

**GUAM COMMUNITY COLLEGE**  
**Board of Trustees**  
**Monthly Meeting of August 22, 2012**

**Minutes**

**I. CALL TO ORDER**

1. The monthly meeting of August 22, 2012 was called to order at 6:10 p.m., by Ms. Debbie Belanger, held in the President's Conference Room located at the Student Services & Administration Building in Mangilao, Guam.

2. **Roll Call. Trustees Present:** Ms. Deborah C. Belanger; Mr. Edward G. Untalan; Mr. Frank P. Arriola; Mr. Richard P. Sablan; Dr. Karen M.S. Sablan, Faculty Advisory Member; Mr. Kenneth Bautista, Support Staff Advisory Member; Ms. Ariane Nepomuceno, Student Trustee.

**Not in attendance:** Ms. Gina Y. Ramos (schedule conflict).

**Others in attendance:** Dr. Mary A.Y. Okada, President; Dr. R. Ray D. Somera, Vice President, Academic Affairs Division; Ms. Carmen Santos, Vice President, Finance and Administration; Ms. Lolita Reyes, Assistant Director for Development & Alumni Relations; Attorney Catrina Campana, Legal Counsel; Ms. Jayne Flores, Assistant Director, Communications & Promotions; Dr. Michael Chan, Associate Dean, Technology Student Services; Ms. Doris Perez, Assistant Director, Planning & Development.

3. **Recital of Mission Statement.** Board members recited the Mission Statement: *The mission of Guam Community College is to be a leader in career and technical workforce development by providing the highest quality education and job training in Micronesia.*

**II. APPROVAL OF MINUTES - July 20, 2012.**

**MOTION**

**IT WAS MOVED BY TRUSTEE FRANK ARRIOLA AND SECONDED BY TRUSTEE RICHARD SABLAN THAT THE BOARD APPROVES THE MEETING MINUTES OF JULY 20, 2012, SUBJECT TO CORRECTIONS. NONE OPPOSED, MOTION CARRIED. (Voting: 5 ayes, 0 nays)**

**III. COMMUNICATIONS – None.**

**IV. PUBLIC DISCUSSION – None.**

**V. REPORTS**

1. **President's Report:** President Okada reported on the following:

–**Financial Status:** President Okada reported the Department of Administration has found the overpayment of the Manpower Development Fund. This has been applied towards the General Fund and adjustments have been made accordingly. The total collection of appropriations received from the General Fund is currently at 81%.

As last reported as a result of a meeting with the Governor's Chief of staff, 5% of the College's appropriation from the 15% reserve was released. To date, an additional 3% was released leaving a 7% balance. The Vice President has met with BBMR regarding this; however, the President will again

communicate with the Chief of Staff for the remainder of the balance.

-Foundation Building: The President reported that the College has received occupancy for the Foundation Building. Furniture and equipment are currently being moved into the new building and the ribbon cutting is tentatively scheduled for November 5, 2012.

Although, USDOE representatives were given a tour of the campus specific to their AARA funding, they were also given a tour of the Foundation Building. A booklet reporting the impact of AARA funding for the College will be published.

Other activities. President Okada reported the following:

- Updates to the GCC Catalog are now complete and online listing all the courses, the SLOs and prerequisites.
- The College will be submitting at least three proposals for national competitions. Two with AACC is a website contest and dealing with its initiative to encourage individuals 50 years and older to return to school. One is with ACCT regarding Board chairs.
- The College received a \$5,000 grant from the National Rifle Association to clean up lead at the GCC firing range. A similar proposal will be submitted to the U.S. EPA for \$5,000.
- The College received a \$30,000 grant from Citi Foundation which provided 31 students with English and Math courses, financial aid counseling, tutoring, etc., spearheaded by Dr. Michael Chan.
- \$100,000 was received from the Bank of Guam for the Leon Guerrero building.
- There is a change in the College's admission process. Approximately 300 students have been dropped for non-payment, most of which has been recovered. This provided paying students an opportunity to get into certain classes that were freed up as a result of this. Also, financial aid requirement now includes providing proof of filing tax returns.
- There are approximately 100 companies who are currently participating in the College's Apprenticeship Program, which the College will continue to recruit.
- The contract with TSA is complete to begin this program at the College for Airport employees.
- Some of the Faculty attended a Career and Technical Education training under the Carl D. Perkins grant.
- The Director of the Hawaii Procurement Institute conducted a session for some of GCC's procurement class, which was sponsored by Bank of Hawaii. Vice President of Academics, Dr. Ray Somera, also had an opportunity to meet with the Director.

USDA. The President informed the Board that documents will be executed today by the BOT Chairperson and Secretary for the \$3.5 Million grant that USDA has awarded the College. The USDA Hawaii Director, Chris Kanazawa, will be visiting the College as well as visiting the Foundation Building. Furniture and equipment are currently being moved into the Foundation Building.

The President also reported there will be a "Soba Night" fundraiser prepared by the Culinary students in support of the American Association of University Women (AAUW) and the Japan Club of Guam on Friday, September 14, 2012 at the MPA building. Coupons are also being sold beforehand.

## **2. Monthly Activities Report**

Student Trustee: Trustee Ariane Nepomuceno reported as follows:

- August 14, 2012: Student orientation—447 total students signed in, consisting of two sessions.
- September 7, 2012: Induction and Training for the student organization and advisor.
- September 20, 2012: Fall Festival.

**Faculty Advisory Member:** Dr. Karen Sablan reported as follows:

- Faculty was available for the August 6 Express Registration.
- There was a “Shooter on Campus” training for Faculty and others who missed the initial training.
- Faculty, Administrators and the President met on August 17, 2012. Dr. Karen reported it was a productive meeting to discuss financial issues and other activities on the campus.
- Faculty assisted with the Employer Support of the Guard and Reserve (ESGR) job fair.
- Late registration has been very busy especially for this year.
- Dr. Clare Camacho submitted her resignation this week as Faculty President and thanked her for her leadership. There will be an election for another Faculty President. Mr. Joey Munoz was also thanked for stepping in.
- There will be a Task Force to review academic advisement.
- Due to a grant, new furniture will be delivered for the English/Math testing lab. The old furniture replaced is being utilized in the student registration area.

**Support Staff Advisory Member:** Trustee Ken Bautista reported as follows:

- Approximately 60 support staff showed up for the last Staff Senate membership meeting.
- Professional Development Training is scheduled October 8, 2012.
- Mr. Bautista and other staff attended the “Shooter on Campus” training in August.
- Staff is assisting with the processing of the add/drop.

**3. Board of Trustees Community Outreach Report.** Chair Debbie Belanger, and Trustees Ed Untalan, Nepomuceno, Dr. Karen Sablan, Kenneth Bautista, President Dr. Mary A.Y. Okada attended the GCC “Convocation and Celebration of Accreditation Reaffirmation” on August 13, 2012.

**VI. UNFINISHED BUSINESS**

**1. Construction Projects Updates**

- Foundation Building (Renovation)-*as previously reported by the President.*
- Building 200 (Renovation), Building 100 and Forensic Lab – The President reported that there will be a meeting with TRMA regarding Building 200. Other meetings with TRMA will be scheduled regarding Building 100 and the Forensic Lab.

**VII. NEW BUSINESS.**

**1. Execution of USDA Loan for Foundation Building.** The USDA loan resolution require the signature of the BOT President the Secretary. These are the closing documents for the \$3.5 Million loan for the construction of the Foundation Building, which the legal counsel has reviewed.

**MOTION**

**IT WAS MOVED BY TRUSTEE FRANK ARRIOLA AND SECONDED BY TRUSTEE EDWARD UNTALAN, THAT THE BOARD APPROVES THE USDA LOAN RESOLUTION FOR \$3.5 MILLION. MOTION CARRIED UNANIMOUSLY. (Voting: 5 ayes, 0 nays)**

At approximately 6:40 p.m., the meeting went into Executive Session.

- VIII. EXECUTIVE SESSION**
- 1. Personnel Matters**
  - 2. Labor Management Relations**
  - 3. Legal Matters**

At 7:01 p.m., the meeting reconvened to open session.

**MOTION**

**IT WAS MOVED BY TRUSTEE EDWARD UNTALAN, SECONDED BY TRUSTEE FRANK ARRIOLA, THAT THE BOARD ACCEPTS PRESIDENT OKADA'S PROGRESS REPORT. NONE OPPOSED, MOTION CARRIED. (Voting: 5 ayes, 0 nays)**

At this time, Board members agreed to BOT meetings at 4:00 p.m. instead of 6:00 p.m. Student Trustee Member Ariane Nepomuceno informed the Board that she will be relocating and also submitted her letter of resignation.

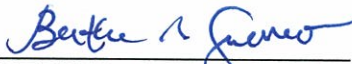
**IX. ADJOURNMENT**

**MOTION**


**IT WAS MOVED BY TRUSTEE EDWARD UNTALAN SECONDED BY TRUSTEE RICHARD SABLAN, THAT THE MEETING OF AUGUST 22, 2012 BE ADJOURNED. NONE OPPOSED, MOTION CARRIED. (Voting: 5 ayes, 0 nays)**

There being no further discussions, the meeting of August 22, 2012 adjourned at 7:08 p.m.

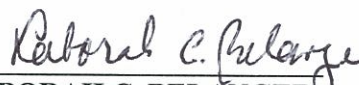
**SUBMITTED BY:**

  
\_\_\_\_\_  
**BERTHA M. GUERRERO**  
Recording Secretary

**ATTESTED BY:**

  
\_\_\_\_\_  
**FRANK P. ARRIOLA**  
Secretary

**APPROVED BY:**

  
\_\_\_\_\_  
**DEBORAH C. BELANGER**  
Chairperson

USDA  
Form RD 1942-47  
(Rev. 12-97)

LOAN RESOLUTION  
(Public Bodies)

FORM APPROVED  
OMB NO. 0575-0015

A RESOLUTION OF THE Board of Trustees  
OF THE Guam Community College  
AUTHORIZING AND PROVIDING FOR THE INCURRENCE OF INDEBTEDNESS FOR THE PURPOSE OF PROVIDING  
A PORTION OF THE COST OF ACQUIRING, CONSTRUCTING, ENLARGING, IMPROVING, AND/OR EXTENDING ITS  
Foundation Building  
FACILITY TO SERVE AN AREA LAWFULLY WITHIN ITS JURISDICTION TO SERVE.

WHEREAS, it is necessary for the Guam Community College  
*(Public Body)*  
(herein after called Association) ~~to raise a portion of the cost of such undertaking by issuance of its bonds~~ in the principal amount of  
Three Million Five Hundred Thousand Dollars and 00/100

pursuant to the provisions of Board of Trustees; and

WHEREAS, the Association intends to obtain assistance from the Rural Housing Service, Rural Business - Cooperative Service, Rural Utilities Service, or their successor Agencies with the United States Department of Agriculture, (herein called the Government) acting under the provisions of the Consolidated Farm and Rural Development Act (7 U.S.C. 1921 et seq.) in the planning, financing, and supervision of such undertaking and the purchasing of bonds lawfully issued, in the event that no other acceptable purchaser for such bonds is found by the Association:

NOW THEREFORE in consideration of the premises the Association hereby resolves:

1. To have prepared on its behalf and to adopt an ordinance or resolution for the issuance of its bonds containing such items and in such forms as are required by State statutes and as are agreeable and acceptable to the Government.
2. To refinance the unpaid balance, in whole or in part, of its bonds upon the request of the Government if at any time it shall appear to the Government that the Association is able to refinance its bonds by obtaining a loan for such purposes from responsible cooperative or private sources at reasonable rates and terms for loans for similar purposes and periods of time as required by section 333(c) of said Consolidated Farm and Rural Development Act (7 U. S. C. 1983 (c)).
3. To provide for, execute, and comply with Form RD 400-4, "Assurance Agreement," and Form RD 400-1, "Equal Opportunity Agreement," including an "Equal Opportunity Clause," which clause is to be incorporated in, or attached as a rider to, each construction contract and subcontract involving in excess of \$ 10,000.
4. To indemnify the Government for any payments made or losses suffered by the Government on behalf of the Association. Such indemnification shall be payable from the same source of funds pledged to pay the bonds or any other legal permissible source.
5. That upon default in the payments of any principal and accrued interest on the bonds or in the performance of any covenant or agreement contained herein or in the instruments incident to making or insuring the loan, the Government at its option may (a) declare the entire principal amount then outstanding and accrued interest immediately due and payable, (b) for the account of the Association (payable from the source of funds pledged to pay the bonds or any other legally permissible source), incur and pay reasonable expenses for repair, maintenance, and operation of the facility and such other reasonable expenses as may be necessary to cure the cause of default, and/or (c) take possession of the facility, repair, maintain, and operate or rent it. Default under the provisions of this resolution or any instrument incident to the making or insuring of the loan may be construed by the Government to constitute default under any other instrument held by the Government and executed or assumed by the Association, and default under any such instrument may be construed by the Government to constitute default hereunder.
6. Not to sell, transfer, lease, or otherwise encumber the facility or any portion thereof, or interest therein, or permit others to do so without the prior written consent of the Government.
7. Not to defease the bonds, or to borrow money, enter into any contract or agreement, or otherwise incur any liabilities for any purpose in connection with the facility (exclusive of normal maintenance) without the prior written consent of the Government if such undertaking would involve the source of funds pledged to pay the bonds.
8. To place the proceeds of the bonds on deposit in an account and in a manner approved by the Government. Funds may be deposited in institutions insured by the State or Federal Government or invested in readily marketable securities backed by the full faith and credit of the United States. Any income from these accounts will be considered as revenues of the system.
9. To comply with all applicable State and Federal laws and regulations and to continually operate and maintain the facility in good condition.
10. To provide for the receipt of adequate revenues to meet the requirements of debt service, operation and maintenance, and the establishment of adequate reserves. Revenue accumulated over and above that needed to pay operating and maintenance, debt service and reserves may only be retained or used to make prepayments on the loan. Revenue cannot be used to pay any expenses which are not directly incurred for the facility financed by the Government. No free service or use of the facility will be permitted.

According to the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number. The valid OMB control number for this information collection is 0575-0015. The time required to complete this information collection is estimated to average 1 hour per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.



**CERTIFICATION TO BE EXECUTED AT LOAN CLOSING**

I, the undersigned, as President of the Guam Community College

hereby certify that the Board of Trustees of such Association is composed of

7 members, of whom 4, constituting a quorum, were present at a meeting thereof duly called and

held on the 22nd day of August, 2012; and that the foregoing resolution was adopted at such meeting

by the vote shown above. I further certify that as of \_\_\_\_\_, the date of closing of the loan from the Government, said resolution remains in effect and has not been rescinded or amended in any way.

Dated, this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
Title Mary A.Y. Okada Ed.D., President

**RESOLUTION OF MEMBERS OR STOCKHOLDERS**

Guam Community College

(Name of Association)

P.O. Box 23069, Barrigada, Guam 96921

(Address, including Zip Code)

RESOLVED, that the Governing Board of this Association be and it hereby is authorized and empowered to take all action necessary or appropriate –

1. To obtain for and on behalf of the Association through the United States Department of Agriculture (USDA) or any other Governmental agency:
  - (a) A loan in a sum not to exceed \$ \$3,500,000.00 ;
  - (b) A grant in a sum not to exceed \$ \$0.00 ;
 to be advanced by the lender or grantor in one or more advances at such time or times as may be agreed upon.
2. In case of a loan or grant or both –
  - (a) For the execution of such application or applications (including exhibits, amendments and/or supplements thereto) as may be required;
  - (b) For the execution and delivery to the lender or grantor of all such written instruments as may be required in regard to or as evidence of such loan or grant; and
  - (c) In its judgment to carry out the terms of this resolution.
3. And in case of a loan –
  - (a) To obligate this Association for the repayment of the loan at such rates of interest and on such other terms and conditions as the Governing Board shall deem proper;
  - (b) To pledge, hypothecate, mortgage, convey, or assign property of this Association of any kind and in any amount now owned or hereafter acquired, as security for any or all obligations (past, present and/or future) of this Association to such lender; and
  - (c) From time to time to pay, extend, or renew any such obligations.

**CERTIFICATION**

I, the undersigned, as Secretary of the above named Association, hereby  
(Secretary) (Acting Secretary)

certify that said Association on the 22nd day of August, 2012, had 7 6  
(Number)

members ; that 4 of these  
(members) (stockholders) or (shares of voting stock outstanding)

constituted a quorum; that 5 said members or stockholders or shares of voting stock were present at a meeting

of the members or stockholders duly called and held on the 22nd day of August, 2012 ;

that the foregoing resolution was adopted at such meeting by the affirmative vote of 5 said members

or stockholders or shares of voting stock; and that said resolution has not been rescinded or amended in any way.

Dated this day 22nd of August, 2012.



Frank P. Arriola  
Secretary of Board of Trustees, GCC