



The Minnesota Higher Education Facilities Authority (the “Authority” or “MHEFA”) convened a Board meeting at 2:00 pm Central Standard Time, Wednesday, January 15, 2025.

The Board is conducting this meeting subject to the Open Meeting Law by in-person, telephone, and interactive technology as allowed by Minnesota Statutes. Members participating in the meeting can hear each other and all discussion; members of the public can hear all discussion and votes; and all votes are conducted by a roll call. The board has made provision for the public to monitor the meeting electronically from a remote location. The board has provided notice of the meeting location, the fact that some members may participate by interactive technology, and of the public’s right to monitor the meeting electronically from a remote location.

The Authority Board meeting was held in the lower-level conference room of Grand Oak I, 860 Blue Gentian Road, Eagan, MN 55121. The location and time of the meeting was duly published and posted on the Authority website and at the entrance to the Authority office, located at 860 Blue Gentian Road, Suite 145, Eagan, MN 55121.

The public was able to attend the meeting in person, monitor the meeting by calling a toll-free number, and able to connect to the meeting using the video link.

Board members participated in the meeting in-person and by using a video link. The meeting link was sent to Board members prior to the meeting. The use of a video link as an allowable way to hold the Board meeting was confirmed by the State of Minnesota’s Data Practices Office staff prior to the meeting, following Minnesota Statute 13D.015.

Executive Summary – Minnesota Higher Education Facilities Authority

Meeting on January 15, 2025, Board Actions Taken:

Motions:	Result:	Vote:
Approval of Meeting Minutes of October 16, 2024	Passed	Unanimous

Resolutions	Result:	Vote:
Motion to accept BerganKDV Proposal to provide Audit services	Passed	Unanimous
Motion to accept DebtBook Proposal to provide Office Management Software	Passed	Unanimous
Resolution Authorizing Performance Based Salary Increase Effective February 1, 2025, under Managerial Plan 2023-2025	Passed	Unanimous

The official meeting began with a roll call to establish a quorum. The following board members or their designees were participating and attending in-person (IP), by video link (“V”) or telephone (“T”):

Board Members: David Rowland – IP
 Nancy Sampair - IP
 Gary Benson - IP
 Mary Ives – IP
 Ken Westphal – IP
 Stacey Holland (MPCC) – IP

Absent: Poawit Yang
 Bonnie Anderson Rons
 Mary Thao
 Mikeya Griffin

Other Attendees: Mark LeMay, public – IP

Staff: Barry W. Fick, Executive Director, MHEFA – IP
 Amanda Lee, Operations Manager, MHEFA – IP

David Rowland, Chair, called the meeting to order at 2:00 pm CST. Executive Director Fick confirmed that a quorum was present.

Agenda Item I – Minutes of the October 16, 2024, Board meeting.

The first item on the agenda is the review and consideration of the minutes of the most recent prior Authority Board meeting.

Chair Rowland asked for a motion to accept and approve the October 16, 2024 Minutes. A motion was made by Mary Ives to approve the minutes. The motion was seconded by Ken Westphal. Chair Rowland asked if there were any questions, discussion, or changes to the minutes of the most recent prior Board meeting.

There were no questions or proposed changes to the minutes from Board members.

Chair Rowland called for a vote regarding the approval of the minutes, A roll call vote was conducted, and the Board members voted as follows:

Board Members:	David Rowland	Yes
	Nancy Sampair	Abstain
	Gary Benson	Yes
	Mary Ives	Yes
	Ken Westphal	Yes

There were no votes against the motion and the Minutes of the October 16, 2024, MHEFA Board meeting were approved.

Agenda Item II – Audit Services Engagement

Chair Rowland called on Operations Manager Amanda Lee to review BerganKDV's proposal to provide Audit Services for Fiscal Year 2025 – 2027. Operations Manager Lee reminded the Board that the Authority sent out a Request in November 2024 for a bid for Audit Services. The authority chose not to conduct a full Request for Proposal bid process for a variety of reasons. The Audit fee charged is very low based on what other similar Authorities pay, the escalation of the annual Audit fee in the proposal is the same as paid over the past 3 years and is less than increases observed for similar Authorities.

It was noted that BerganKDV has provided audit services for several years to the Authority and their service has been consistently accurate and helpful.

The proposed engagement fees for the next three-year period are reasonable, show minimal annual increases and compare favorably to the fees under the just concluded engagement. Executive Director Fick noted that

NAHEFFA conducts an annual survey of authorities and that the Audit fee paid by MHEFA is one of the lowest reported by Survey responders.

MHEFA Staff recommends accepting the engagement terms and fees proposed by BerganKDV.

Chair Rowland asked if there were questions from Board members. A question was asked about switching auditors and if it would be appropriate to consider a switch. Staff noted that we have experienced staff turnover from BerganKDV at every level. At the partner level, our prior partner retired and subsequently, our interim partner was moved after BerganKDV hired a partner with higher education audit expertise, who was assigned to the MHEFA account. At the manager level, our prior manager moved to a different area of BerganKDV, resulting in a new manager assigned to our account. The senior auditor was unavailable this year, and the junior auditors change every year. This movement injects fresh thinking and eliminates the possibility of any issues between the Authority and the auditors. For this and the reasons outlined above, the Authority did not pursue an RFP process.

Regardless of the turnover, the staff have worked well with the Authority and the annual audit process has been efficient and no issues have arisen during their work to date.

The Audit Engagement Proposal review concluded, and Chair Rowland asked for any other questions. There were no additional questions from Board members or the public.

Chair Rowland asked for a motion and second for the Motion to accept the BerganKDV Audit Engagement Proposal. A motion to accept the Proposal was made by Gary Benson. The motion was seconded by Nancy Sampair. Chair Rowland asked Executive Director Fick to conduct a roll call vote.

Mr. Rowland called on the Executive Director to conduct a roll call vote on the Resolution. A roll call vote was conducted, and the Board members voted as follows:

David Rowland	Yes
Nancy Sampair	Yes
Gary Benson	Yes
Mary Ives	Yes
Ken Westphal	Yes

There were no abstentions or votes against the Motion to accept the BerganKDV proposal was approved.

Agenda Item III – Bond Management Software Proposal from DebtBook

Chair Rowland asked Executive Director Fick to outline the DebtBook Proposal. Executive Director Fick noted that the Authority is looking to enhance efficiency, improve integration of resources, increase ease of use of computer systems, reduce complexity of record keeping, and enhance data transparency and long-term efficiency for the Authority and future Authority staff. Multiple software options have been reviewed and DebtBook is, in the opinion of Authority staff, the best solution available to the Authority.

DebtBook is used by the State of Minnesota, Hennepin County, multiple Colleges and Universities, as well as local governments. Authority staff interviewed staff at a number of current users of DebtBook and their reviews were uniformly positive. Authority staff have held multiple discussions with DebtBook and received demonstrations of the DebtBook product using actual Authority bond transaction data. Authority staff are of the opinion that the goals of the Authority can be achieved over time with DebtBook.

DebtBook has proposed a three-year agreement with the Authority. Their proposal has been revised and improved financially. Authority staff is requesting Board approval to enter into final negotiations with DebtBook, and upon conclusion of the negotiations, enter into a contract with DebtBook.

Executive Director Fick concluded his presentation noting that a copy of the DebtBook proposal presentation and proposed contract had been provided by email to Board members. Chair Rowland asked if there were any questions about the DebtBook materials. Questions were raised about specific items in the proposed contract and whether the Authority would need to engage the Attorney General staff or other counsel in the review of the proposed agreement. Executive Director Fick noted that the Authority's statutes do not require the Authority to follow the State Procurement rules. The Authority is not required to use the Attorney General for contracts other than for Financing transactions. The Authority plans to use outside counsel to review the DebtBook proposed agreement. Board members recommended and staff agreed that staff have outside counsel review the Agreement before finalizing it for signature.

Chair Rowland asked for a motion and second for the Motion to approve the DebtBook proposal and authorize execution pending legal counsel review. A motion to approve the Motion was made by Mary Ives. The motion was seconded by Nancy Sampair. Chair Rowland asked Executive Director Fick to conduct a roll call vote.

Mr. Rowland called on the Executive Director to conduct a roll call vote on the Motion. A roll call vote was conducted, and the Board members voted as follows:

David Rowland	Yes
Nancy Sampair	Yes

Gary Benson	Yes
Mary Ives	Yes
Ken Westphal	Yes

There were no abstentions or votes against the Motion to Approve the DebtBook proposal, pending legal counsel review was approved.

Agenda Item III -- Old Business

Chair Rowland asked if there were any Old Business items from Board members for discussion.

There were no Old Business items from staff or from Board members for discussion.

Agenda Item IV – New Business

Chair Rowland asked if there were any New Business items from Board members for discussion.

Operations Manager, Amanda Lee, noted that MMB has published the IRS mileage reimbursement rate for 2025, which increases mileage expense from \$0.67 per mile to \$0.70 per mile.

There were no New Business items from staff or from Board members for discussion.

Agenda Item VII – Other Business

Chair Rowland called upon Executive Director Fick to discuss Other Business and present the Executive Directors Report.

Rating Agency Update

- Moody's Investors Service has conducted a number of rating updates with schools over the past few weeks. We worked with the schools to prepare material and are awaiting the decision of the Credit Committee.

Various

Hamline University has appointed a new President, Dr. Mayme Hostetter. She assumes the Presidency on July 1, 2025.

The Authority has met with a number of legislators to outline the Authority expansion legislation. We are focusing on educating legislators of the state-wide benefit of granting the Authority the requested expansion of issue authority to include Health Care.

Board members were reminded that the Authority has no pending financing applications and does not expect to hold a February board meeting. The Authority will communicate board meeting plans closer to the meeting date.

Chair Rowland asked if there was any Other Business to come before the Board. There was no Other Business for the Board to consider, and Chair Rowland asked for a motion to adjourn the regular Board Meeting and move to Closed Session to discuss the performance review of the Operations Manager for February 2024 – January 2025. The motion to adjourn the Board meeting and move to a closed session was made by Nancy Sampair and seconded by Mary Ives.

Chair Rowland called for a voice vote regarding the adjournment of the regular meeting at 2:50 pm and moved to a closed session. A Voice vote was conducted, and the Board members voted to adjourn the regular meeting and reconvened in closed session.

Closed Session Agenda Item I – Performance Review of Operations Manager

At the beginning of the closed session, Operations Manager Amanda Lee was excused from the meeting while the Board conducted her Performance Review.

During the closed session Executive Director Fick reviewed the Performance Assessment form filled out by Amanda and Executive Director Fick. Board members also provided input in their evaluation of the performance of Operations Manager Lee.

At the conclusion of the closed session discussion of the job performance of the Operations Manager, Chair Rowland asked for Board action on the Resolution Authorizing Performance-Based Salary Increase Under Managerial Plan 2023-2025 for Operations Manager Amanda G. Lee.

A motion was made to approve and accept the Resolution Authorizing Performance-Based Salary Increase Under Managerial Plan 2023-2025. The motion was seconded. Chair Rowland asked if there were any questions, discussion, or changes regarding the Resolution.

Board members noted in discussing the Resolution that they are very appreciative of and pleased with the Operations Manager's job performance. There were no other questions related to the Resolution Authorizing Performance-Based Salary Increase Under Managerial Plan 2023-2025.

Chair Rowland called for a Roll Call vote regarding the approval and acceptance of the Resolution Authorizing Performance-Based Salary Increase Under Managerial Plan 2023-2025. A Roll Call vote was conducted, and the Board members voted as follows:

Board Members:	Gary Benson	Yes
	Mary Ives	Yes
	David Rowland	Yes
	Nancy Sampair	Yes
	Ken Westphal	Yes

There were no votes against the motion and the Resolution Authorizing Performance-Based Salary Increase Under Managerial Plan 2023-2025 was approved.

There were no other items from the Board for consideration at the Closed session of the meeting.

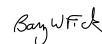
A motion to adjourn the Closed session of the Board meeting was made and seconded. The Board acted by voice vote to adjourn the executive session and return to open meeting.

The Board Chair invited Operations Manager Amanda Lee to rejoin the meeting. The Board Chair Informed Operations Manager Lee of the approval by the Board of the Resolution Authorizing Performance Based Salary Increase Under Managerial Plan 2023-2025. Operations Manager Lee thanked the Board for their action.

Chair Rowland asked if there were any additional items for discussion from Board members. Board members thanked Operations Manager Lee for her work over the past year.

There were no other items for the Board to consider. A motion to adjourn the regular board meeting was made by Ken Westphal with a second provided by Mary Ives. The Board acted by voice vote to adjourn the meeting at 3:12 pm, Central Standard Time.

Respectfully submitted,



Assistant Secretary





3- Minutes for 15 Jan 2025 FINAL

Final Audit Report

2025-05-21

Created:	2025-05-21
By:	Amanda Lee (agl@mnhefa.org)
Status:	Signed
Transaction ID:	CBJCHBCAABAAuzwOAKGICiZx0XntcBfUYyzOmJSKyJnZ

"3- Minutes for 15 Jan 2025 FINAL" History

-  Document created by Amanda Lee (agl@mnhefa.org)
2025-05-21 - 9:03:32 PM GMT
-  Document emailed to Barry Fick (bwf@mnhefa.org) for signature
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-  Email viewed by Barry Fick (bwf@mnhefa.org)
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-  Document e-signed by Barry Fick (bwf@mnhefa.org)
Signature Date: 2025-05-21 - 9:47:31 PM GMT - Time Source: server
-  Agreement completed.
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