOPICS		
AGENDA ITEM	CALL TO ORDER	PRESENTER: QUIGLEY
DISCUSSION	Quigley called the meeting to order at 4:06 p.m. with a quorum.	
AGENDA ITEM	PUBLIC COMMENT	PRESENTER: QUIGLEY
DISCUSSION	There was no public comment.	
CONCLUSION	Informational	
AGENDA ITEM	APPROVAL OF MINUTES <i>*VOTE REQUIRED</i>	PRESENTER: QUIGLEY
DISCUSSION	Quigley asked if there were any questions or changes to the minutes from September 25, 2019. Liepmann stated the minutes should note his abstention from the vote for interim treasurer.	
CONCLUSION	It was moved by Gallagher and seconded by Liepmann to approve the minutes with the addition of Liepmann's abstention from the vote for interim treasurer. <i>*The motion passed unanimously.</i>	
AGENDA ITEM	PRESIDENT'S REPORT	PRESENTER: ACHARYA
DISCUSSION	Naresh Kumar has accepted the position of DAS Division Director. Acharya will introduce him to the Board at the meeting in February. The search for a new DHS Division Director is underway, and the DEES Division Director search will start soon. The President's goal of filling all Division Director positions by the end of the fiscal year is on target.	
CONCLUSION	Information only.	
AGENDA ITEM	TREASURER'S REPORT	PRESENTER: LIEPMANN/CATHCART
DISCUSSION	Land maintenance expenses are over budget for the year. Cathcart explained this is due to the cost of an appraisal of the Yerington property. The amount spent on legal bills was also discussed, and Cathcart provided information that DRC will be reimbursing the Foundation for expenses paid on their behalf in the amount of approximately \$8,700. Not all trustees have fulfilled their annual obligation for the current fiscal year.	
CONCLUSION	Cathcart will find out from Peter Ross if there will be further expenses related to the Foundation's properties in this fiscal year. An email reminder regarding trustee annual donations will be sent by Cathcart, with follow up at the next Board meeting.	

AGENDA ITEM	RECOMMENDATION OF DR. RONALD SMITH AS TRUSTEE <i>*VOTE REQUIRED</i>	PRESENTER: QUIGLEY
DISCUSSION	A recommendation from the governance committee is required for President Acharya to nominate Dr. Smith to be nominated as trustee.	
CONCLUSION	It was moved by Gallagher, and seconded by Liepmann to recommend to President Acharya nominate Dr. Ronald Smith as Trustee. <i>*The motion passed unanimously.</i>	
AGENDA ITEM	APPROVAL OF MICHAEL LYNCH AND GAYLE CROWELL AS FELLOWS <i>*VOTE REQUIRED</i>	PRESENTER: QUIGLEY
DISCUSSION	Michael Lynch and Gayle Crowell have requested to step down as trustees and join the roster of fellows.	
CONCLUSION	It was moved by Liepmann, and seconded by Gallagher to approve Michael Lynch and Gayle Crowell as Fellows. <i>*The motion passed unanimously.</i>	
AGENDA ITEM	OVERVIEW OF PLAN FOR FEBRUARY 6-7 BOARD MEETING IN RENO	PRESENTER: CATHCART/GAGOSIAN
DISCUSSION	The next meeting of the Board will be held exclusively in Reno, with a call-in number available but no videoconferencing to Las Vegas. The meeting will include a half-day onboarding open to all trustees on the 6th. The afternoon will include a presentation by WRCC, tours of two labs (Luminescence and EcoCells), and an hour of board education followed by an off-campus dinner. Spouses are invited to attend the dinner. The Annual Meeting of the Board will be held exclusively in Las Vegas, and plans for a campus tour and presentations the afternoon preceding the meeting will be set up as well. The goal is for a tour of at least one lab to be available to the Board every six months. A packet of information for trustees to review prior to the onboarding session will be mailed to those participating.	
CONCLUSION	Information only.	
AGENDA ITEM	UPDATE ON NV MEDAL PLANNING	PRESENTER: CATHCART/GAGOSIAN
DISCUSSION	Cathcart presented a proposal for ticket prices and sponsorship levels. Cathcart also presented prospect lists for corporate sponsors based on past giving and current connections with DRI. Cathcart will coordinate DRI Leadership, trustees, and other key individuals to begin reaching out to potential sponsors soon.	
CONCLUSION	Committee were all comfortable with the prices and sponsorship levels as presented.	
AGENDA ITEM	DISCUSSION OF 2020 MEETING DATES FOR EXECUTIVE COMMITTEE	PRESENTER: QUIGLEY
DISCUSSION	In the interest of time, this item was tabled.	
CONCLUSION	Cathcart will coordinate dates via email.	
AGENDA ITEM	PUBLIC COMMENT	PRESENTER: QUIGLEY
DISCUSSION	There was no public comment.	
CONCLUSION	Informational	
NEXT MEETING	To be determined	
ADJOURNMENT	The meeting was adjourned at 5:00 p.m.	



Treasurer's Report
 Foundation Board of Trustees Meeting
 As of March 31, 2020

	Increase (Decrease)
Beginning Cash Balance July 1, 2019	\$ 217,940
Revenue	
Unrestricted Donations – Trustees Obligation	39,900
Unrestricted Donations – Other	3,715
Nevada Medal Sponsorships	17,603
Smarter Communities April 25, 2019 Sponsor	2,500
Total Revenue	63,718
Expenses	
Operating Expenses	(35,780)
Nevada Medal Dinner Expenses	(20,658)
Payment of Accrued Legal Bills	(44,591)
Total Expenses	(101,028)
Revenues Over (Under) Expenses	(37,310)
Ending Unrestricted Cash Balance	\$ 180,630

<u>Restricted Activity</u>	<u>Year-To-Date</u>
Innovation Research Program**	\$ 157,258
Stories in the Snow	2,393
Earth & Ecosystem Sciences	101
Hydrologic Sciences	2,308
Other Restricted	260,600
Total Restricted Gifts Received	\$ 422,659

* Please note: The revenue and expense balances are cumulative

**Includes funds carried over from FY19

MEMORANDUM

TO: Board of Trustees of the Desert Research Foundation
FROM: Nora James
RE: Waiver of Notice

The undersigned may be recommended to the Board of Trustees of the Desert Research Foundation and acknowledges that the Governance Committee of the Board of Trustees of the Desert Research Foundation intends to consider and act on the recommendation during its next regularly scheduled meeting to be held by conference call on April 3, 2020 beginning at 1:00 pm. I further acknowledge that, pursuant to NRS 241.033 and 241.034, I am entitled to written notice of the Board's intention to consider the appointment for me to be a trustee. I further understand that I am entitled to such notice by personal delivery at least five (5) days working days prior to the meeting or by certified mail at least twenty-one (21) working days prior to the meeting.

I hereby waive any and all right to written notice and do hereby consent to the Board of Trustees of the Desert Research Foundation appointing me as a trustee at the April 3, 2020 meeting.

Date: March 7- 2020


Signature of person to be appointed

Nora James
Print name

Nora E. James

Nora James and her husband, Bruce, have lived in Nevada since 1993. Together they have been active in the support of civic, cultural, and philanthropic organizations, and educational institutions, throughout the state.

Nora has served in the past as a commissioner on the Nevada Commission for Cultural Affairs and as a board member and chair of Nevada Humanities. She also has served on the board of KNPB in Reno and on the advisory board of the College of Liberal Arts at UNR. Since 2008, she has served on the board of the National Trust for the Humanities in Washington, DC, and she is currently the vice-chair of the organization. For the past nine years she has served on the board of the Community Foundation of Western Nevada. At present she also serves on the board of the Rare Book School at the University of Virginia.

Nora earned a Bachelor of Arts degree in Comparative Literature at the University of California at Berkeley. She has been an officer and director of Electrographic Corporation, San Francisco; Barclays Law Publishers, San Francisco; and Nevada New-Tech, Inc., a private investment firm in Incline Village.

Nora and Bruce have been married for 35 years. They have a large and loving family, including seven grandchildren.



Memorandum

Date: March 20, 2020

To: DRI Research Foundation Trustees Executive Committee

From: Lindsay Sessions, DRI Controller

Subject: Recommendation for a new CPA Firm

The agreement with Cupit, Milligan, Ogden & Williams, CPA's, to provide year-end audit and tax preparation services, has ended. As requested at the Foundation's Board of Trustees meeting on February 7th, the Financial Services Office (FSO) requested quotes/bids from five local CPA firms, please see list below:

<u>CPA Firm</u>	<u>Audit/Tax Services Quote/Bid Per Year</u>	<u>3 Year Fee Commitment</u>
Barnard Vogler & Co.	\$15,700	Yes
Eide Bailly	\$22,800	No
Piercy Bowler Taylor & Kern	\$27,500	No
Pangborn & Co Ltd	No Quote Provided	N/A
Houldsworth, Russo & Company	No Quote Provided	N/A

Included in these quotes are costs for the preparation of the Desert Research Corporation (DRC) annual Form 1120.

Based on the CPA firm's experience, and the fees quoted, **FSO recommends Barnard Vogler & Co. for providing the year-end audit and tax preparation services. We request your approval to accept their quote.**