

Cal Poly Humboldt FOUNDATION

Minutes of the EXECUTIVE COMMITTEE Special Meeting August 1, 2025

Members Present:

Jack McGurk, Chair

Jason Carlson, Treasurer & Co-Chair, Finance & Investment Committee

Robin Smith, Immediate Past Board Chair

Ken Fulgham, Co-Chair, Finance & Investment Committee

Carin Kaltschmidt, Chair, Donor Intention & Fulfillment Committee

Members Absent:

Scott Hunt, Chair, Audit Committee

Guests: Kevin Furtado, Steve Karp, and Angie Petroske

A special meeting of the Cal Poly Humboldt Foundation Executive Committee was held on Friday, August 1, 2025 at 10:00 AM via Zoom Teleconference.

1. Call to Order/Roll Call

The meeting was called to order by Executive Committee Chair Jack McGurk at 10:01 AM.

2. Public Comments

Ken Fulgham, Co-Chair of the Finance & Investment Committee asked if there would be a separate meeting to appoint Steve Karp as the President of Real Estate Holdings. Angie Petroske, Board Coordinator, stated that the Cal Poly Humboldt Foundation Board will designate him as the REH President during their meeting on Thursday, August 28, 2025.

3. Minutes (Draft) of June 6, 2025 Meeting

Upon motion duly made (Ken Fulgham), seconded (Robin Smith), and unanimously carried, it was:

RESOLVED, that the Minutes of the June 6, 2025 meeting are accepted.

4. Appointment of Steve Karp

Upon Mark Johnson's departure, Cal Poly Humboldt Interim President Michael Spagna appointed Director of Special Projects Steve Karp as Acting Vice President of University

Advancement, effective June 18, 2025. In this role, Steve became an ex-officio voting member of the Board of Directors.

The Foundation's bylaws require the President to appoint an Executive Director for the Foundation and with a memorandum dated June 18, 2025, President Spagna formally notified the Board that Steve Karp was appointed as the Foundation's Executive Director, effective that day.

In order to complete the transition, the President requested the Executive Committee, on behalf of the Board of Directors, approve a resolution appointing Steve Karp as Secretary and granting signing authority. Lastly, Steve will need to be appointed to the Executive Committee. The bylaws require action by the full Board to complete this step, so the item will be placed on the agenda for the August 28, 2025 meeting.

Upon motion duly made (Ken Fulgham), seconded (Jason Carlson), and unanimously carried:

WHEREAS President Spagna appointed Steve Karp as Acting Vice President for University Advancement beginning June 18, 2025, and

WHEREAS the bylaws provide that the Vice President for University Advancement serves as an ex-officio voting member of the Board of Directors, and

WHEREAS President Spagna appointed Steve Karp as Executive Director of the Foundation beginning June 18, 2025, and

WHEREAS President Spagna requested the Executive Committee of the Board of Directors grant to Steve Karp the same full rights, responsibilities and authority as the previous Vice President for University Advancement,

NOW THEREFORE BE IT RESOLVED, that Cal Poly Humboldt Acting Vice President of University Advancement and Executive Director of the Cal Poly Humboldt Foundation, Steve Karp, is appointed as Secretary of the Board of Directors as of June 18, 2025, and,

BE IT FURTHER RESOLVED, that Steve Karp is authorized to sign the execution of contracts, assignments, certificates and other instruments of whatever nature which have been authorized to be executed on behalf of the Cal Poly Humboldt Foundation, except in cases where the signing thereof is expressly delegated by the Board of Directors, the Bylaws, policies, or by statute to some other officer, officers, or agent of the Foundation, as of June 18, 2025.

5. Executive Director's Report

Steve Karp, Acting Vice President for University Advancement and Executive Director of the Foundation, introduced himself to the Executive Committee and provided his personal background. He indicated to the Committee that future discussions regarding the theme and timing of the next philanthropic campaign as well as gift fees would be forthcoming.

6. Adjournment

Without objection, the meeting was adjourned at 10:18 AM.