



Mission Statement: Inspire individuals & enrich our community one student at a time.



Vision Statement: Be a national leader in academic excellence & partner of choice in the communities we serve.

**KANSAS CITY KANSAS COMMUNITY COLLEGE
Board of Trustees Special Meeting
Tuesday, August 27, 2024 – 4:30 P.M.**

**CONSENT AGENDA – Item A2
Meeting Minutes**

1. **Call to Order:** Chairman Brad Isnard called the Kansas City Kansas Community College (KCKCC) Board of Trustees Special Meeting to order at 4:32 p.m. in the KCKCC Zoom meeting platform on Tuesday, August 27, 2024.
2. **Roll Call:** Trustees present were Chairman Brad Isnard, Vice Chair Evelyn Criswell, Mr. Mark S. Gilstrap and Ms. Mary Ricketts. Trustees absent were Mr. Don Ash, Ms. Linda Hoskins Sutton and Dr. Brenda Scruggs Andrieu.

They were joined by Dr. Greg Mosier, President, Dr. Scott Balog, Executive Vice President, Dr. Patrick Schulte, Vice President of Finance and Operations, and Mr. Greg Goheen, College Attorney.

3. **New Business:** Chair Isnard invited Mr. Greg Goheen, MVP Law Attorney, to present the Creation of 501(c)(3) and Approval of Documents for New Market Tax Credit (NMTC). Mr. Goheen presented the following –
 - The documents presented are straightforward and are similar to documents used to create other support agencies. This would be a nonprofit support agency that would assist with KCKCC obtaining New Market Tax Credit funding to assist with the downtown project. The Bylaws are the standard Bylaws that were approved by the New Market Tax Credit attorneys for ensuring compliance with the Internal Revenue Service (IRS) requirements. The Articles of Incorporation are straightforward also. The request is for this Board to approve the filing of the Articles of Incorporation and the Bylaws, which would then be ratified by the appointed Board. There is also a Resolution to approve that provides additional guidance on authorized terms of setting up that entity.

- Given the importance of setting up a supporting entity for the College, Dr. Mosier read the Resolution as follows:
 - Resolution of the Board of Trustees where the Board of Trustees is the duly constituted governing body of Kansas City Kansas Community College and a political subdivision of the State of Kansas existent pursuant to K.S.A. 71-201. The Board of Trustees deems and declares it necessary and in the best interest of KCKCC to adopt the following resolution on this day.
 - Now therefore, be it resolved by the KCKCC Board of Trustees:
 - Section 1. The creation of a support corporation, the Articles of Incorporation, which are attached in the Exhibit, for the creation of KCKCC NMTC QALICB, INC., a Kansas not-for-profit Corporation, which is an entity being formed to support KCKCC, are hereby approved. The Incorporator set forth in the Articles is authorized to file the Articles with the Kansas Secretary of State's office and along with the directors, officers, agents, advisors and attorneys of the corporation to take any further actions deemed necessary or advisable for the creation of the organization or commencing the operations of the Corporation, including but not limited to, the execution and filing of all papers and documents for an Employee Identification Number for the Corporation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
 - Section 2. The Bylaws, which are attached in the Exhibit to this Resolution, are hereby approved and adopted as the Bylaws for the Corporation upon confirmation of the same by the Corporation's Board of Directors.
 - Section 3. The Conflict of Interest Policy, which is attached as an Exhibit to the Bylaws, is hereby approved and adopted as the Conflict of Interest Policy of the Corporation upon confirmation of the same by the Corporation's Board of Directors.
 - Section 4. The initial number of Directors of the Corporation constituting the Board of Directors of the Corporation is five (5) and those initial directors shall be Dr. Greg Mosier, Dr. Patrick Schulte, Dr. Brenda Scruggs Andrieu, Dr. Ray Daniels and Mr. Randy Lopez.
 - Section 5. Miscellaneous. Any and all actions hereto taken by the Incorporator of the Corporation and his agents and legal representatives in connection with the formation of the organization is ratified, confirmed and approved in all respects. The Incorporator of the Corporation and his agents and legal representatives are forever discharged and indemnified by KCKCC from and against any expense or liability from the Corporation for expenses or liability actually incurred by them by reason of having been the Incorporator of the Corporation. The Directors and Officers of the Corporation or their agents are hereby authorized and empowered to execute and deliver any and all documents or instruments and any of them may deem necessary or advisable to perform to comply with the provisions of and to carry out the intent and purpose of the Resolution. The original executed copy of this document shall be a part of the record of KCKCC and the Corporation. Adopted by the Board of Trustees of Kansas City Kansas Community College on August 27, 2024.

- Mr. Greg Goheen added that the Board designated him as the Incorporator, which means he will file the documents with the Secretary of State.

Chair Isnard called for a motion to approve the Resolution. Vice Chair Criswell made the motion. Trustee Ricketts seconded the motion. The Motion Carried.

4. **Adjournment:** Chair Isnard called for a motion to adjourn the special meeting. Trustee Ricketts made the motion. Vice Chair Criswell seconded the motion. The Motion Carried.

The meeting adjourned at 4:41 p.m.

ATTEST:



Chairperson, Mr. Brad Isnard



Secretary, Dr. Greg Mosier