

CAL POLY POMONA FOUNDATION, INC.
CALIFORNIA STATE POLYTECHNIC UNIVERSITY, POMONA

Meeting of the Board of Directors, Number 354

February 20, 2013

2:00 pm – Garden Vista @ Kellogg West Conference Center & Lodge

AGENDA

Presentation of Norman J. Priest Scholarship Awards
Karina Diaz-Infante, Brenna Grabowski, Jordan Kittleson

Dr. Ortiz, Chair

I. PRESIDENT'S REPORT

Dr. Ortiz, Chair

II. CONSENSUS ACTION ITEMS

Consensus Items: Items in this section are considered to be routine and acted on by the committee in one motion. Each item of the Consent agenda approved by the committee shall be deemed to have been considered in full and adopted as recommended. Any committee member may request that a consent item be removed from the consent agenda to be considered as a separate action item. If no additional information is requested, the approval vote will be taken without discussion. An "A" distinguishes items requiring approval.

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D.	Financial Highlights –2 nd Quarter 2012-13 (ATTACHMENT 354-II-D)	David Prenovost Senior Managing Dir/CFO 42 - 52
E.	CPP Food Truck Update (ATTACHMENT 354-II-E)	Paul Storey Executive Director 53 - 54
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G.	Los Olivos Renovations Update (ATTACHMENT 354-II-G)	Paul Storey Executive Director 68 - 79
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B.	Policy 118 Update-Foundation Budget Process (ATTACHMENT 354-III-B)	Paul Storey Executive Director 93 - 95
C.	General Investment Policy 131 Update (ATTACHMENT 354-III-C)	David Prenovost Senior Managing Dir/CFO 96 - 107
D.	General Investment Portfolio Proposal -Morgan Stanley Investment Co. (ATTACHMENT 354-III-D)	David Prenovost Senior Managing Dir/CFO and Tom Goff, Chair Investment Committee 108 - 135

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| E. | Flexible Benefit Spending Program
(ATTACHMENT 354-III-E) | Paul Storey
Executive Director/
Dennis Miller
Chief Employment Officer | 136 - 137 |
| F. | Brett Roth Special Employment Contract
(ATTACHMENT 354-III-F) | Paul Storey
Executive Director | 138 |

IV. DISCUSSION ITEMS

None

V. INFORMATION ITEMS

The following items provide information and reports by management staff to the committee. Staff and committee may engage in discussion on any item if requested by committee member or staff member.

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|----|--|---|-----------|
| A. | Research Office Presentation
(ATTACHMENT 354-V-A) | Frank Ewers
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and Sponsored Programs | 139 - 151 |
| B. | 2013 Healthcare and CalPERS Pension Reform
-Impacts to Foundation
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| C. | Pcard Wells Fargo Update
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| D. | Executive Director's Report
-CSU Auxiliary Audits 2013 | Paul Storey
Executive Director | |

VI. OPEN FORUM

Norman J. Priest Scholarship

This award is given to Foundation full-time student employees who embody the ideals of former Foundation Board member Norman J. Priest through their community service, leadership skills, and involvement in the Foundation. Submitted applications are reviewed by Mrs. Halo Priest, her son James Priest, and a Foundation Scholarship Committee. Selection is based on one's resume, a recommendation from both a supervisor and a Foundation staff member, plus an essay on how the Cal Poly Pomona Foundation has helped them with their educational goals and how the award will help them achieve their career/educational goals. The essay should also highlight how participation and leadership in campus activities and community service will help them achieve their goals.

The three 2012-2013 winners are **Karina Diaz-Infante**, University Village Housing employee; **Brenna Grabowski**, Kellogg West employee; and **Jordan Kittleson**, University Village Housing employee.

Karina is expecting to earn her B.A. in Human Foods and Nutrition with an option in Dietetics in 2014. Her career goal is to become a Registered Dietitian and to work in the Hispanic community. She also has a Spanish minor and is part of the Estudiante Dietetico program at Cal Poly, which is an accredited didactic program funded by the USDA for bilingual dietetic students. Karina has worked at the Wellness Center on campus for two years as a Peer Health Educator where she has gained experience working in the health profession. She is very involved on campus as an active member of Zeta Tau Alpha Sorority, FN Forum, Phi Upsilon Omicron, and Order of Omega. She is a Resident Advisor at the University Village and will be a Student Coordinator next year.

Brenna will earn her Bachelor of Science Degree in Hospitality Management in 2014. In addition, she is completing a minor in General Business to extend her education and understanding. Her studies are specifically focused on aspects of law, accounting, and asset management practices in the hotel and tourism industry.

Brenna is proud to be a member of the Golden Key International Honour Society and is excited about being a founding leader of Cal Poly's ballet club, Poly Pointe. She has served the community through organizations including Habitat for Humanity, Heal the Bay, and Girls Scouts, and has received scholarships from Hilton World and Pepsi Beverages Company.

Recently, Brenna completed a summer internship program with Marriott Vacations Worldwide. She is currently working as a Front Desk Agent at Kellogg West Conference Center and Hotel where she has gained invaluable hands-on experience over the past two years. After graduation, Brenna will continue to grow within the hospitality industry with plans to eventually become a successful manager of her own property.

Jordan was previously introduced to the Board in September 2012. He holds a bachelor's degree in Political Science from Cal Poly Pomona, and is currently in his last year of graduate school studying the intricacies of public administration. His career objective is to become a United States Congressman.

CAL POLY POMONA FOUNDATION, INC.
California State Polytechnic University, Pomona

MINUTES OF MEETING NO. 353
OF THE
BOARD OF DIRECTORS
November 15, 2012

Pursuant to a written order by Dr. J. Michael Ortiz, delivered to each member of the Board of Directors on October 9, 2012, the Board of Directors of the CAL POLY POMONA FOUNDATION, INC. assembled and held a meeting on the campus of the California State Polytechnic University, Pomona, California, at 2:00 p.m. on November 15, 2012.

Present were; Dr. Ed Barnes, Mr. Evin Coukos, Dr. Marten denBoer, Ms. Susie Diaz, Dr. Doug Freer, Mr. Tom Goff, Mr. Jordon Kittleson, Dr. J. Michael Ortiz, Mr. Christopher Osuala, Mr. Lowell Overton, Mr. James Priest, Ms. Cassandra Reyes, Mr. Oliver Santos via WebEx, Mr. Mickey Segal, Mr. David Speak, and Ms. Kathy Tully.

Absent were; Ms. Mei Lien Chang, Ms. Rachel Dominguez, Dr. Winny Dong, Dr. Richard Lapidus, Mr. John McGuthry, Dr. Edward Merritt and Mr. Scott Warrington.

Mr. Clint Aase, Mr. Cameron Edmonds, Mr. Mike Lutowski with DBS, Mr. Aaron Neilson, Ms. Anne McLoughlin, Mr. Dennis Miller, Ms. Debra Poe, Mr. David Prenovost, Mr. Brett Roth, Mrs. Sharon Roth, and Mr. G. Paul Storey were invited guests.

The meeting was called to order at 2:10.

Dr. Ortiz presented a Resolution of Appreciation to Brett Roth, Director of Dining Services, upon his retirement, for Distinguished Service to Cal Poly Pomona Foundation for over 12 years of service.

PRESIDENT'S REPORT

1. Proposition 30 passed and benefits the students by reducing tuition and refunds will be issued shortly.
2. The CSU Board of Trustees requested \$372 million for funding from the State of California for an increase in health care and salaries.
3. Incoming Chancellor Timothy White requested a 10% cut in salary from the CSU Board of Trustees.
4. Visitors from the Legislative Analyst Offices observed our campus this week.
5. The Comprehensive Campaign is going well. Cal Poly Pomona has achieved \$107 million towards our \$150 million goal.
6. Two students, Tiffany Dinh and Jacob Deavers, qualified for the NCAA Division II Track and Field National Championships.
7. Cal Poly's Men's and Women's Basketball Teams are doing very well.

II. CONSENSUS ITEMS

- A. Reading of Board Meeting Minutes # 352
- B. Investment Policy 130 Update
- C. Michael Ferguson Resignation from Board
- D. 457 Conversion to purchase CalPERS Airtime and PARS sick and vacation conversion
- E. Faculty Staff Affordable Housing Update
- F. Financial Highlights – 1st Quarter 2012-13

A motion was made by Ed Barnes to approve the entire Consent Agenda. The motion was seconded by Marten denBoer and unanimously approved, 16 Ayes, 0-Abstentions, 0-Nays.

III ACTION ITEMS

- A. Health Benefit Plans Open Enrollment

Dennis Miller explained the Foundation is proposing a 5% annual increase to the 2013 health plan premiums. Employee only monthly premium is \$361, employee plus one is \$686 and employee plus 2 or more is \$877. The recommended premiums are based on the 5%

annual increase cap previously approved by the Board of Directors during the 2012-13 budget meeting in May 2012 and include no changes to benefit plan features.

Consultant Mike Lutowsky of Discovery Benefits Solutions gave an overview of the existing Self-Funded Health Plan's key components, status and rate structure for next year.

A motion was made by Marten denBoer to approve the proposed annual increase of 5% to the Foundations contribution to healthcare. The motion was seconded by Mickey Segal and approved 16 Ayes, 0-Abstentions, 0-Nays.

B. Holiday Time Off Schedule for Year End

Dennis Miller explained that due to the timing of this year's Holidays, the Foundation is requesting for this year only, to add a paid "Foundation Holiday" to cover an additional day, December 31, 2012. Historically, employees have used 6 vacation days and 4 paid holidays to accommodate the year end closure of operations and administrative offices from December 17th thru January 1, 2013. The "Foundation Holiday" represents a reasonable solution to accommodate the year end closure for 2012 and does not have a material impact to Foundation. It was mentioned the Foundation benefits from the 2 week closure through a reduction in utility expenses, reduced carbon footprint, etc.

This one time approach provides a small benefit to an employee which is primarily due to how the holidays fall within the calendar work week.

A motion was made by Tom Goff to approve the addition of one paid Foundation Holiday for December 31, 2012. The motion was seconded by Susie Diaz and approved, 16 Ayes, 0-Abstentions, 0-Nays.

C. 2012-2013 Capital Budget Amendments

Kellogg West Lobby/Common Area Refurbishment

Cameron Edmonds explained Kellogg West Conference Center and Hotel is requesting an additional capital budget amount of \$25,000 for the finalization of the refurbishment project for the KW lobby and common areas. KW had previously received \$187,000 for the project and these additional funds are needed to complete the project for a total capital budget of \$212,000 and is expected to be completed by 1/6/13.

Kellogg West Dining Rooms Upgrade

Brett Roth explained Foundation Dining Services is requesting an additional capital budget amount of \$38,000 for improvements and dining rooms upgrades at Kellogg West. \$62,000 was previously received for this capital improvement, and these funds are needed to complete the project which brings the total capital budget to \$100,000.

Buildings 66 and 97 Improvements

Paul Storey stated Foundation is requesting an additional capital budget amount of \$152,500 for improvements in both building 66 and 97. In building 66; \$65,000 for replacement of HVAC coils, \$42,500 for tenant improvements to the classroom side including lighting retrofit of offices and classrooms, cleanup of ceilings, paint, signage and carpet refresh. In building 97; \$5,000 for Career Center lobby carpet replacement, \$40,000 for fire alarm replacement of a system no longer operational including parts needed for repair that are no longer available.

Food Truck

Brett Roth explained Foundation Dining Services is requesting a capital budget of \$300,000 for the purchase of a food truck. This would provide a mobile venue of Starbucks coffee drinks, snack and entrée items including deli and Panini style sandwiches. The food truck will support the other dining units as part of the Foundation Dining Services campus options.

A motion was made by Marten denBoer to approve the capital improvement expenditures totaling \$515,500. The motion was seconded by Tom Goth and approved, 16 Ayes, 0-Abstentions, 0-Nays.

D. Investment Report 1st Quarter 2012-13

David Prenovost presented the General Investment Portfolio's current market value of \$31,779,254 and the current allocation is 22% in equities, 66% in fixed income, 2% in cash, 0% in real estate and 10% in alternative investments.

Foundation program and scholarship funds that are stratified into three durations, short term being 1 to 3 years, medium term being 4 to 7 years and long term being greater than 7 years. As of June 30th and September 30th the short term balances are \$9.5 million and \$10.5 million, medium term balances are \$4.0 million and \$4.2 million and long term balances \$9.5 million and \$9.4 million respectively.

The fixed income portfolio of \$21.3 million is managed by Bondlogistix and earned a total return of 0.28% basis points for the quarter and generated a total return of 0.63% for the one year compared to the Merrill Lynch 1-3 year Treasury/Agency Index that earned 0.25% basis points for the quarter and generated a total return of 0.63% for the one year. The duration of the fixed income portfolio is 1.57 which is approximately 90% of the Merrill Lynch 1-3 year Treasury/Agency index of approximately 1.75 as we moved away from the index's duration with the strategy of aging the Foundation's fixed income portfolio to reduce the exposure to an increase in interest rates that we projected back in February 2011 would increase by 2.0% through June 2012. We are now moving back to the index's duration based upon the comments of the Federal Reserve Board regarding their desire to keep the Federal Funds Rate unchanged through 2014.

Per the Foundation's Policy # 133, only the annualized yield is distributed; for the fiscal year to date the scholarship programs received \$1,857 and the Foundation programs received \$16,305.

The Common Fund Multi-Strategy Equity Fund is \$6,470,356 and earned 5.95% for the quarter and 22.34% for the one year compared to the S & P 500 index which earned 2.58% and 30.2% respectively. The Common Fund Multi-Strategy Bond fund is \$153,020 earned 3.31% for the quarter and earned 8.41% for the one year compared to Barclay's Capital U.S. Aggregate Bond index that earned 1.59% and 5.16% respectively.

The Foundation has received capital call notices and has contributed \$166,250 against its commitment of \$250,000 to Capital Partners IV and \$422,625 against its commitment of \$750,000 to Capital Private Equity Partners VII.

The Alternative Investment in Innovation Way infrastructure is \$3.2 million and fiscal year to date was charged \$5,547 per the terms of the investment. This alternative investment repaid \$100,539 in the first quarter of 2009-10 and we budgeted to pay \$300,000 per year beginning in fiscal year 2012-13.

The Endowment Investment Portfolio has a current market value of \$64,888,614 as of September 30, 2012 and the current portfolio allocation is no more than 0.3% less than or greater than the investment policy assets allocation and earned 5.33% versus the 5.1% blended benchmark for the quarter and earned 17.87% versus 17.11% for the blended benchmark for the rolling one year.

The Life Income Trust Portfolio consists of five charitable remainder trusts and has a current market value of \$1,096,052 and all the trusts reported positive earnings for the quarter ended.

A motion was made by Ed Barnes to approve the quarterly investment reports are in compliance with the investment policies. The motion was seconded by Marten denBoer and approved, 16 Ayes, 0-Abstentions, 0-Nays.

IV. DISCUSSION ITEMS

None

V. INFORMATION ITEMS

A. Annual Risk Management/Insurance Report

David Prenovost summarized the 2012-13 CSURMA AORMA report and property and liability risk management claims.

B. Bookstore Report Fall – Affordable Learning Solutions

Clint Aase summarized new programs, changes to existing programs and affordable course materials options available at Bronco Bookstore.

C. Nutritional Analysis Program – Dining Services

Aaron Neilson reviewed the Food Management System that includes a weekly menu website with drill-down nutritional information capability. The Foundation Marketing department showed a creative video to the Board giving examples of the new menu website.

Doug Freer commented that he was very pleased with this new program as many students have requested this nutritional information.

Dr. Ortiz stated that Paul Storey and his Foundation staff have done an excellent job of meeting the needs of the University.

Executive Director's Report

1. 3 retirements in December; Jack Ferrero Shipping/Receiving Manager, Bronco Bookstore, Dave Matheson, Facilities Maintenance and Brett Roth the Dining Services Director.
2. The Foundation made a political contribution of \$5,800 to Proposition 30 to support the proposition per the request from the Chancellor's Office after consultation with tax counsel.
3. \$1 million was used to fund the Post Medical Benefits Trust in October after Board approval during the 2012-13 budget meeting in May 2012.
4. There is a waiting list for Village Housing and students are being housed at Shilo Inn until rooms become available.
5. The minimum required to open an endowment has been increased from \$10,000 to \$50,000 effective 7/1/12.
6. Paul thanked all the Board Members for their participation and distributed a gift card to each member as a Happy Holiday gesture.

VI. OPEN FORUM

Dr. Ortiz thanked the Board Members for their continued support of the Foundation and wished everyone Happy Holidays.

Meeting adjourned at 3:30 p.m.

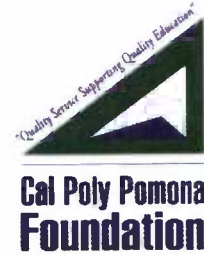
Respectfully submitted,

Dr. Winny Dong,
Secretary/Treasurer



Memorandum

Date: February 13, 2013
To: Board of Directors
Cal Poly Pomona Foundation, Inc.
From: Dennis Miller, Chief Employment Officer
Cal Poly Pomona Foundation, Inc.



Subject: **Update to Salary Scale**

To assist in compliance with Foundation Policy 219, Foundation maintains a salary scale using a grade system encompassing Salary Grades 1 through 16. Periodically, the salary scale requires adjustments to help reflect current recruitment, selection, and compensation practices, and to help assure overall fairness regarding compensation administration. Updating the salary scale also aids in compliance in several areas.

In fact, Section 570.5 of the California Code of Regulations requires Foundation to maintain a "Publicly Available Pay Schedule" meeting a list of restrictions. Our publicly available pay scale is used by CalPERS in determining "compensation earnable" for retirement purposes, which makes this document very important. Within those regulations exists a requirement for the Board of Directors of Foundation to review, approve, and adopt the salary scale, and this Resolution is intended to satisfy that requirement.

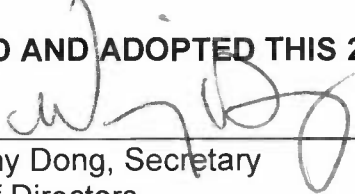
The last revision to the salary scale was July 1, 2008. The revised salary scale shows a very conservative 3% increase for all ranges, and proposes an effective date of January 1, 2013. Attached is the current and proposed salary scale with the various positions assigned to the specific Salary Grade.

PROPOSED ACTION:

The following Resolution is recommended for approval:

RESOLVED, that the Board of Directors approves the revised salary scale, effective January 1, 2013, and that the Executive Director of the Cal Poly Pomona Foundation is authorized and directed to take any and all action as may be necessary to effectuate this Resolution.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.



Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

Cal Poly Pomona Foundation, Inc.
Salary Grades - Effective July 1, 2008 with Revision 1

Variable Grade Spread

GRADE #	POINT SPREAD		URLY RANGE SPREAD			Bi-Weekly Period			ANNUAL RANGE SPREAD			GRADE #
	MIN	MAX	MIN	MID	MAX	MIN	MID	MAX	MIN	MID	MAX	
16	2,400					\$4,448	\$6,116	\$7,783	\$115,640	\$159,005	\$202,370	16
15	2,200	2,399				\$3,177	\$4,209	\$5,242	\$82,600	\$109,445	\$136,290	15
14	2,000	2,199	"Grades 1 thru 7"			\$2,692	\$3,558	\$4,423	\$70,000	\$92,500	\$115,000	14
13	1,800	1,999	Are			\$2,050	\$2,748	\$3,447	\$53,300	\$71,455	\$89,610	13
12	1,600	1,799	NONEXEMPT Only			\$1,831	\$2,454	\$3,077	\$47,600	\$63,804	\$80,008	12
11	1,400	1,599	Status			\$1,612	\$2,160	\$2,708	\$41,924	\$56,167	\$70,410	11
10	1,200	1,399	\$18.40	\$23.93	\$29.45	\$1,472	\$1,914	\$2,356	\$38,272	\$49,764	\$61,256	10
9	1,100	1,199	\$16.45	\$21.30	\$26.15	\$1,316	\$1,704	\$2,092	\$34,216	\$44,304	\$54,392	9
8	1,000	1,099	\$15.81	\$19.88	\$23.95	\$1,265	\$1,590	\$1,916	\$32,885	\$41,350	\$49,816	8
7	900	999	\$12.75	\$16.52	\$20.29	\$1,020	\$1,322	\$1,623	\$26,520	\$34,362	\$42,203	7
6	800	899	\$11.58	\$14.99	\$18.40	\$926	\$1,199	\$1,472	\$24,086	\$31,179	\$38,272	6
5	750	799	\$10.98	\$13.37	\$15.76	\$878	\$1,070	\$1,261	\$22,838	\$27,810	\$32,781	5
4	700	749	\$10.77	\$12.40	\$14.03	\$862	\$992	\$1,122	\$22,402	\$25,792	\$29,182	4
3	675	699	\$10.02	\$11.52	\$13.02	\$802	\$922	\$1,042	\$20,842	\$23,962	\$27,082	3
2	646	674	\$9.01	\$10.35	\$11.68	\$721	\$828	\$934	\$18,741	\$21,518	\$24,294	2
1	600	645	\$8.00	\$9.14	\$10.28	\$640	\$731	\$822	\$16,640	\$19,011	\$21,382	1

ALL FULL TIME BENEFITED POSITIONS START AT GRADE 2

Cal Poly Pomona Foundation, Inc.
Salary Grades - Effective January 1, 2013

Variable Grade Spread

GRADE #	POINT SPREAD		URLY RANGE SPREAD			Bi-Weekly Period			ANNUAL RANGE SPREAD			GRADE #
	MIN	MAX	MIN	MID	MAX	MIN	MID	MAX	MIN	MID	MAX	
16	2,400					\$4,581	\$6,299	\$8,017	\$119,109	\$163,775	\$208,441	16
15	2,200	2,399				\$3,272	\$4,336	\$5,399	\$85,078	\$112,729	\$140,379	15
14	2,000	2,199	"Grades 1 thru 7"			\$2,773	\$3,664	\$4,556	\$72,100	\$95,275	\$118,450	14
13	1,800	1,999	Are			\$2,112	\$2,831	\$3,550	\$54,899	\$73,599	\$92,298	13
12	1,600	1,799	NONEXEMPT Only			\$1,886	\$2,528	\$3,170	\$49,028	\$65,718	\$82,408	12
11	1,400	1,599	Status			\$1,661	\$2,225	\$2,789	\$43,182	\$57,852	\$72,522	11
10	1,200	1,399	\$18.95	\$24.65	\$30.35	\$1,516	\$1,972	\$2,428	\$39,416	\$51,272	\$63,128	10
9	1,100	1,199	\$16.94	\$21.95	\$26.95	\$1,355	\$1,756	\$2,156	\$35,235	\$45,646	\$56,056	9
8	1,000	1,099	\$16.28	\$20.48	\$24.67	\$1,302	\$1,638	\$1,974	\$33,862	\$42,588	\$51,314	8
7	900	999	\$13.13	\$17.02	\$20.90	\$1,050	\$1,361	\$1,672	\$27,310	\$35,391	\$43,472	7
6	800	899	\$11.58	\$15.27	\$18.95	\$926	\$1,221	\$1,516	\$24,086	\$31,751	\$39,416	6
5	750	799	\$11.31	\$13.78	\$16.25	\$905	\$1,102	\$1,300	\$23,525	\$28,662	\$33,800	5
4	700	749	\$11.09	\$12.77	\$14.45	\$887	\$1,022	\$1,156	\$23,067	\$26,562	\$30,056	4
3	675	699	\$10.32	\$11.87	\$13.41	\$826	\$949	\$1,073	\$21,466	\$24,679	\$27,893	3
2	646	674	\$9.28	\$10.66	\$12.03	\$742	\$852	\$962	\$19,302	\$22,162	\$25,022	2
1	600	645	\$8.00	\$9.30	\$10.60	\$640	\$744	\$848	\$16,640	\$19,344	\$22,048	1

ALL FULL TIME BENEFITED POSITIONS START AT GRADE 2

<u>Position</u>	<u>Grade</u>	<u>Minimum</u>	<u>Maximum</u>
Baker	2	19,303	25,023
Commercial Cook G2	2	19,303	25,023
Commercial Dishwasher G2	2	19,303	25,023
Farm Laborer	2	19,303	25,023
Kitchen Utility Worker	2	19,303	25,023
Salad Maker	2	19,303	25,023
Accounts Receivable Clerk	3	21,467	27,894
Commercial Cook G3	3	21,467	27,894
Facility Services Worker G3	3	21,467	27,894
Baker/Pastry Chef	4	23,074	30,057
Commercial Cook G4	4	23,074	30,057
Hotel Desk Clerk PM	4	23,074	30,057
Nursery Worker	4	23,074	30,057
Carls Shift Lead	5	23,523	33,764
General Maintenance Worker	5	23,523	33,764
Research Assistant	5	23,523	33,764
Shift Leader II	5	23,523	33,764
Subway Shift Lead	5	23,523	33,764
Accounts Specialist G6	6	24,809	39,420
Administrative Assistant G6	6	24,809	39,420
Commercial Cook G6	6	24,809	39,420
Course Requisitions Coordinator	6	24,809	39,420
Custom Publishing Coordinator	6	24,809	39,420
Facility Services Worker	6	24,809	39,420
Los Olivos Food & Beverage Support	6	24,809	39,420
Off Campus Cater Coordinator	6	24,809	39,420
Operations Floor Support Commercial	6	24,809	39,420
Operations Commercial Support G6	6	24,809	39,420
Operations Office Support II	6	24,809	39,420
Operations Floor Supervisor	6	24,809	39,420
Operations Office Support	6	24,809	39,420
Receiving & Distribution Clerk	6	24,809	39,420
Subway Operations Floor Supervisor	6	24,809	39,420
Vault Cashier	6	24,809	39,420
Accounts Specialist III	7	27,316	43,469
Accounts Specialist G7	7	27,316	43,469
Administrative Assistant_G7	7	27,316	43,469
Assignment Coordinator	7	27,316	43,469
Commercial Cook G7	7	27,316	43,469
Community Development Specialist	7	27,316	43,469
Floor Support	7	27,316	43,469
Graduate Complex Coordinator	7	27,316	43,469
Grants Specialist G7	7	27,316	43,469
Operations Support Qdoba	7	27,316	43,469
Project Coordinator G7	7	27,316	43,469
Social Media Coordinator	7	27,316	43,469
System Administration for Dining Services	7	27,316	43,469
Accounting Specialist	8	33,872	51,310
Assistant Manager CBA Pony Express	8	33,872	51,310
CEU Program Development Manager	8	33,872	51,310
Farm Store Supervisor	8	33,872	51,310

<u>Position</u>	<u>Grade</u>	<u>Minimum</u>	<u>Maximum</u>
General Maintenance Lead G8	8	33,872	51,310
Grants Specialist G8	8	33,872	51,310
International Training Coordinator	8	33,872	51,310
Marketing Assistant	8	33,872	51,310
Payroll Technician	8	33,872	51,310
Ship & Receiving Supervisor	8	33,872	51,310
Starbucks Manager	8	33,872	51,310
Student Affairs Coordinator	8	33,872	51,310
Technical Specialist Exempt	8	33,872	51,310
Academic Coordinator II	9	35,242	56,024
Administrative Assistant G9	9	35,242	56,024
Agriculture Laborer Lead	9	35,242	56,024
Dennys Assistant Manager	9	35,242	56,024
Franchise Manager G9	9	35,242	56,024
HR Generalist I	9	35,242	56,024
Kitchen Supervisor G9	9	35,242	56,024
Los Olivos Assistant Manager	9	35,242	56,024
Research Scientist I	9	35,242	56,024
Sr. Payroll Technician	9	35,242	56,024
Accounts Specialist G10	10	39,420	63,094
Admin Assistant G10	10	39,420	63,094
Book Operations Manager	10	39,420	63,094
Computer Store Manager	10	39,420	63,094
Conference Sales Manager	10	39,420	63,094
Financial Systems Accountant	10	39,420	63,094
Franchise Manager G10	10	39,420	63,094
General Merchandise Manager	10	39,420	63,094
HVAC Technician	10	39,420	63,094
Learning Specialist	10	39,420	63,094
Manager CBA Pony	10	39,420	63,094
Operations Manager	10	39,420	63,094
Reading Advisor II	10	39,420	63,094
Service Manager	10	39,420	63,094
Shipping & Receiving Manager	10	39,420	63,094
Upward Bound Program Coordinator	10	39,420	63,094
Assttiant Director for Residential Standards (UV)	10	39,420	63,094
Vending Manager	10	39,420	63,094
Academic Program Coordinator	11	43,182	72,522
Facilities Manager	11	43,182	72,522
Financial System Analyst	11	43,182	72,522
Hospitality Management & EIP	11	43,182	72,522
HR Generalist II	11	43,182	72,522
Program Administrator	11	43,182	72,522
Real Estate Manager	11	43,182	72,522
Associate Director of University Village	12	49,028	82,408
Asst to Dir/Pub Relations	12	49,028	82,408
Dennys General Manager	12	49,028	82,408
Executive Chef	12	49,028	82,408
Farm Supervisor	12	49,028	82,408
General Business Manager	12	49,028	82,408
Information Systems Analyst	12	49,028	82,408

<u>Position</u>	<u>Grade</u>	<u>Minimum</u>	<u>Maximum</u>
Project Manager	12	49,028	82,408
Research Scientist III	12	49,028	82,408
Sr Catering Manager	12	49,028	82,408
Sr. GM Board Operations	12	49,028	82,408
Webmaster	12	49,028	82,408
Associate Director, Dining Services	13	54,899	92,298
Contract & Grants Manager	13	54,899	92,298
Dir of CPELI	13	54,899	92,298
Director of Talent Search	13	54,899	92,298
Director CRSP	13	54,899	92,298
Director of Comm/Ext Relations	13	54,899	92,298
Director of Enterprise Accounting	13	54,899	92,298
Director of Marketing	13	54,899	92,298
Program Director	13	54,899	92,298
Project Coordinator G13	13	54,899	92,298
Sr. Associate Director Bookstore	13	54,899	92,298
Chief Employment Officer	14	72,100	118,450
Director of Bookstore	14	72,100	118,450
Director Housing Services	14	72,100	118,450
Director of Dining Services	14	72,100	118,450
Director of Kellogg West Conference Center	14	72,100	118,450
MIS Director	14	72,100	118,450
Project Director	14	72,100	118,450
Chief Financial Officer	15	85,078	140,379
Real Estate Program Director	15	85,078	140,379
Executive Director	16	119,109	208,441

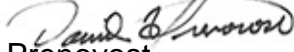
Note: All salaries are stated in "annualized" form, and presume 2080 hours per year.
Last update July 1, 2008

Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: 
David F. Prenovost
Senior Managing Director/CFO

Subject: INVESTMENT HIGHLIGHTS – Second Quarter 2012-13

GENERAL INVESTMENT PORTFOLIO

The General Investment Portfolio (Portfolio) includes fixed income securities managed by Bondlogistix and equity, fixed income, private capital and real estate investments with the Common Fund along with an alternative investment in the first phase infrastructure at Innovation Village. The Portfolio has a current market value of \$34,349,161 and the current allocation is 21% in equities versus the target of 20%, 68% in fixed income versus the target of 60%, 3% in cash versus the target of 5%, 0% in real estate versus the target of 5% and 8% in alternative investments versus the target of 10%.

We only report the Foundation program and scholarship funds that are stratified into three durations, short term being 1 to 3 years, medium term being 4 to 7 years and long term being greater than 7 years. As of September 30th and December 31st the short term balances are \$10.5 million and \$12.8 million, medium term balances are \$4.2 million and \$4.1 million and long term balances \$9.5 million and \$9.3 million respectively.

For the rolling one year the Portfolio returned 4.5% compared to the performance benchmark Higher Education Price Index (HEPI) of 2.3% plus 2% or 4.3% per the Foundation's General Investment Policy # 131. The HEPI index is used to measure the absolute objective of the portfolio as measured in terms of preserving purchasing power. The fixed income portfolio of \$24.2 million is managed by Bondlogistix and earned a total return of 0.12% basis points for the quarter and generated a total return of 0.64% for the one year compared to the Merrill Lynch 1-3 year Treasury/Agency Index that earned 0.08% basis points for the quarter and generated a total return of 0.51% for the one year. The duration of the fixed income portfolio is 1.72 in line with the Merrill Lynch 1-3 year Treasury/Agency index of approximately 1.75.

Per the Foundation's Policy # 133, only the annualized yield is distributed; for the fiscal year to date the scholarship programs received \$3,730 and the Foundation programs received \$32,804.

The Common Fund Multi-Strategy Equity Fund is \$7.2 and earned 2.12% for the quarter and 15.04% for the one year compared to the S & P 500 index which lost -0.38% and earned 16.00% respectively. The Common Fund Multi-Strategy Bond fund is \$154,670 earned 1.08% for the quarter and earned 8.14% for the one year compared to Barclay's Capital U.S. Aggregate Bond index that earned 0.21% and 4.22% respectively.

Per the request of Common Fund Reality, the Investor's Operating Agreement was amended to allow for the dissolution of the fund "determined by the Manager, in its sole discretion, that the Fund's investment strategy is no longer viable or that the dissolution of the Fund is in the best interests of the Fund". Currently the Foundation's investment in the Fund is \$96,883 as of June 2012; accordingly the Foundation is expected to receive approximately the same amount when the funds are actually distributed here in 2013, please see amendment for further details.

The Foundation has received capital call notices and has contributed \$183,125 against its commitment of \$250,000 to Capital Partners IV and \$469,500 against its commitment of \$750,000 to Capital Private Equity Partners VII.

The Alternative Investment in Innovation Way infrastructure is \$2.6 million and fiscal year to date was charged \$10,389 per the terms of the investment. This alternative investment repaid \$100,539 in the first quarter of 2009-10 and \$300,000 in the second quarter of fiscal year 2012-13.

ENDOWMENT INVESTMENT PORTFOLIO

The Endowment Investment Portfolio (Portfolio) includes securities managed by Graystone Consulting, a division of Morgan Stanley Private Wealth Management which provides investment advisory and reporting services to the Foundation for the endowment investment portfolio. The Portfolio has a current market value of \$66,795,296 as of December 31, 2012 and the current portfolio allocation is no more than 60 basis points less than or greater than the investment policy assets allocation and earned net of fees 2.90% versus the 1.88% blended benchmark for the quarter and earned net of fees 14.26% versus 12.83% for the blended benchmark for the rolling one year. See asset allocation and performance report for further details.

LIFE INCOME TRUST PORTFOLIO

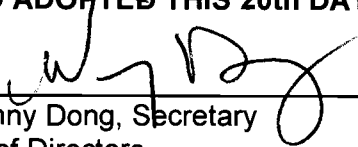
The Life Income Trust Portfolio has a new Trust and now consists of six charitable remainder trusts with a current market value of \$1,449,510; all the trusts reported positive earnings for the quarter ended except for one.

Recommended Action: The Foundation's Endowment and General Investment Policies 130 and 131 require a comprehensive quarterly report of the investment portfolios performance be provided to the Investment Committee and Board of Directors at a regularly scheduled meeting. Foundation management believes that the quarterly investment reports are in compliance with the investment policies and

Resolved, the Board of Directors approves this Second Quarter 2012-2013 investment report.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.

By:



Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

**CAL POLY POMONA FOUNDATION, INC.
INVESTMENT SUMMARY AS OF DECEMBER 31, 2012**

Asset Class	Policy Range Minimum	Policy Range Maximum	Policy Target	Portfolio Allocation	Portfolio Amount
Common Fund					
Multi-Strategy Equity Fund	10%	65%	20%	21%	7,239,796
Mutual Funds-Equity	10%	65%	0%	0%	-
Fixed Income					
(Domestic and International)	40%	85%	60%	68%	23,302,474
Mutual Funds-Debt	40%	85%	0%	0%	
Cash Equivalents	0%	20%	5%	3%	1,120,920
Common Fund					
Real Estate	0%	10%	5%	0%	96,883
Alternative Investments					
Innovation Way Road	0%	25%	10%	8%	2,589,088
			100%	100%	34,349,161

	Current Quarter	Calendar YTD	One Year(rolling)	Three Year Calendar (Annualized)
Common Fund				
Multi-Strategy Equity Fund	2.12%	15.04%	15.04%	7.97%
<i>S & P 500 Index</i>	-0.38%	16.00%	16.00%	10.87%
Fixed Income				
(Domestic and International)	0.12%	0.64%	0.64%	1.27%
<i>Merrill Lynch 1-3 Year Treasury/Agency Index</i>	0.08%	0.51%	0.51%	1.46%
Mutual Funds-Debt				
Cash Equivalents	0.00%	0.00%	0.00%	0.02%
Common Fund				
Private Capital	1.92%	10.85%	10.85%	11.35%
Real Estate	0.00%	N/A	N/A	-100.00%
<i>Targeted Long Term Return</i>			11-15%	11-15%

CAL POLY POMONA FOUNDATION, INC.
INVESTMENTS AS OF DECEMBER 31, 2012

GENERAL INVESTMENT PORTFOLIO

SECURITY TYPE	PAR VALUE	Book VALUE	MARKET VALUE	Unrealized Gain/(Loss)	Yield on Cost	Yield on Price	Duration	Pct. Assets
Money Market Funds								
Highmark Govt. Fund	1,120,920	1,120,920	1,120,920	0	0.00%	0.00%	0.00	4.62%
U.S. Corporate Securities								
Corporate Bonds	4,800,000	5,017,734	5,016,887	(846)	0.79%	0.82%	2.50	20.67%
US Treasury Securities								
U.S. Treasury Notes/Bonds	5,400,000	5,409,297	5,419,314	10,017	0.69%	0.14%	0.36	22.33%
U.S. Federal Agency Securities								
Federal Agency Securities	12,125,000	12,641,603	12,711,603	70,000	0.77%	0.35%	2.14	52.38%
Fixed income portfolio managed by Bondlogistix	23,445,920	24,189,554	24,268,724	79,171	0.72%	0.38%	0.94	100.00%
Common Fund Multi-Strategy Bond Fund **			154,670					
Total fixed income portfolio			24,423,394					

EQUITIES, ALTERNATIVE INVESTMENTS, PRIVATE CAPITAL & REAL ESTATE

	Value	Date
Common Fund Multi-Strategy Equity Fund **	6,607,481	12/31/2012
Alternative Investment - Innovation Village Infrastructure **	2,589,088	N/A
Common Fund Private Capital (valued as of prior quarter) ** & ***	632,315	9/30/2012
Common Fund Realty Investors, LLC (valued as of the prior quarter) **	96,883	6/30/2012
Total Portfolio	\$ 34,349,161	

** Excluded from the quarterly return of the portfolio

***Market Value as of prior quarter

	Prior Year FOURTH QTR	Prior Year THIRD QTR	Current Year SECOND QTR	Current Year FIRST QTR
Quarter Average-Annualized - Fixed Income Portfolio (see ** of investments excluded from returns)	0.77%	0.81%	0.75%	0.77%
Quarter Average - Fixed Income Portfolio (see ** of investments excluded from returns)	0.19%	0.20%	0.19%	0.19%

Quarterly Interest Distribution

	0.06857075%	0.07776336%	0.06272127%	0.06754291%
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LIFE INCOME TRUST PORTFOLIO

Custodian & name of CRT	MARKET VALUE 10/1/2012	CURRENT MARKET VALUE NET OF MANAGEMENT FEES				Prior Year	Prior Year	Current Year	Current Year	Current Year
		CORP/TREAS BONDS	MONEY MARKET	EQUITIES	TOTAL 12/31/2012	FOURTH QTR NET EARNINGS RATE	THIRD QTR NET EARNINGS RATE	SECOND QTR NET EARNINGS RATE	FIRST QTR NET EARNINGS RATE	Annualized NET EARNINGS RATE
Clifford Swan -Jewett	391,976	89,633	149,254	152,872	391,759	0.01%	3.78%	0.27%	1.80%	5.94%
Clifford Swan -Lane	41,616	13,914	1,534	24,618.02	40,066	-0.15%	6.26%	0.30%	4.84%	11.57%
Clifford Swan -Scroggs	22,240	10,262	1,512	10,273	22,046	0.08%	4.09%	0.33%	3.18%	7.84%
Morgan Stanley - Janesh	358,652	144,044	-	215,079	359,123	-3.84%	10.58%	2.09%	4.76%	13.72%
Morgan Stanley - Marraccino (new)		23,937	452,020	132,637	359,123	N/A	N/A	N/A	N/A	N/A
Ameriprise - Brisco	281,568	142,080	8,749	126,563	277,392	0.89%	5.49%	-0.52%	2.63%	8.66%
Total Portfolio	\$ 1,096,052	\$ 423,869	\$ 613,069	\$ 662,042	\$ 1,449,510					
% of Total		29.2%	42.3%	45.7%	100.0%					

Note - the quarterly and annual returns exclude the distributions to the beneficiaries when calculating the returns.

iNsight
innovation
integration



Cal Poly Pomona Foundation, Inc.



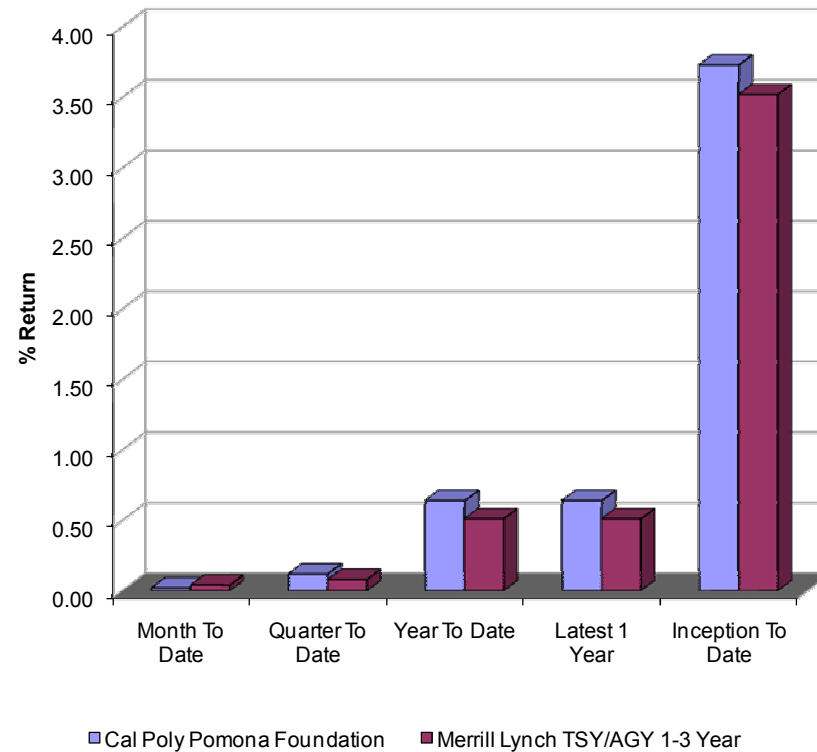
December 31, 2012

► Cal Poly Pomona Foundation, Inc.

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	<u>Month To Date</u>	<u>Quarter To Date</u>	<u>Year To Date</u>	<u>Latest 1 Year</u>	<u>Inception To Date</u>
Cal Poly Pomona Foundation	0.02	0.12	0.64	0.64	3.73
Merrill Lynch TSY/AGY 1-3 Year	0.04	0.08	0.51	0.51	3.52



PORTFOLIO COMPOSITION				CHANGE IN PORTFOLIO	
	<u>Market Value</u>	<u>Pct. Assets</u>	<u>Yield</u>		
Cash	1,120,919.75	4.6	0.0	Portfolio Value on 11-30-12	24,278,676.09
Equity	0.00	0.0	-	Accrued Interest	142,607.18
Fixed Income	23,304,870.70	95.4	0.4	Net Additions/Withdrawals	0.33
Other	0.00	0.0	-	Realized Gains	-2,706.90
				Unrealized Gains	-38,745.80
				Income Received	31,500.28
				Change in Accrued Interest	14,459.27
				Portfolio Value on 12-31-12	24,268,724.00
				Accrued Interest	157,066.45
Total	24,425,790.45	100.0	0.4		24,425,790.45

TIME WEIGHTED RETURN					
	<u>Month To Date</u>	<u>Quarter To Date</u>	<u>Year To Date</u>	<u>Last 12 Months</u>	<u>Annualized Inception To Date</u>
Cal Poly Pomona Foundation	0.02	0.12	0.64	0.64	3.73
Merrill Lynch TSY/AGY 1-3 Year	0.04	0.08	0.51	0.51	3.52

Summary Information

Totals		Weighted Averages	
Par Value	23,445,919.75	Average YTM	0.38
Market Value	24,268,724.00	Average Maturity (yrs)	1.78
Book Value	24,189,552.91	Average Coupon (%)	2.24
Net Gain/Loss	79,171.09	Average Duration	1.72
Annual Income	513,050.00	Average S&P Rating	AA
Number of Issues	27		

Distribution by Coupon

Coupon %	Number	Mkt Value	% Bond Holdings	Average Y T M	Average Coupon	Average Duration
Under 1%	9	6,943,972.72	28.6	0.358%	0.574%	1.8
1% - 3%	11	10,690,979.32	44.1	0.318%	1.919%	1.6
3% - 5%	4	4,138,079.55	17.1	0.308%	4.106%	1.2
5% - 7%	3	2,495,692.40	10.3	0.838%	5.198%	2.9

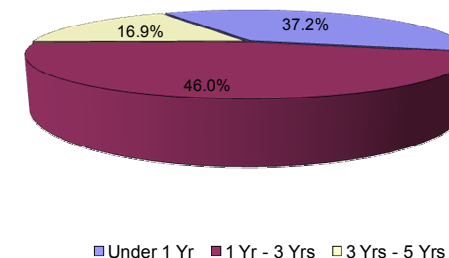
Distribution by Duration

Duration	Number	Mkt Value	% Bond Holdings	Average Y T M	Average Coupon	Average Duration
Under 1 Yr	9	9,020,271.67	37.2	0.135%	1.849%	0.3
1 Yr - 3 Yrs	14	11,144,063.82	45.9	0.446%	2.392%	2.3
3 Yrs - 5 Yrs	4	4,104,388.50	16.9	0.747%	2.710%	3.2

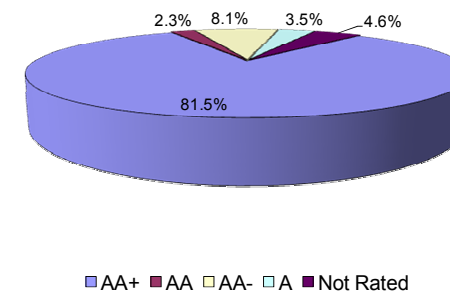
Distribution by S&P Rating

Rating	Number	Mkt Value	% Bond Holdings	Average Y T M	Average Coupon	Average Duration
AA+	21	19,759,055.35	81.4	0.350%	2.418%	1.7
AA	1	550,653.00	2.3	0.711%	5.350%	2.1
AA-	3	1,977,771.80	8.1	0.776%	1.295%	2.8
A	1	860,324.10	3.5	0.494%	1.375%	1.4
Not Rated	1	1,120,919.75	4.6	0.000%	0.000%	0.0

Distribution by Duration

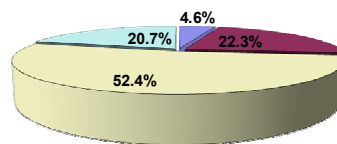


Distribution by S&P Rating



Security Type	Par Value	Book Value	Market Value	Unrealized Gain/Loss	Yield On Cost	Yield on Price	Dur	Pct. Assets
U.S. Money Market Funds								
Money Market Mutual Fund	1,120,919.75	1,120,919.75	1,120,919.75		0.00	0.00	0.00	4.62
	1,120,919.75	1,120,919.75	1,120,919.75	0.00	0.00	0.00	0.00	4.62
U.S. Corporate Securities								
Corporate Bonds	4,800,000.00	5,017,733.55	5,016,887.30	-846.25	0.79	0.82	2.50	20.67
	4,800,000.00	5,017,733.55	5,016,887.30	-846.25	0.79	0.82	2.50	20.67
U.S. Treasury Securities								
US Treasury Notes/Bonds	5,400,000.00	5,409,296.56	5,419,313.87	10,017.31	0.69	0.14	0.36	22.33
	5,400,000.00	5,409,296.56	5,419,313.87	10,017.31	0.69	0.14	0.36	22.33
U.S. Federal Agency Securities								
Federal Agency Securities (Non-Callable)	12,125,000.00	12,641,603.05	12,711,603.07	70,000.03	0.77	0.35	2.14	52.38
	12,125,000.00	12,641,603.05	12,711,603.07	70,000.03	0.77	0.35	2.14	52.38
TOTAL PORTFOLIO	23,445,919.75	24,189,552.91	24,268,724.00	79,171.09	0.72	0.38	1.72	100.00

Portfolio Summary



- Cash & Equivalents
- Treasury Coupon Securities
- Federal Agency Non-Callable Securities
- Corporate Coupon Securities

Description	Symbol	Par Value	Dollar Price	Market Value	Book Value	Yield On Cost	Yield On Price	Dur	S&P	Moody's	Pct. Assets
Money Market Mutual Fund											
Highmark U.S. Government Money Market Fund	HMGXX	1,120,919.75		1,120,919.75	1,120,919.75	0.00	0.00	0.00			4.62
		1,120,919.75		1,120,919.75	1,120,919.75	0.00	0.00	0.00			4.62
US Treasury Notes/Bonds											
US Treasury Notes/Bonds 1.375% Due 02-15-13	912828MN7	950,000.00	100.15	951,446.85	950,747.77	0.73	0.16	0.12	AA+	Aaa	3.92
US Treasury Notes/Bonds 1.375% Due 03-15-13	912828MT4	950,000.00	100.25	952,412.05	950,925.15	0.89	0.13	0.20	AA+	Aaa	3.92
US Treasury Notes/Bonds 1.750% Due 04-15-13	912828MX5	900,000.00	100.47	904,219.20	902,550.79	0.75	0.12	0.29	AA+	Aaa	3.73
US Treasury Notes/Bonds 1.125% Due 06-15-13	912828NH9	1,050,000.00	100.45	1,054,757.55	1,052,344.53	0.63	0.13	0.46	AA+	Aaa	4.35
US Treasury Notes/Bonds 1.000% Due 07-15-13	912828NN6	775,000.00	100.46	778,571.97	776,837.17	0.55	0.15	0.54	AA+	Aaa	3.21
US Treasury Notes/Bonds 0.750% Due 08-15-13	912828NU0	775,000.00	100.37	777,906.25	775,891.15	0.56	0.15	0.62	AA+	Aaa	3.21
		5,400,000.00		5,419,313.87	5,409,296.56	0.69	0.14	0.36			22.33
Federal Agency Securities (Non-Callable)											
Federal National Mortgage Association 3.625% Due 02-12-13	31398AKY7	1,400,000.00	100.39	1,405,416.60	1,402,722.54	1.92	0.22	0.12	AA+	Aaa	5.79
Federal Home Loan Mortgage Corporation 4.500% Due 07-15-13	3134A4TZ7	1,050,000.00	102.34	1,074,621.45	1,069,899.08	0.94	0.14	0.53	AA+	Aaa	4.43
Federal National Mortgage Association 0.625% Due 10-30-14	3135G0DWO	1,000,000.00	100.62	1,006,232.00	1,002,597.37	0.48	0.28	1.82	AA+	Aaa	4.15
Federal Home Loan Mortgage Corporation 0.750% Due 11-25-14	3137EACY3	775,000.00	100.91	782,034.67	780,727.29	0.36	0.27	1.89	AA+	Aaa	3.22
Federal Home Loan Mortgage Corporation 2.875% Due 02-09-15	3137EACH0	1,000,000.00	105.36	1,053,606.00	1,053,057.10	0.34	0.32	2.04	AA+	Aaa	4.34
Federal Home Loan Mortgage Corporation 0.500% Due 04-17-15	3137EADD8	750,000.00	100.41	753,065.25	752,067.83	0.38	0.32	2.28	AA+	Aaa	3.10
Federal National Mortgage Association 0.500% Due 05-27-15	3135G0KM4	750,000.00	100.36	752,722.50	751,342.24	0.43	0.35	2.39	AA+	Aaa	3.10
Federal National Mortgage Association 2.375% Due 07-28-15	31398AU34	1,000,000.00	105.14	1,051,357.00	1,048,504.85	0.48	0.37	2.49	AA+	Aaa	4.33
Federal Home Loan Mortgage Corporation 4.750% Due 01-19-16	3134A4ZT4	1,000,000.00	113.16	1,131,650.00	1,127,062.47	0.54	0.40	2.83	AA+	Aaa	4.66
Federal National Mortgage Association 5.000% Due 03-15-16	31359MH89	1,000,000.00	114.43	1,144,350.00	1,140,037.01	0.58	0.46	2.98	AA+	Aaa	4.72
Federal National Mortgage Association 2.375% Due 04-11-16	3135G0BA0	1,000,000.00	106.28	1,062,812.00	1,050,501.60	0.81	0.44	3.16	AA+	Aaa	4.38

Description	Symbol	Par Value	Dollar Price	Market Value	Book Value	Yield On Cost	Yield On Price	Dur	S&P	Moody's	Pct. Assets
Federal Home Loan Mortgage Corporation 2.500% Due 05-27-16	3137EACT4	1,400,000.00	106.70	1,493,735.60	1,463,083.67	1.14	0.51	3.28	AA+	Aaa	6.15
		12,125,000.00		12,711,603.07	12,641,603.05	0.77	0.35	2.14			52.38
Corporate Bonds											
Caterpillar Financial Services Corp 1.375% Due 05-20-14	14912L4V0	850,000.00	101.21	860,324.10	860,579.47	0.47	0.49	1.38	A	A2	3.54
Berkshire Hathaway Inc 3.200% Due 02-11-15	084670AV0	500,000.00	105.28	526,391.50	527,746.17	0.55	0.68	2.03	AA+	Aa2	2.17
Pfizer Inc 5.350% Due 03-15-15	717081DA8	500,000.00	110.13	550,653.00	552,987.87	0.51	0.71	2.08	AA	A1	2.27
Toyota Motor Credit Corp 0.875% Due 07-17-15	89233P6J0	700,000.00	100.41	702,883.30	702,373.74	0.74	0.71	2.51	AA-	Aa3	2.90
General Electric Co 0.850% Due 10-09-15	369604BE2	300,000.00	100.35	301,057.50	300,548.23	0.78	0.72	2.73	AA+	Aa3	1.24
Royal Bank of Canada 2.625% Due 12-15-15	78008KBS1	500,000.00	105.55	527,737.00	527,378.53	0.75	0.72	2.86	AA-	Aa3	2.17
Total Capital International SA 0.750% Due 01-25-16	89153VAD1	750,000.00	99.62	747,151.50	750,838.34	0.71	0.87	3.02	AA-	Aa1	3.08
General Electric Capital Corp 5.375% Due 10-20-16	36962GY40	700,000.00	114.38	800,689.40	795,281.21	1.66	1.47	3.46	AA+	A1	3.30
		4,800,000.00		5,016,887.30	5,017,733.55	0.79	0.82	2.50			20.67
GRAND TOTAL		23,445,919.75	99.09	24,268,724.00	24,189,552.91	0.72	0.38	1.72			100.00

Cal Poly Pomona Foundation
 Transaction Summary
 From 12-01-12 to 12-31-12



Trade Date	Settle Date	Quantity	Security	Par Value	Unit Cost	Book Value	Unit Price	Principal	Sale/Purchased Accrued Interest	Total Cost/ Proceeds	Net Gain/Loss
MATURITIES											
12-31-12	12-31-12	1,050,000	US Treasury Notes/Bonds 3.625% Due 12-31-12	1,050,000	100.00	1,050,000.00	100.00	1,050,000.00	19,031.25	1,069,031.25	0.00
TOTAL						1,050,000.00		1,050,000.00	19,031.25	1,069,031.25	0.00

Cal Poly Pomona Foundation
Amortization and Accretion
From 12/01/12 to 12/31/12



CUSIP	Quantity	Lot	Purchase Information				Amortization/Accretion Information					
			Purchase Date	Price	Original Cost	Purchases	Month To Date	Year To Date	Total To Date	Balance	Maturities	12/31/2012 Adjusted Cost
US Treasury Notes/Bonds (Scientific)												
US Treasury Notes/Bonds 3.625% Due 12-31-12												
912828HM5	1,050,000	1	02-02-11	105.750	1,110,375.00		-2,612.71	-31,701.79	-60,375.00	0.00	1,050,000.00	
US Treasury Notes/Bonds 1.375% Due 02-15-13												
912828MN7	950,000	1	08-02-10	101.605	965,251.95		-514.74	-6,056.78	-14,504.18	-747.77		950,747.77
US Treasury Notes/Bonds 1.375% Due 03-15-13												
912828MT4	950,000	1	07-01-10	101.297	962,321.50		-392.38	-4,613.82	-11,396.35	-925.15		950,925.15
US Treasury Notes/Bonds 1.750% Due 04-15-13												
912828MX5	900,000	1	08-02-10	102.660	923,941.40		-759.28	-8,933.55	-21,390.61	-2,550.79		902,550.79
US Treasury Notes/Bonds 1.125% Due 06-15-13												
912828NH9	1,050,000	1	12-03-10	101.238	1,063,001.95		-439.74	-5,176.87	-10,657.42	-2,344.53		1,052,344.53
US Treasury Notes/Bonds 1.000% Due 07-15-13												
912828NN6	775,000	1	10-05-10	101.223	784,475.58		-291.56	-3,433.58	-7,638.41	-1,837.17		776,837.17
US Treasury Notes/Bonds 0.750% Due 08-15-13												
912828NU0	775,000	1	10-05-10	100.527	779,086.92		-122.00	-1,436.62	-3,195.77	-891.15		775,891.15
Total					6,588,454.30	0.00	-5,132.40	-61,353.02	-129,157.74	-9,296.56	1,050,000.00	5,409,296.56
Federal Agency Securities (Non-Callable) (Scientific)												
Federal Home Loan Mortgage Corporation 4.500% Due 07-15-13												
3134A4TZ7	1,050,000	1	02-01-11	108.602	1,140,319.85		-3,154.31	-37,082.22	-70,420.77	-19,899.08		1,069,899.08
Federal Home Loan Mortgage Corporation 4.750% Due 01-19-16												
3134A4ZT4	1,000,000	1	08-15-12	114.256	1,142,558.00		-3,509.05	-15,495.53	-15,495.53	-127,062.47		1,127,062.47
Federal National Mortgage Association 5.000% Due 03-15-16												
31359MH89	1,000,000	1	08-15-12	115.628	1,156,279.00		-3,678.29	-16,241.99	-16,241.99	-140,037.01		1,140,037.01
Federal National Mortgage Association 2.375% Due 04-11-16												
3135G0BA0	1,000,000	1	04-17-12	106.118	1,061,180.00		-1,291.28	-10,678.40	-10,678.40	-50,501.60		1,050,501.60
Federal National Mortgage Association 0.625% Due 10-30-14												
3135G0DW0	1,000,000	1	05-16-12	100.348	1,003,480.00		-120.16	-882.63	-882.63	-2,597.37		1,002,597.37
Federal National Mortgage Association 0.500% Due 05-27-15												
3135G0KM4	750,000	1	10-17-12	100.194	751,455.00		-47.25	-112.76	-112.76	-1,342.24		751,342.24
Federal Home Loan Mortgage Corporation 2.875% Due 02-09-15												
3137EACH0	1,000,000	1	08-15-12	106.247	1,062,469.00		-2,130.77	-9,411.90	-9,411.90	-53,057.10		1,053,057.10
Federal Home Loan Mortgage Corporation 2.500% Due 05-27-16												
3137EACT4	1,400,000	1	03-19-12	105.519	1,477,266.00		-1,543.39	-14,182.33	-14,182.33	-63,083.67		1,463,083.67
Federal Home Loan Mortgage Corporation 0.750% Due 11-25-14												
3137EACY3	775,000	1	10-25-12	100.807	781,254.25		-255.29	-526.96	-526.96	-5,727.29		780,727.29
Federal Home Loan Mortgage Corporation 0.500% Due 04-17-15												
3137EADD8	750,000	1	10-17-12	100.300	752,250.00		-76.33	-182.17	-182.17	-2,067.83		752,067.83
Federal National Mortgage Association 3.625% Due 02-12-13												
31398AKY7	1,400,000	1	09-22-09	105.556	1,477,784.00		-2,005.65	-23,472.66	-75,061.46	-2,722.54		1,402,722.54
Federal National Mortgage Association 2.375% Due 07-28-15												
31398AU34	1,000,000	1	08-15-12	105.554	1,055,540.00		-1,592.99	-7,035.15	-7,035.15	-48,504.85		1,048,504.85
Total					12,861,835.10	0.00	-19,404.76	-135,304.69	-220,232.05	-516,603.05	0.00	12,641,603.05

Cal Poly Pomona Foundation
 Amortization and Accretion
 From 12/01/12 to 12/31/12



Purchase Information							Amortization/Accretion Information					
CUSIP	Quantity	Lot	Purchase Date	Price	Original Cost	Purchases	Month To Date	Year To Date	Total To Date	Balance	Maturities	12/31/2012 Adjusted Cost
Corporate Bonds (Scientific)												
Berkshire Hathaway Inc 3.200% Due 02-11-15												
084670AV0	500,000	1	10-17-12	106.057	530,285.00		-1,108.84	-2,538.83	-2,538.83	-27,746.17		527,746.17
Caterpillar Financial Services Corp 1.375% Due 05-20-14												
14912L4V0	850,000	1	11-19-12	101.348	861,458.00		-648.49	-878.53	-878.53	-10,579.47		860,579.47
General Electric Co 0.850% Due 10-09-15												
369604BE2	300,000	1	10-25-12	100.194	300,582.00		-16.62	-33.77	-33.77	-548.23		300,548.23
General Electric Capital Corp 5.375% Due 10-20-16												
36962GY40	700,000	1	08-15-12	114.881	804,165.60		-2,060.16	-8,884.39	-8,884.39	-95,281.21		795,281.21
Pfizer Inc 5.350% Due 03-15-15												
717081DA8	500,000	1	10-17-12	111.529	557,645.00		-2,033.95	-4,657.13	-4,657.13	-52,987.87		552,987.87
Royal Bank of Canada 2.625% Due 12-15-15												
78008KBS1	500,000	1	10-25-12	105.792	528,960.00		-778.44	-1,581.47	-1,581.47	-27,378.53		527,378.53
Total Capital International SA 0.750% Due 01-25-16												
89153VAD1	750,000	1	10-25-12	100.118	750,885.00		-22.97	-46.66	-46.66	-838.34		750,838.34
Toyota Motor Credit Corp 0.875% Due 07-17-15												
89233P6J0	700,000	1	08-15-12	100.388	702,713.20		-78.61	-339.46	-339.46	-2,373.74		702,373.74
Total					5,036,693.80	0.00	-6,748.08	-18,960.25	-18,960.25	-217,733.55	0.00	5,017,733.55
GRAND TOTAL					24,486,983.20	0.00	-31,285.23	-215,617.97	-368,350.04	-743,633.16	1,050,000.00	23,068,633.16

Cal Poly Pomona Foundation
Adjusted Interest Earned
From 11-30-12 to 12-31-12



Security Symbol	Description	Beginning Accrued Interest	Purchased Interest	Sold Interest	Interest Received	Earned Interest	Amortization/ Accretion	Adjusted Interest Earned	Ending Accrued Interest
Treasury Coupon Securities									
912828HM5	US Treasury Notes/Bonds 3.625% Due 12-31-12	15,928.33	0.00	-19,031.25	0.00	3,102.92	-2,612.71	490.22	0.00
912828MN7	US Treasury Notes/Bonds 1.375% Due 02-15-13	3,833.56	0.00	0.00	0.00	1,100.37	-514.74	585.64	4,933.93
912828MT4	US Treasury Notes/Bonds 1.375% Due 03-15-13	2,778.49	0.00	0.00	0.00	1,118.61	-392.38	726.24	3,897.10
912828MX5	US Treasury Notes/Bonds 1.750% Due 04-15-13	2,033.65	0.00	0.00	0.00	1,341.35	-759.28	582.07	3,375.00
912828NH9	US Treasury Notes/Bonds 1.125% Due 06-15-13	5,454.41	0.00	0.00	-5,906.25	1,003.53	-439.74	563.78	551.68
912828NN6	US Treasury Notes/Bonds 1.000% Due 07-15-13	2,927.31	0.00	0.00	0.00	652.85	-291.56	361.29	3,580.16
912828NU0	US Treasury Notes/Bonds 0.750% Due 08-15-13	1,705.84	0.00	0.00	0.00	489.64	-122.00	367.64	2,195.48
		34,661.59	0.00	-19,031.25	-5,906.25	8,809.27	-5,132.40	3,676.88	18,533.36
Federal Agency Non-Callable Securities									
31398AKY7	Federal National Mortgage Association 3.625% Due 02-12-13	15,365.97	0.00	0.00	0.00	4,229.17	-2,005.65	2,223.52	19,595.14
3134A4TZ7	Federal Home Loan Mortgage Corporation 4.500% Due 07-15-13	17,850.00	0.00	0.00	0.00	3,937.50	-3,154.31	783.19	21,787.50
3135G0DW0	Federal National Mortgage Association 0.625% Due 10-30-14	538.19	0.00	0.00	0.00	520.83	-120.16	400.67	1,059.03
3137EACY3	Federal Home Loan Mortgage Corporation 0.750% Due 11-25-14	96.87	0.00	0.00	0.00	484.37	-255.29	229.09	581.25
3137EACH0	Federal Home Loan Mortgage Corporation 2.875% Due 02-09-15	8,944.44	0.00	0.00	0.00	2,395.83	-2,130.77	265.07	11,340.28
3137EADD8	Federal Home Loan Mortgage Corporation 0.500% Due 04-17-15	458.33	0.00	0.00	0.00	312.50	-76.33	236.17	770.83
3135G0KM4	Federal National Mortgage Association 0.500% Due 05-27-15	41.67	0.00	0.00	0.00	312.50	-47.25	265.25	354.17
31398AU34	Federal National Mortgage Association 2.375% Due 07-28-15	8,114.58	0.00	0.00	0.00	1,979.17	-1,592.99	386.18	10,093.75
3134A4ZT4	Federal Home Loan Mortgage Corporation 4.750% Due 01-19-16	17,416.67	0.00	0.00	0.00	3,958.33	-3,509.05	449.29	21,375.00

Cal Poly Pomona Foundation
Adjusted Interest Earned
From 11-30-12 to 12-31-12



Security Symbol	Description	Beginning Accrued Interest	Purchased Interest	Sold Interest	Interest Received	Earned Interest	Amortization/ Accretion	Adjusted Interest Earned	Ending Accrued Interest
31359MH89	Federal National Mortgage Association 5.000% Due 03-15-16	10,555.56	0.00	0.00	0.00	4,166.67	-3,678.29	488.38	14,722.22
3135G0BA0	Federal National Mortgage Association 2.375% Due 04-11-16	3,298.61	0.00	0.00	0.00	1,979.17	-1,291.28	687.88	5,277.78
3137EACT4	Federal Home Loan Mortgage Corporation 2.500% Due 05-27-16	388.89	0.00	0.00	0.00	2,916.67	-1,543.39	1,373.28	3,305.56
		83,069.79	0.00	0.00	0.00	27,192.71	-19,404.76	7,787.95	110,262.50
Corporate Coupon Securities									
14912L4V0	Caterpillar Financial Services Corp 1.375% Due 05-20-14	357.12	0.00	0.00	0.00	973.96	-648.49	325.47	1,331.08
084670AV0	Berkshire Hathaway Inc 3.200% Due 02-11-15	4,888.89	0.00	0.00	0.00	1,333.33	-1,108.84	224.49	6,222.22
717081DA8	Pfizer Inc 5.350% Due 03-15-15	5,647.22	0.00	0.00	0.00	2,229.17	-2,033.95	195.21	7,876.39
89233P6J0	Toyota Motor Credit Corp 0.875% Due 07-17-15	2,245.83	0.00	0.00	0.00	510.42	-78.61	431.80	2,756.25
369604BE2	General Electric Co 0.850% Due 10-09-15	368.33	0.00	0.00	0.00	212.50	-16.62	195.88	580.83
78008KBS1	Royal Bank of Canada 2.625% Due 12-15-15	6,052.08	0.00	0.00	-6,562.50	1,093.75	-778.44	315.31	583.33
89153VAD1	Total Capital International SA 0.750% Due 01-25-16	1,031.25	0.00	0.00	0.00	468.75	-22.97	445.78	1,500.00
36962GY40	General Electric Capital Corp 5.375% Due 10-20-16	4,285.07	0.00	0.00	0.00	3,135.42	-2,060.16	1,075.26	7,420.49
		24,875.80	0.00	0.00	-6,562.50	9,957.29	-6,748.08	3,209.21	28,270.59
Cash & Equivalents									
HMGXX	Highmark U.S. Government Money Market Fund	0.61	0.00	0.00	-0.61	0.28	0.00	0.28	0.28
LAIF	Local Agency Investment Fund	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
		0.61	0.00	0.00	-0.61	0.28	0.00	0.28	0.28
TOTAL PORTFOLIO		142,607.79	0.00	-19,031.25	-12,469.36	45,959.55	-31,285.23	14,674.32	157,066.73

Detailed Consolidated Investment Performance Report

For All Selected Accounts

As Of 12/31/2012

Time Weighted Returns After Fees

	CUR MONTH	CUR QTD	CALENDAR YTD	1 YEAR	3 YEAR	5 YEAR	10 YEAR	SINCE INCEPTION	PERF. INCEPTION
ENDOWMENT FUNDS									
<i>General Fund</i>									
Capital Partners IV	0.00	2.11	9.81	9.81	10.46	-5.15	N/A	-5.15	10/31/07
Private Equity Partners VII	0.00	1.84	11.28	11.28	11.77	-3.98	N/A	-3.98	10/31/07
Total Private Capital	0.00	1.92	10.85	10.85	11.35	-4.41	N/A	-4.41	12/31/07
Realty Investors 2004-12 (Tranche)	0.00	0.00	N/A	N/A	-100.00	-100.00	N/A	-100.00	10/31/05
Total Real Estate	0.00	0.00	N/A	N/A	-100.00	-100.00	N/A	-100.00	09/30/05
<i>Total General Fund</i>	0.00	1.65	9.54	9.54	-0.70	-14.20	N/A	-2.10	09/30/03
TOTAL ENDOWMENT FUNDS	0.00	1.65	9.54	9.54	-0.70	-14.20	N/A	1.85	01/31/96
OPERATING FUNDS									
<i>General Fund</i>									
Multi-Strategy Equity Fund	1.93	2.12	15.04	15.04	7.97	0.82	N/A	6.86	09/30/03
S&P 500 Index	0.91	-0.38	16.00	16.00	10.87	1.66	N/A	6.11	
Total Equity	1.93	2.12	15.04	15.04	N/A	N/A	N/A	3.78	06/30/11
Multi-Strategy Bond Fund	0.45	1.08	8.14	8.14	7.88	6.28	N/A	6.20	09/30/05
Barclays Capital U.S. Aggregate Bond Index	-0.14	0.21	4.22	4.22	6.19	5.95	N/A	5.74	
Total Fixed Income	0.45	1.08	8.14	8.14	N/A	N/A	N/A	7.52	06/30/11
<i>Total General Fund</i>	1.90	2.10	14.71	14.71	N/A	N/A	N/A	3.92	06/30/11
TOTAL OPERATING FUNDS	1.90	2.10	14.71	14.71	N/A	N/A	N/A	6.42	02/29/96
TOTAL INSTITUTION	1.71	2.05	13.78	13.78	-2.62	-15.20	N/A	1.53	01/31/96

Detailed Consolidated Investment Performance Report

For All Selected Accounts

As Of 12/31/2012

Time Weighted Returns After Fees

Explanatory Notes :

- * Group performance returns include all accounts, both current and closed, and are available from 7/95 forward. Only current accounts are shown as individual line items. Refer to the "Performance - Closed Accounts" query in Portfolio Access for a complete list of closed accounts.
- * CRI performance reflects data from inception of the institution's first draw down through March 31, 2010.
- * Effective 10/31/2011, performance for non-marketable investment programs, including private Capital, distressed debt and real estate, is reported in the month that the quarterly fund valuations are completed. For example, if a particular investment program valuation is completed on 9/15/YYYY (representing final valuations for 6/30/YYYY), the performance will appear on the 9/30/YYYY Detailed Consolidated Investment Performance Report. (Note: Prior to 10/31/2011, performance for these funds was reported quarterly, with a 3 month lag.)
- * Private Capital and Commonfund Realty Partners I, L.P returns are normally reported as an Internal Rate of Return (IRR). All other Commonfund investment returns are reported as Time Weighted Rates of Return (TWR). For Consolidated Performance reporting purposes TWR's are used for all individual and composite returns.
- * Past performance is no assurance of future results.
- * For questions, inquiries, concerns or to report any discrepancies or inaccuracies with your report, please call the Account Services team at 888-TCF-FUND.
- * Benchmarks are not available for all products due to the nature of the investment.

Institution Summary

As of 12/31/12

Account Title	Marketable Securities			Non-Marketable Securities	
	Equity	Fixed Income	Cash Equivalents	Private	Real Estate
General Fund-06	\$6,607,481.19	\$154,670.21		\$632,315.00	\$96,882.63
Total Cal Poly Pomona Foundation	\$6,607,481.19	\$154,670.21		\$632,315.00	\$96,882.63
% Allocation*	88.21%	2.06%		8.44%	1.29%

Cal Poly Pomona Foundation Total Market Value \$7,491,349.03

	<u>Market Value</u>	<u>Value Date*</u>
Marketable Investments	\$6,762,151.40	12/31/12
Private Programs	\$632,315.00	09/30/12
Real Estate	\$96,882.63	06/30/12

	<u>Market Value</u>	<u>% Allocation</u>
Endowment/Plan Pool	\$729,197.63	9.73%
Operating Pool	\$6,762,151.40	90.27%

* Investments in Programs of Commonfund Capital and Commonfund Realty are carried as of the most recent valuation date which may not correspond to the marketable securities valuation dates.

Institution Summary

As of 12/31/12

Explanatory Notes:

- *Past performance is no assurance of future results.*
- *For questions, inquiries, concerns or to report any discrepancies or inaccuracies with your report, please call the Account Services team at 888-TCF-FUND.*

* Investments in Programs of Commonfund Capital and Commonfund Realty are carried as of the most recent valuation date which may not correspond to the marketable securities valuation dates.

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Consolidated Account Summary

For All Accounts

For Date Range 10/01/12 - 12/31/12

Investment Fund	Beginning Market Value	Contributions*	Distributions*	Gain / (Loss)	Ending Market Value	Percent of Total	Value Date
ENDOWMENT FUND							
<i>General Fund-06</i>							
Capital Partners IV	\$179,771.00	\$16,875.00	\$13,594.00	\$0.00	\$188,659.00	2.5%	09/30/12
Private Equity Partners VII	\$410,329.00	\$46,875.00	\$62,312.00	\$0.00	\$443,656.00	5.9%	09/30/12
Total Private Capital	\$590,100.00	\$63,750.00	\$75,906.00	\$0.00	\$632,315.00	8.4%	
Realty Investors 2004-12 (Tranche)	\$96,882.63	\$0.00	\$44,081.60	\$0.00	\$96,882.63	1.3%	06/30/12
Total Real Estate	\$96,882.63	\$0.00	\$44,081.60	\$0.00	\$96,882.63	1.3%	
<i>Total General Fund-06</i>	\$686,982.63	\$63,750.00	\$119,987.60	\$0.00	\$729,197.63	9.7%	
TOTAL ENDOWMENT FUND	\$686,982.63	\$63,750.00	\$119,987.60	\$0.00	\$729,197.63	9.7%	
OPERATING FUND							
<i>General Fund-06</i>							
Multi-Strategy Equity Fund	\$6,470,355.99	\$29,398.92	\$6,176.80	\$113,903.08	\$6,607,481.19	88.2%	12/31/12
Total Equity	\$6,470,355.99	\$29,398.92	\$6,176.80	\$113,903.08	\$6,607,481.19	88.2%	
Multi-Strategy Bond Fund	\$153,019.87	\$1,396.08	\$116.48	\$370.74	\$154,670.21	2.1%	12/31/12
Total Fixed Income	\$153,019.87	\$1,396.08	\$116.48	\$370.74	\$154,670.21	2.1%	
<i>Total General Fund-06</i>	\$6,623,375.86	\$30,795.00	\$6,293.28	\$114,273.82	\$6,762,151.40	90.3%	
TOTAL OPERATING FUND	\$6,623,375.86	\$30,795.00	\$6,293.28	\$114,273.82	\$6,762,151.40	90.3%	

Institution Totals

* Non-marketable beginning and ending balances and gain/(loss) are stated for the period-end value date noted in value date column. In most cases, contributions and distributions fall within the stated date range noted at the top of the report.

Consolidated Account Summary

For All Accounts

For Date Range 10/01/12 - 12/31/12

Investment Fund	Beginning Market Value	Contributions*	Distributions*	Gain / (Loss)	Ending Market Value	Percent of Total	Value Date
Total Investments	\$7,310,358.49	\$94,545.00	\$126,280.88	\$114,273.82	\$7,491,349.03		
Total Operating	\$6,623,375.86	\$30,795.00	\$6,293.28	\$114,273.82	\$6,762,151.40		
Total Endowment	\$686,982.63	\$63,750.00	\$119,987.60	\$0.00	\$729,197.63		
Total Equity	\$6,470,355.99	\$29,398.92	\$6,176.80	\$113,903.08	\$6,607,481.19		
Total Fixed Income	\$153,019.87	\$1,396.08	\$116.48	\$370.74	\$154,670.21		
Total Private Capital	\$590,100.00	\$63,750.00	\$75,906.00	\$0.00	\$632,315.00		
Total Real Estate	\$96,882.63	\$0.00	\$44,081.60	\$0.00	\$96,882.63		

* Non-marketable beginning and ending balances and gain/(loss) are stated for the period-end value date noted in value date column. In most cases, contributions and distributions fall within the stated date range noted at the top of the report.

Consolidated Account Summary

For All Accounts

For Date Range 10/01/12 - 12/31/12

Explanatory Notes:

- *For questions, inquiries, concerns or to report any discrepancies or inaccuracies with your report, please call the Account Services team at 888-TCF-FUND.*

* Non-marketable beginning and ending balances and gain/(loss) are stated for the period-end value date noted in value date column. In most cases, contributions and distributions fall within the stated date range noted at the top of the report.

Non-Marketable Investments Account Summary

For All Accounts

Inception Through December 31, 2012

	Vintage Year	Capital Committed	Capital Called	Remaining Capital to be Called	Capital Distributions	Capital Balance	Overall Return Multiple	IRR	Value Date
General Fund-06									
Private Capital									
Multi Asset									
CCP IV	2007	250,000	183,125	66,875	13,604	188,659	1.10		09/30/12
Total Multi Asset		250,000	183,125	66,875	13,604	188,659	1.10		
U. S. Private Equity									
CEP VII	2007	750,000	469,500	280,500	98,193	443,656	1.15		09/30/12
Total U. S. Private Equity		750,000	469,500	280,500	98,193	443,656	1.15		
Total Private Capital		1,000,000	652,625	347,375	111,797	632,315	1.14		
Real Estate									
RI200412	2005	1,500,000	1,500,000	0	154,699	96,883	0.17		06/30/12
Total Real Estate		1,500,000	1,500,000	0	154,699	96,883	0.17		
Grand Total		2,500,000	2,152,625	347,375	266,496	729,198	0.46		

CCP IV - Capital Partners IV

CEP VII - Private Equity Partners VII

RI200412 - Realty Investors 2004-12 (Tranche)

Non-Marketable Investments Account Summary

For All Accounts

Inception Through December 31, 2012

Explanatory Notes:

- *All performance data set forth herein is net of all fees and carried interest. Internal Rates of Return (IRR) should be evaluated in light of information on the investment program of the partnership, the risks associated therewith, and performance of the partnership as disclosed in the Offering Memorandum for the partnership, the Audited Annual Reports of the partnership and the Quarterly Reports of the partnership. Return information is presented for these partnerships on a dollar-weighted (e.g., internal rate of return) basis, which is standard for the private capital industry, rather than the time-weighted (i.e., annual or other period rate of return) basis, which is used principally to report performance of publicly-traded securities. The IRR since inception is the most commonly used calculation methodology for presentation of performance in the private capital business. Comparison of returns calculated on an IRR basis with returns on a time-weighted basis is not appropriate. For a description of the two return calculation methods see Measuring Investment Returns, Time vs. Dollar-Weighted - What's the Difference?, a copy is available from Commonfund.*
- *Also Referred to as Net Multiple, total value to invested capital net of the general partner's carried interest = (Distribution + Ending Capital Balance)/Capital Drawdown).*
- *Net annualized internal rate of return since inception through value date.*
- *Performance information is not shown for liquidated funds or for funds where the information is not yet meaningful due to the youth of the fund. Transaction flows and capital for these funds are not included in the appropriate totals.*
- *Past performance is no assurance of future results.*
- *For questions, inquiries, concerns or to report any discrepancies or inaccuracies with your report, please call the Account Services team at 888-TCF-FUND.*

Commonfund Realty, Inc.
15 Old Danbury Road
P. O. Box 812
Wilton, CT 06897-0812

Tel 203-563-5187
email: jkeary@cfund.org

commonfund

To: All Investors of Commonfund Realty Investors, LLC ("CRI" or the "Fund")

From: Jim Keary

Date: November 28, 2012

Subject: Proposed Amendment of CRI's Operating Agreement

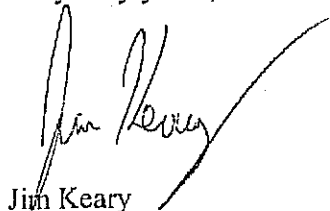
The purpose of this memorandum is to request your institution's consent to an amendment of the Operating Agreement for CRI that would allow the Fund's Manager (CFR Investors Management, LLC) to commence a formal dissolution of the Fund.

The Fund's Operating Agreement does not currently contain any provision that would allow the Manager the discretion to commence a liquidation process. Commencing the liquidation process would permit the Fund to begin distributing out its remaining net asset value to investors on the basis of their capital accounts, pursuant to Section 9.3 of the Fund's Operating Agreement. We believe that it would be in the investors' best interest to amend the Operating Agreement to add such a provision. The attached proposed amendment would make that change.

The proposed amendment will become effective when consented to by investors holding a majority of the Fund's Units. Upon receipt of consents from such a majority, we intend to distribute approximately \$50 million to the investors, and continue to make further distributions upon completing the sale of the Fund's remaining investments. Overall, we are pleased with the interest the remaining assets have received in the market and expect to complete the sale of the remaining investments in 2013. We will continue to provide regular updates on the progress of our disposition efforts in the months ahead.

To approve our recommendation, we request that you sign and return the attached CONSENT as promptly as possible, and no later than December 12, 2012. Please return to the above address, attention Sandra Jacobson, or e-mail to sjacobson@cfund.org or send a fax to 203-563-5408. If you have any questions regarding this amendment, please feel free to call me or your Relationship Officer.

Very truly yours,



Jim Keary
Managing Director

THIRD AMENDMENT
TO
OPERATING AGREEMENT
OF
COMMONFUND REALTY INVESTORS, LLC

THIS THIRD AMENDMENT (this "Amendment") to the Operating Agreement, dated as of September 17, 1999 and as amended on October 31, 2003 and June 30, 2010 (the "Agreement"), of Commonfund Realty Investors, LLC, a Delaware limited liability company (the "Fund"), is entered into as of _____, 2012 and made effective as of _____, 2012.

WITNESSETH:

WHEREAS, capitalized terms not otherwise defined in this Amendment shall have the meanings assigned to such terms in the Agreement;

WHEREAS, CFR Investors Management, LLC, as manager of the Fund (the "Manager"), has consented to the amendment to the Agreement as described below in accordance with Section 13.1(a) of the Agreement; and

WHEREAS, the Investors in the Fund have consented to the amendment to the Agreement as described below in accordance with Section 13.1(a) of the Agreement.

NOW, THEREFORE, in accordance with Section 13.1(a) of the Agreement, the Manager and the Investors hereby amend the Agreement as follows:

1. Dissolution of the Fund. Section 9.2 of the Agreement is hereby amended and restated in its entirety as follows (note that the amended language is **underlined twice** if it has been added or ~~stricken~~ if it has been deleted, as the case may be):

Dissolution of the Fund. The happening of any one of the following events (and only the happening of any one of the following events) shall cause a dissolution of the Fund:

(a) the resignation or removal of any Manager in accordance with the terms of this Agreement, unless within 90 days after such resignation or in accordance with Section 6.7 with respect to such removal, Investors holding at least a majority of the Units held by Investors vote to continue the Fund and, if such Manager was the sole remaining Manager, to appoint a new Manager;

(b) a vote by Investors holding at least two-thirds of the Units to terminate the Fund under the circumstances described in Section 7.3(e); ~~or~~

(c) the expiration of the term of the Fund pursuant to Section 9.1; **or**

(d) a determination by the Manager, in its sole discretion, that the Fund's investment strategy is no longer viable or that the dissolution of the Fund is in the best interests of the Fund.

Each Member hereby irrevocably waives any and all rights it may have to obtain a dissolution of the Fund in any way other than as specified above.

2. Governing Law. This Amendment shall be governed, construed and interpreted in accordance with the laws of the State of Delaware as at the time in effect.
3. Continuing Effectiveness. Except as herein amended, the Agreement, as previously amended, shall remain in full force and effect and is hereby ratified and confirmed in all respects.

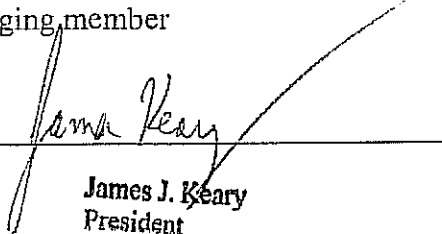
* * * * *

IN WITNESS WHEREOF, the undersigned has executed this Amendment as of, and to be effective upon, the day and year first written above.

CFR INVESTORS MANAGEMENT, LLC

By: Commonfund Realty, Inc.,
its managing member

By: _____
Name:
Title:


James J. Keary
President

CONSENT

For purposes of Section 13.1(a) of the Operating Agreement, dated as of September 17, 1999 and as amended on October 31, 2003 and June 30, 2010 (the "Agreement"), of Commonfund Realty Investors, LLC, a Delaware limited liability company (the "Fund"), the undersigned, in its capacity as an Investor (as defined in the Agreement), hereby consents to the following amendment (inserted language is **underlined twice**) to the Agreement:

Amendment to Definition of Dissolution:

- 1. Dissolution of the Fund. Section 9.2 of the Agreement is hereby amended and restated in its entirety as follows (note that the amended language is **underlined twice** if it has been added or ~~stricken~~ if it has been deleted, as the case may be):

Dissolution of the Fund. The happening of any one of the following events (and only the happening of any one of the following events) shall cause a dissolution of the Fund:

(a) the resignation or removal of any Manager in accordance with the terms of this Agreement, unless within 90 days after such resignation or in accordance with Section 6.7 with respect to such removal, Investors holding at least a majority of the Units held by Investors vote to continue the Fund and, if such Manager was the sole remaining Manager, to appoint a new Manager;

(b) a vote by Investors holding at least two-thirds of the Units to terminate the Fund under the circumstances described in Section 7.3(e); ~~or~~

(c) the expiration of the term of the Fund pursuant to Section 9.1; or

(d) a determination by the Manager, in its sole discretion, that the Fund's investment strategy is no longer viable or that the dissolution of the Fund is in the best interests of the Fund.

Each Member hereby irrevocably waives any and all rights it may have to obtain a dissolution of the Fund in any way other than as specified above.

Cal Poly Pomona Foundation, Inc.
Insert Name of Investor

By: G Paul Storey
Name: G Paul Storey
Title: Executive Director


Date: 11/29, 2012

Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: 
David F. Prenovost,
Senior Managing Director/CFO

Subject: UNRESTRICTED FINANCIAL HIGHLIGHTS – DECEMBER 2012

Following are the year-to-date financial statement Surplus/(Deficit) amounts:

	Budget	Actual	Variance
General Activities	\$ (414,203)	\$ 220,984	\$ 635,187
Enterprise Activities	(527,984)	(328,611)	199,373
Use of Designated	(648,218)	(256,870)	391,348
Research Office	22,578	12,576	(10,002)
Agriculture	78,609	(50,814)	(129,423)
Continuing Education	277,749	603,251	325,502
Foundation Prog-Unrestricted	-	171,391	171,391
Foundation Total	\$ (1,211,469)	\$ 371,907	\$ 1,583,376

For the fiscal quarter ended December 2012 unrestricted revenues of \$22.6 million exceed the budget by 3.9% or \$853,324 mainly due to investment equity gains, continuing education and University Village offset by agriculture and research activities. Expenditures of \$22.3 million are 97% or \$730,052 short of budget generating a surplus versus a budgeted deficit. The variance is explained in the following analysis of each activity.

GENERAL ACTIVITIES

	Budget	Actual	Variance
Administration	\$ (880,660)	\$ (704,646)	\$ 176,014
Real Estate Development	150,596	177,514	26,918
Investments	253,321	700,237	446,916
Building Rental	62,540	47,879	(14,661)
Total General Fund	<u>\$ (414,203)</u>	<u>\$ 220,984</u>	<u>\$ 635,187</u>

General activities surplus exceeded budget mainly due to unrealized gains in equities and savings in Administrative operations offset by Bldg # 66 maintenance in real estate rental activities, see detail analysis of real estate activities for further information.

ENTERPRISES ACTIVITIES

	Budget	Actual	Variance
Surplus/(Deficit)	\$ (527,984)	\$ (328,611)	\$ 199,373

Enterprise revenues of \$14.2 million exceed budget by 1.2% or \$76,469 and expenditures of \$14.5 million exceed budget by 0.65% or \$94,257 resulting in a deficit less than budget. Following is the summary of each Enterprise Activities:

BOOKSTORES

	Budget	Actual	Variance
Surplus/(Deficit)	\$ (62,236)	\$ (38,716)	\$ 23,520

Bookstore revenues are 30.3% of Enterprise Activities and are 98.6% or \$60,943 short of budget mainly due to hardware sales. Textbook sales and rental books are in line with budget and 90.8% or \$254,729 short of prior year due to the later start to the winter quarter. The expanded textbook rental program includes approximately 375 editions or 10,000 textbooks in core classes and generated sales of \$253,238 compared to \$283,961 in prior year. The Computer Store sales were 92% or \$79,771 short of budget and 89.6% or \$106,915 short of prior year. Cost of goods is 77% versus 72%; expenditures are 23.9% versus 25.9% of budget generating a deficit of 0.90% versus a surplus of 2% of budget. We continue to focus on used and rental books as well as digital textbook options to reduce the increasing costs for textbooks. The Presidential Order also continues to support the sales in the bookstore.

DINING SERVICES

	Budget	Actual	Variance
Surplus/(Deficit)	\$ (226,289)	\$ (254,188)	\$ (27,899)

Dining Service revenues are 41.3% of Enterprise Activities and exceed budget by 3.3% or \$190,765, cost of goods is 35.6% versus 35.5% of budget and payroll and expenditures are 68.7% versus 68.4% of budget.

Retail Operations - This reporting unit includes the retail units at Campus Center Marketplace and Bronco Student Center, convenient stores, vending, Kellogg West Catering/Conference Foods and commission vending. Despite the continued struggles with the economy our retail operations are in line with budget partly due to the opening of Einstein Café and convenience store and Qdoba. Revenues exceed budget by 1.0% or \$31,498 and 20.6% or \$545,275 greater than prior year with a market penetration of approximately 54%. Cost of goods is 37.7% versus 35.9% of budget and payroll and expenditures are 70.9% versus 71.2% of budget generating a deficit of \$276,198 versus a budgeted deficit of \$226,968.

Board Operations - This reporting unit includes the Board Operations at Los Olivos, Denny’s Diner and Vista Cafe. Revenues exceed budget by 6.3% or \$159,267, food costs are 33.2% versus 35% of budget, payroll and expenditures are 65.9% versus 64.7% of budget generating a surplus of \$24,698 versus \$6,788 budgeted.

KELLOGG WEST

	Budget	Actual	Variance
Surplus/(Deficit)	\$ (43,311)	\$ (29,780)	\$ 13,531

Kellogg West Conference Center & Lodge Kellogg West includes room and conference center activities and revenues are 4.4% of Enterprise Activities and exceed budget by 1.9% or \$11,537; payroll and expenditures are 104.6% versus 107.1% of budget generating a deficit less than budgeted and \$23,874 less than prior year. This can be attributed to the continued stabilization of costs over the prior three years.

UNIVERSITY VILLAGE

	Budget	Actual	Variance
Surplus/(Deficit)	\$ (196,148)	\$ (5,927)	\$ 190,221

University Village - Revenues are 24% of Enterprise Activities and exceed budget by 4.7% or \$152,271 due to occupancy at 45% versus 30% budgeted over the summer as a result of the “special” reduced “summer rate” for students living in single bedroom apartments and 100% versus 95% occupancy during the fall quarter. As we began the academic year had approximately 200 students on the waiting list at the Shilo Inn waiting to move into the Village. We continue to increase our outreach to area colleges and universities as well. Payroll and expenditures are 100.2% versus 106% budgeted resulting in a deficit less than budget.

DESIGNATED FUND

	Budget	Actual	Variance
Surplus/(Deficit)	\$ (648,218)	\$ (256,870)	\$ 391,348

Designated fund expenditures include development, alumni affairs, public relations, publications, athletics and other and generated a deficit less than budgeted.

OTHER ACTIVITIES

	Budget	Actual	Variance
Sponsored Research	22,578	12,576	(10,002)
Agriculture-Aid-to-Instruction	78,609	(50,814)	(129,423)
Continuing Education	277,749	603,251	325,502
Foundation Programs-Unrestricted	-	171,391	171,391
Total Other Activities	<u>\$ 378,936</u>	<u>\$ 736,404</u>	<u>\$ 357,468</u>

Sponsored Research year to date 2012-13 generated a surplus of \$12,576 versus a budget of \$22,578; indirect revenues exceeded budget due to an effective rate of 11.84% versus the budgeted rate of 10%, direct grant expenditures were under budget by 6.16% or \$357,396.

Agriculture-Aid-to-Instruction year-to-date 2012-13 revenues are 92% or \$134,105 short of budget, cost of goods is 19% versus 22.8% of budget and payroll and expenditures are 83.6% versus 72.5% of budget generating a deficit versus a budgeted surplus due to the activities in Agronomy Farm and Fruit Industries offset by the surplus in the Pine Tree Ranch due to a sales of avocados and lemons.

Continuing Education includes nine programs from the College of the Extended University, College of Engineering and College of Science. Revenues for the fiscal year 2012-13 exceed budget by 30% or \$481,824; payroll and expenditures are 71% versus 82.8% of budget generating a surplus in excess of budgeted due to International Training, Certification, Test Prep and Technical Programs as well as Administration offset by the English Language Institute and Administration.

Foundation Programs-Unrestricted includes the activities that are not third party donor imposed stipulations. Revenues for the fiscal year 2012-13 are 78% or \$112,196 short of budget and expenditures were 56% or \$283,587 short of budget generating a surplus versus a zero budget. Overall Foundation Programs (unrestricted and restricted) revenues 0.01% or \$47,269 short of prior year and expenditures exceed prior year by 9.6% or \$282,946 (excluding Transfers to the University # 7344) generating a surplus of \$2.4 million versus prior year surplus of \$2.7 million.



CAL POLY POMONA FOUNDATION, INC.

STATEMENTS OF FINANCIAL POSITION

for period ended December 31, 2012

	Unrestricted					Restricted				Current Year Total	June 30, 2012 Total
	General Fund	Designated Fund	Foundation Programs Fund	Auxiliary Activities Fund	Total Unrestricted	Sponsored Programs Fund	Foundation Programs Fund	Endowment Fund	Total Restricted		
CURRENT ASSETS:											
Cash:											
On hand and in commercial accounts	1,577,979	1,200	1,400	49,000	1,629,579	0	7,950	0	7,950	1,637,529	(610,722)
Due to/(from)	(70,132,119)	17,576,484	2,475,383	20,507,024	(29,573,228)	2,252,754	26,811,953	508,521	29,573,228	0	0
Investments	29,171,965	182,062	0	0	29,354,027	0	416,937	3,304,548	3,721,485	33,075,512	33,394,992
Marketable securities	6,607,481	0	0	0	6,607,481	0	901,274	63,478,172	64,379,446	70,986,927	59,644,127
Total cash and cash equivalent	(32,774,694)	17,759,746	2,476,783	20,556,024	8,017,859	2,252,754	28,138,114	67,291,241	97,682,109	105,699,968	92,428,397
Receivables:											
Accounts and notes receivable	1,947,664	1,912	57,740	1,487,577	3,494,893	676,884	8,139,882	6,651	8,823,417	12,318,310	13,677,319
Interfund loans (net)	2,895,102	0	0	0	2,895,102	0	52,500	0	52,500	2,947,602	3,260,178
Less-Allowance for doubtful accounts	4,842,766	1,912	57,740	1,487,577	6,389,995	676,884	8,192,382	6,651	8,875,917	15,265,912	16,937,497
	0	0	0	(170,996)	(170,996)	0	(60,190)	0	(60,190)	(231,186)	(208,217)
Total receivables	4,842,766	1,912	57,740	1,316,581	6,218,999	676,884	8,132,192	6,651	8,815,727	15,034,726	16,729,280
Inventories	564,500	0	0	3,354,532	3,919,032	0	22,265	0	22,265	3,941,297	2,669,900
Prepaid expenses and deferred charges	233,617	12,391	0	195,757	441,765	500	0	0	500	442,265	154,743
Total current assets	(27,133,811)	17,774,049	2,534,523	25,422,894	18,597,655	2,930,138	36,292,571	67,297,892	106,520,601	125,118,256	111,982,320
FIXED ASSETS											
Land	14,667,364	1,700	0	212,000	14,881,064	0	84,539	0	84,539	14,965,603	14,724,759
Buildings and improvements	17,108,851	0	532,412	50,775,023	68,416,286	0	214,510	0	214,510	68,630,796	66,996,834
Equipment, furniture and fixtures	1,749,710	11,597	27,408	10,637,611	12,426,326	0	397,362	0	397,362	12,823,688	12,520,830
Orchards	0	0	0	131,863	131,863	0	0	0	0	131,863	131,863
Construction in progress	332,889	0	0	1,359,206	1,692,095	0	1,892,247	0	1,892,247	3,584,342	2,844,944
Less-Accumulated depreciation	33,858,814	13,297	559,820	63,115,703	97,547,634	0	2,588,658	0	2,588,658	100,136,292	97,219,230
	(8,992,034)	(11,365)	(255,639)	(31,475,767)	(40,734,805)	0	(532,764)	0	(532,764)	(41,267,569)	(39,480,350)
Total fixed assets	24,866,780	1,932	304,181	31,639,936	56,812,829	0	2,055,894	0	2,055,894	58,868,723	57,738,880
Restricted - Grant Funds	0	0	0	0	0	204,165	0	0	204,165	204,165	215,133
Total assets	(2,267,031)	17,775,981	2,838,704	57,062,830	75,410,484	3,134,303	38,348,465	67,297,892	108,780,660	184,191,144	169,936,333



CAL POLY POMONA FOUNDATION, INC.

STATEMENTS OF FINANCIAL POSITION

for period ended December 31, 2012

	Unrestricted					Restricted				Current Year Total	June 30, 2012 Total
	General Fund	Designated Fund	Foundation Programs Fund	Auxiliary Activities Fund	Total Unrestricted	Sponsored Programs Fund	Foundation Programs Fund	Endowment Fund	Total Restricted		
LIABILITIES:											
Accounts payable	171,393	4,219	9,877	1,385,084	1,570,573	223,202	93,408	0	316,610	1,887,183	2,085,881
Accrued liabilities	938,239	847,759	1,379	570,427	2,357,804	177,881	17,680	512,650	708,211	3,066,015	3,327,850
Receipts in excess of expenditures on specific sponsored programs	0	0	0	0	0	2,733,220	0	0	2,733,220	2,733,220	1,624,760
Deferred income	712,748	0	0	758,500	1,471,248	0	4,604	0	4,604	1,475,852	1,089,905
Deposits held in custody for others	0	0	0	0	0	0	514,005	0	514,005	514,005	527,660
Inter-fund loans	2,677,120	0	0	0	2,677,120	0	270,482	0	270,482	2,947,602	3,260,178
Total current liabilities	4,499,500	851,978	11,256	2,714,011	8,076,745	3,134,303	900,179	512,650	4,547,132	12,623,877	11,916,234
Long-term liabilities:											
Notes and contracts payable	0	0	0	0	0	0	0	0	0	0	0
Unitrust liability	0	0	0	0	0	0	876,721	0	876,721	876,721	874,354
Lease obligations	3,139,669	0	0	25,837,082	28,976,751	0	0	0	0	28,976,751	29,754,982
Total long-term liabilities	3,139,669	0	0	25,837,082	28,976,751	0	876,721	0	876,721	29,853,472	30,629,336
Total liabilities	7,639,169	851,978	11,256	28,551,093	37,053,496	3,134,303	1,776,900	512,650	5,423,853	42,477,349	42,545,570
Net Assets Beginning	(9,013,536)	16,060,463	2,686,842	28,300,336	38,034,105	0	34,229,095	55,127,563	89,356,658	127,390,763	125,589,796
<i>change in net Assets</i>	(892,664)	863,540	140,606	211,405	322,887	0	2,342,472	11,657,678	14,000,150	14,323,037	1,800,966
Total liabilities and Net Assets	(2,267,031)	17,775,981	2,838,704	57,062,834	75,410,488	3,134,303	38,348,467	67,297,891	108,780,661	184,191,149	169,936,332



CAL POLY POMONA FOUNDATION, INC.
Statement of Activities
 For period ending December 31, 2012 and 2011

Description	REVENUES			EXPENSES			SURPLUS/(DEFICIT)			FY 11-12 Actual	FY 12-13 Budget	YTD Budget Not Realized
	FY 11-12	FY 12-13 YTD		FY 11-12	FY 12-13 YTD		FY 11-12	FY 12-13 YTD				
	YTD Actual	Budget	Actual	YTD Actual	Budget	Actual	YTD Actual	Budget	Actual			
General Activities:												
Administration	1,753,831	1,624,763	1,578,621	2,379,492	2,505,423	2,283,267	(625,661)	(880,660)	(704,646)	(784,409)	(818,402)	(113,756)
Real Estate	1,183,643	1,078,463	1,097,310	822,964	927,867	919,796	360,679	150,596	177,514	243,687	178,512	998
Investments	(185,543)	264,235	711,794	5,944	10,914	11,557	(191,487)	253,321	700,237	(29,058)	610,539	(89,698)
Building Rentals	373,305	382,536	382,500	316,301	319,996	334,621	57,004	62,540	47,879	115,307	127,476	79,597
TOTAL GENERAL	3,125,236	3,349,997	3,770,225	3,524,701	3,764,200	3,549,241	(399,465)	(414,203)	220,984	(454,473)	98,125	(122,859)
Enterprises:												
Bookstores	4,584,631	4,373,557	4,312,614	4,613,930	4,435,793	4,351,330	(29,299)	(62,236)	(38,716)	429,146	307,034	345,750
Carl's/ Salad Bar/Taco Bell	300,168	298,425	283,138	263,442	261,898	262,435	36,726	36,527	20,703	134,306	159,773	139,070
Panda Express	43,675	46,600	44,579	3,231	4,548	3,014	40,444	42,052	41,565	114,702	115,472	73,907
C-Store's (incl. Starbucks, etc, Einstein, cba)	791,013	1,217,555	1,233,005	761,645	1,169,523	1,152,941	29,368	48,032	80,064	235,389	357,674	277,610
Vending & Carts	68,454	61,200	40,652	37,921	52,782	28,947	30,533	8,418	11,705	46,932	21,986	10,281
Los Olivos	2,107,244	1,830,198	1,963,573	1,946,052	1,786,277	1,856,609	161,192	43,921	106,964	861,002	371,973	265,009
Vista Café	378,816	388,057	434,435	404,437	413,965	444,259	(25,621)	(25,908)	(9,824)	30,654	22,933	32,757
Vista Diner-Denny's	344,805	310,988	290,503	398,331	322,213	362,945	(53,526)	(11,225)	(72,442)	(38,244)	47,099	119,541
Geneva Café	48,084	0	0	54,984	0	3,291	(6,900)	0	(3,291)	(12,348)	0	3,291
Bronco Student Center	610,518	654,271	791,611	519,731	568,081	708,014	90,787	86,190	83,597	284,388	313,853	230,256
FS Mgt/Overhead	1,249	0	927	386,593	437,285	431,714	(385,344)	(437,285)	(430,787)	(883,784)	(860,984)	(430,197)
<i>Total Dining Services</i>	<i>4,694,026</i>	<i>4,807,294</i>	<i>5,082,423</i>	<i>4,776,367</i>	<i>5,016,572</i>	<i>5,254,169</i>	<i>(82,341)</i>	<i>(209,278)</i>	<i>(171,746)</i>	<i>772,997</i>	<i>549,779</i>	<i>721,525</i>
Catering/Conference Foods	784,570	883,457	799,093	908,617	900,468	881,535	(124,047)	(17,011)	(82,442)	(179,101)	(34,845)	47,597
K.W Conference Cntr.	592,110	609,643	621,180	645,764	652,954	650,960	(53,654)	(43,311)	(29,780)	22,146	25,366	55,146
University Village	3,342,993	3,261,246	3,413,517	3,255,490	3,457,394	3,419,444	87,503	(196,148)	(5,927)	1,253,129	1,148,434	1,154,361
TOTAL ENTERPRISE	13,998,330	13,935,197	14,228,827	14,200,168	14,463,181	14,557,438	(201,838)	(527,984)	(328,611)	2,298,317	1,995,768	2,324,379
TOTAL GEN & ENTERPRISE	17,123,566	17,285,194	17,999,052	17,724,869	18,227,381	18,106,679	(601,303)	(942,187)	(107,627)	1,843,844	2,093,893	2,201,520
Uses of Designated Funds:												
Development	0	0	0	15,329	28,748	20,513	(15,329)	(28,748)	(20,513)	(48,488)		20,513
Alumni Affairs	0	0	2,135	23,307	30,248	22,386	(23,307)	(30,248)	(20,251)	(59,000)		20,251
Public Relations	7,819	0	1,858	240,113	361,615	165,808	(232,294)	(361,615)	(163,950)	(375,438)		163,950
Publications	0	0	446	24,303	87,488	29,502	(24,303)	(87,488)	(29,056)	(151,367)		29,056
Athletics	0	0	0	55,000	27,498	0	(55,000)	(27,498)	0	(55,000)		0
Other	12,957	0	2,786	110,705	112,621	25,886	(97,748)	(112,621)	(23,100)	(780,771)		23,100
TOTAL DESIGNATED USES	20,776	0	7,225	468,757	648,218	264,095	(447,981)	(648,218)	(256,870)	(1,470,064)	(1,273,096)	256,870
Other Activities:												
Research Office	676,340	676,342	573,060	663,764	653,764	560,484	12,576	22,578	12,576	45,152	45,156	32,580
Agriculture	1,508,868	1,716,038	1,581,933	1,391,772	1,637,429	1,632,747	117,096	78,609	(50,814)	198,225	104,032	154,846
Continuing Education	1,537,231	1,620,314	2,102,138	1,086,445	1,342,565	1,498,887	450,786	277,749	603,251	865,302	451,676	(151,575)
Fdn. Program-Unrestricted	521,484	508,848	396,652	223,559	508,848	225,261	297,925	-	171,391	(139,547)		(171,391)
TOTAL OTHER	4,243,923	4,521,542	4,653,783	3,365,540	4,142,606	3,917,379	878,383	378,936	736,404	969,132	600,864	(135,540)
TOTAL SURPLUS (DEFICIT)	21,388,265	21,806,736	22,660,060	21,559,166	23,018,205	22,288,153	(170,901)	(1,211,469)	371,907	1,342,912	1,421,661	2,322,850
Residential Life Trust Room & Board 1% Allocation									0	(54,252)	(44,225)	0
TOTAL FOUNDATION Net	21,388,265	21,806,736	22,660,060	21,559,166	23,018,205	22,288,153	(170,901)	(1,211,469)	371,907	1,288,660	1,377,436	2,322,850



CAL POLY POMONA FOUNDATION, INC.
Statement of Activities
For period ending December 31, 2012 and 2011

Description	REVENUES			EXPENSES			SURPLUS/(DEFICIT)			FY 11-12 Actual	FY 12-13 Budget	YTD Budget Not Realized
	FY 11-12	FY 12-13 YTD		FY 11-12	FY 12-13 YTD		FY 11-12	FY 12-13 YTD				
	YTD Actual	Budget	Actual	YTD Actual	Budget	Actual	YTD Actual	Budget	Actual			
Restricted:												
Endowments/Investments	(2,916,981)	2,018,559	13,371,485	2,884,697	3,124,571	2,038,482	(5,801,678)	(1,106,012)	11,333,003	(2,107,014)	438,752	(10,894,251)
Foundation Programs	6,239,639	0	6,176,474	3,126,695	0	3,406,521	3,112,944	0	2,769,953	2,544,279	0	(2,769,953)
TOTAL RESTRICTED	3,322,658	2,018,559	19,547,959	6,011,392	3,124,571	5,445,003	(2,688,734)	(1,106,012)	14,102,956	437,265	438,752	(13,664,204)
Grants and Contracts	6,247,265	5,802,689	5,445,293	6,247,265	5,802,689	5,445,293	0	0	0	0	0	0
Transfers to the University	0	0	0	1,299,248	0	151,826	(1,299,248)	0	(151,826)	3,930,872	0	0
TOTAL FOUNDATION NET	30,958,188	29,627,984	47,653,312	35,117,071	31,945,465	33,330,275	(4,158,883)	(2,317,481)	14,323,037	5,656,797	1,767,813	(11,385,579)

**REAL ESTATE
SURPLUS/(DEFICIT) BUDGET COMPARISON SUMMARY
FOR THE FISCAL YEAR**

DESCRIPTION	2010-11 Actual	2010-11 Forecast	2010-11 Approved Budget	2011-12 Actual	2011-12 Forecast	2011-12 Approved Budget	2012-13 YTD Actual 12/31/12	2012-13 YTD Approved Budget
<u>REAL ESTATE DEVELOPMENT</u>								
220080 Center for Training Technology & Incubation	(157,283)	(188,603)	(341,455)	(113,796)	(41,288)	(36,215)	(30,396)	13,869
220010 Innovation Village - see Note 1	929,459	425,402	357,530	433,548	428,332	443,447	251,937	236,671
220050 Innovation Village/American Red Cross	(1,357)			(3,461)	-	-	6,117	-
220052 Innovation Village/Tramel Crow	(30)			(443)	-	-	1,241	-
220070 Innovation Village Common Areas	1	(1)	229	-	-	1	(46,050)	(31,956)
459540 Spadra Solar Farm				-	-	-	-	-
Total Real Estate Development	770,790	236,798	16,304	315,848	387,044	407,233	182,849	218,584
<u>RENTAL Buildings</u>								
200660 Building # 66 - Classrooms & Offices	111,007	128,638	115,253	109,055	93,630	118,601	36,291	54,805
190970 Building # 97 - Offices	129,450	115,869	124,457	109,579	116,018	112,998	65,002	56,016
200220 CTTi Building # 220A - College of ENV Studio	(97,553)	(93,154)	(96,132)	(103,052)	(93,154)	(96,199)	(53,414)	(48,281)
190330 Downtown Pomona Building				(275)	-	-	-	-
Total Rental Buildings	142,904	151,353	143,578	115,307	116,494	135,400	47,879	62,540
<u>FACULTY/STAFF HOUSING</u>								
Fund 11 Faculty/Staff Housing	(155,382)	(106,308)	(226,512)	(72,220)	(25,653)	(148,557)	(6,750)	(67,988)
Total Faculty/Staff Housing	(155,382)	(106,308)	(226,512)	(72,220)	(25,653)	(148,557)	(6,750)	(67,988)
GRAND TOTAL REAL ESTATE	758,312	281,843	(66,630)	358,935	477,885	394,076	223,978	213,136

**AGRICULTURE FUNDS
SURPLUS/(DEFICIT) BUDGET COMPARISON SUMMARY
FOR THE FISCAL YEAR**

DESCRIPTION	2010-11			2011-12			2012-13	2012-13
	Actual	Forecast	Approved Budget	Actual	Forecast	Approved Budget	YTD Actual 12/31/12	YTD Approved Budget
016200 Agronomy Farms	27,593	25,461	88,082	190,668	96,310	25,889	(59,746)	29,749
260200 Arabian Horse Show	(70,772)	(17,181)	6,948	(32,421)	770	(3,470)	(46,155)	49,404
020010 Beef Unit	(55,907)	1,976	(34,629)	(6,857)	(1,488)	(6,269)	(689)	(3,454)
027190 Consignment Sales	-	-	-	-	-	-	-	-
340010 Fruit Industry	1,425	1,685	7,230	(32,306)	583	(2,996)	(10,634)	9,324
300010 Meat Lab	7,096	6,496	476	6,402	5,590	(202)	2,346	(182)
320300 Ornamental Horticulture	7,449	146	4,569	(4,152)	(7,743)	(1,166)	(4,265)	(4,037)
193040 Pine Tree Ranch	75,898	16,877	6,898	16,682	11,288	5,434	78,408	(6,245)
420010 Sheep Unit	(21,726)	(17,351)	(20,522)	(13,373)	(5,240)	(14,775)	(1,156)	(1,160)
430010 Swine Unit	(17,421)	(27,897)	(19,471)	(14,347)	(4,990)	(24,967)	(4,865)	(14,482)
260220 Farm Store at Kellogg Ranch	47,516	19,229	6,767	95,022	19,718	14,024	(6,321)	19,692
460360 Danny's Farm	-	-	-	207	-	-	2,116	-
350810 Truck and Trailer	-	-	-	(6,500)	-	-	-	-
350820 Pomona Organics St Project	-	-	-	(800)	-	-	145	-
Total	1,151	9,441	46,348	198,225	114,798	(8,498)	(50,816)	78,609

**CONTINUING EDUCATION PROGRAMS
SURPLUS/(DEFICIT) BUDGET COMPARISON SUMMARY
FOR THE FISCAL YEAR**

DESCRIPTION	2010-11	2010-11	2010-11	2011-12	2011-12	2011-12	2012-13	2012-13
	Actual	Forecast	Approved Budget	Actual	Forecast	Approved Budget	YTD Actual 12/31/12	YTD Budget
<u>COLLEGE OF EXTENDED UNIVERSITY - Programs</u>								
283500 Administration	133,213	64,048	12,878	5,496	(55,395)	658	(82,245)	6,672
283071 Computer Programs		-	-	(244)	-	-	-	-
283072 Certificate Programs	24,885	24,000	28,754	27,144	20,800	32,368	18,994	2,918
283080 English Language Inst.	409,875	292,594	327,376	647,303	278,045	300,925	564,839	85,011
283600 CEU International Training	178,837	55,955	12,676	149,435	90,241	30,505	44,039	134,693
283610 Int'l Workshop and Training	-	-	-	-	-	-	-	-
283620 Six Sigma Program	10,637	3,941	1,866	35,883	29,501	3,972	14,854	16,693
283630 Professional Project Management Program	5,555	2,661	1,871	8,589	4,890	3,223	7,176	4,318
283790 On Site Training Programs	(8,117)	(21,698)	4,360	21,169	15,172	841	6,950	16,844
283060 Start-Up Programs	(227)	320	35	7,698	1,666	2,500	(972)	1,508
283076 Technical Programs	(92,797)	493	863	(515)	-	4,553	8,461	-
283073 Test Prep Programs	2,046	12,605	16,886	702	5	14,461	8,875	3,593
283800 Annual Giving Professional Network	518			-	-	-	-	-
460280 SUMMER SUPPORT @ CEU		-	-	(1,659)	-	-	(852)	-
Total College of Extended Univ Programs	664,425	434,919	407,565	901,001	384,925	394,006	590,119	272,250
<u>COLLEGE OF ENGINEERING</u>								
381500 Non-Credit Learning Admin	(2,006)	(2,006)	2,257	(762)	-	(5,092)	76	(5,150)
381675 Civil Engineering Review	(3,286)	9,188	3,355	(1,895)	3,602	9,188	5,409	2,217
381673 Land Surveyor Review	(2,758)	-	-	-	-	-	-	-
Total College of Engineering	(8,050)	7,182	5,612	(2,657)	3,602	4,096	5,485	(2,933)
<u>COLLEGE OF SCIENCE</u>								
406440 Chemistry Agilent Project	(3,304)	-	11,904	(5,026)	18,487	-	(1,429)	8,432
Total College of Science	(3,304)	-	11,904	(5,026)	18,487	-	(1,429)	8,432
<u>COLLEGE OF LETTERS, ARTS, AND SOCIAL SCIENCES</u>								
362030 GIS Certificate Program	92,369	-	-	(9,547)	-	-	9,076.00	-
Total College of Letters, Arts, and Social Sciences	92,369	-	-	(9,547)	-	-	9,076	-
<u>COLLEGE OF ENVIRONMENTAL DESIGN</u>								
460200 CCLAWS CERTIFICATE L+RS	26,000			(18,471)			-	-
Total College of Environmental Design	26,000	-	-	(18,471)	-	-	-	-
GRAND TOTAL CONTINUING EDUCATION	771,440	442,101	425,081	865,300	407,014	398,102	603,251	277,749



Memorandum

Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: *G. Paul Storey*
G. Paul Storey
Executive Director

Subject: Food Truck Status Update

The truck is currently being constructed by California Cart Builders located in Lake Elsinore California. Completion date is currently targeted for mid-April, 2013 and implementation on the Cal Poly Pomona campus during the first week of June.

The truck will include the first-ever mobile “We Proudly Brew” Starbucks concept.

Regarding location, we have obtained permission to park the truck during the morning on Red Gum Lane near the stanchions adjacent to the parking structure. We’re also looking at the courtyard between building 2 and building 7 during lunch time, as this section of campus has been identified as underserved in regards to dining options in our Envision Strategies report. The truck will also serve as a potential mobile solution to sporting events, tournaments, and our partners at Innovation Village.

We are working with Foundation Facilities Management to install the service utilities and Starbucks-specified water treatment equipment into building 97. This building will serve as the commissary and storage area for the food truck.

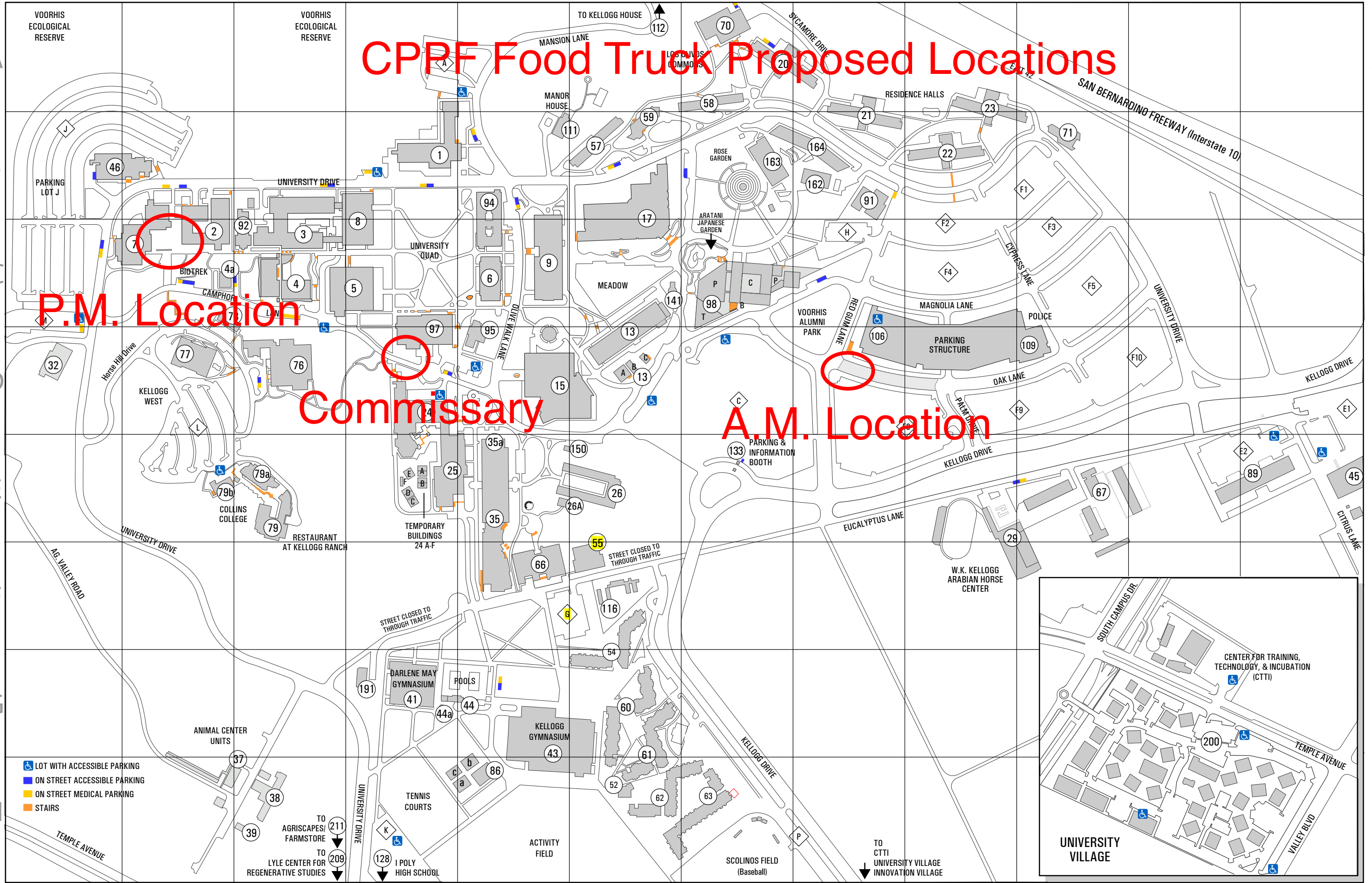
Attached is a map of the proposed locations for your review. We are working with all parties that may be affected by the operation of the food truck (i.e., Parking Services, Campus Police, etc.) to ensure a smooth transition into this exciting new business.

CPPF Food Truck Proposed Locations

P.M. Location

Commissary


A.M. Location



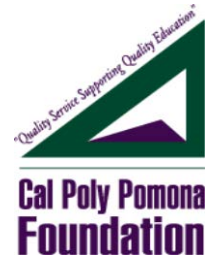
MEMORANDUM

Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: 
G. Paul Storey
Executive Director

Subject: Re: Kellogg West Renovation Update



From mid-December to early January, Kellogg West's front desk, lobby, dining room, and lower-level exhibit lounge underwent a major overhaul. These areas now boast a fresh, contemporary appearance with new furniture, artwork, flooring and paint.

Kellogg West hosted an open house on Tuesday, February 12, 2013 from 4 p.m. to 6 p.m. Hundreds of curious visitors attended the event.

We have included some before and after renovation pictures for your review, plus a few pictures of the open house event.

Great Conference and meeting packages are available; please contact Kellogg West at 1.800.KWest.76 or KelloggWest.org.

BEFORE



AFTER



BEFORE



AFTER



BEFORE



AFTER



BEFORE



AFTER



BEFORE



AFTER



BEFORE



AFTER









New Year. New Look.



Please join us at our

OPEN HOUSE

to experience the new look of Kellogg West Conference Center and Dining Room.

Tuesday, February 12, 2013 | 4pm-6pm

Appetizers and Beverages Will Be Provided

For additional information please call 909.869.3918

Please RSVP by Tuesday, February 5, 2013*

*Additional guests and colleagues are welcome to attend

CLICK HERE
TO **RSVP**

www.KelloggWest.org/OpenHouse





Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: 
G. Paul Storey
Executive Director

Subject: Reserve Budget for Los Olivos Renovations

University Housing Services and Foundation Dining Services Directors worked together to remodel the lobby of Los Olivos and install a new grill and refrigerated stand in the Los Olivos servery.

The capital budget request for these renovations was approved by the Board of Directors at the May 2012 meeting. The total cost of the renovation was \$93,337.42. The funding for this purchase will be paid from the Residential Board Meal Program Reserve per Foundation policy 171 attached for your reference. The Residential Board Meal Program Reserve currently has a reserve balance of \$1,159,764.

BEFORE



AFTER



BEFORE



AFTER



**WELLNESS
INFORMATION**
CPPDINING.COM/LO

Foundation Dining Service
Nutritional Food Options



CPPDining.com

Add Value Station



Add Value Station



WELCOME
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**WELLNESS
INFORMATION**
CPPDINING.COM/LO

Foundation Dining Service
Nutritional Food Options



CPPDining.com

FIRE HOSE



Eat Right
Smart Snacking for Adults and Teens

eat smarter on a budget
10 ways to save money on your food choices

1. Buy in bulk
2. Buy generic brands
3. Buy seasonal produce
4. Buy frozen produce
5. Buy frozen meats
6. Buy frozen fruits
7. Buy frozen vegetables
8. Buy frozen bread
9. Buy frozen pizza
10. Buy frozen soups

eat seafood twice a week
10 ways to eat more seafood

1. Buy frozen seafood
2. Buy canned seafood
3. Buy frozen seafood packages
4. Buy frozen seafood meals
5. Buy frozen seafood snacks
6. Buy frozen seafood dips
7. Buy frozen seafood breads
8. Buy frozen seafood pastas
9. Buy frozen seafood pizzas
10. Buy frozen seafood casseroles

enjoy your food but eat less
10 ways to enjoy your food

1. Eat slowly
2. Stop eating when you're full
3. Avoid eating out of boredom
4. Avoid eating out of stress
5. Avoid eating out of sadness
6. Avoid eating out of anger
7. Avoid eating out of loneliness
8. Avoid eating out of habit
9. Avoid eating out of habit
10. Avoid eating out of habit

with protein foods, variety is key
10 ways to eat more protein

1. Buy frozen seafood
2. Buy canned seafood
3. Buy frozen seafood packages
4. Buy frozen seafood meals
5. Buy frozen seafood snacks
6. Buy frozen seafood dips
7. Buy frozen seafood breads
8. Buy frozen seafood pastas
9. Buy frozen seafood pizzas
10. Buy frozen seafood casseroles

salt and sodium
10 ways to eat less salt and sodium

1. Buy frozen seafood
2. Buy canned seafood
3. Buy frozen seafood packages
4. Buy frozen seafood meals
5. Buy frozen seafood snacks
6. Buy frozen seafood dips
7. Buy frozen seafood breads
8. Buy frozen seafood pastas
9. Buy frozen seafood pizzas
10. Buy frozen seafood casseroles

choose MyPlate
10 ways to eat a great meal

1. Buy frozen seafood
2. Buy canned seafood
3. Buy frozen seafood packages
4. Buy frozen seafood meals
5. Buy frozen seafood snacks
6. Buy frozen seafood dips
7. Buy frozen seafood breads
8. Buy frozen seafood pastas
9. Buy frozen seafood pizzas
10. Buy frozen seafood casseroles



Grill

You Asked For It!



MONGOLIAN GRILL

It's Back!

The Triumphant Return Of The MONGOLIAN GRILL!!!

Monday, April 23 @ Lunch!
CPPDining.com



COME AND CELEBRATE THE
CHINESE NEW YEAR
YEAR OF THE DRAGON



LOS ANGELES LUNCHEON

MENU

- Asian Style Pork Back Ribs
- Chicken, Rice & Ginger Soup
- Stir-fry Eggplant With Cilantro
- Daikon Cakes with Spicy Herb Sauce
- Steamed Bass Filet Cantonese Style
- Chinese Noodle Soup with Spinach & Garlic
- Jasmine Rice with Ginger, Garlic & Cilantro
- Baby Bok Choy w/Braised Shiitake Mushroom
- Spicy Lemongrass Tofu
- Chinese Fried Rice
- Chinese Chicken Salad
- Asparagus & Snow Pea Salad
- Five Spice Wonton Chips
- Fortune Cookies
- Almond Cookies
- Mandarin Orange Cake
- Fruit Mini Tarts

THURSDAY, JAN 19
11AM-1:30PM

EVERYONE IS WELCOME
CAL POLY STUDENTS,
FACULTY, STAFF,
PARENTS, FRIENDS

Cash: \$8.25
Bronco Bucks: \$7.75

SAVE WHEN YOU PAY
WITH BRONCO BUCKS

BRONCOBUCKS.COM



CPPDining.com

TOSHIBA

CHOOSE YOUR SPACE
ROOM SELECTION WILL BEGIN ON 2/4/2013

IMPORTANT INFORMATION:

- All room selections must be made by 11:59 PM on 2/4/2013.
- Room selections are made on a first-come, first-served basis.
- Room selections are made on a first-come, first-served basis.
- Room selections are made on a first-come, first-served basis.

Don't miss your opportunity to make your room selection. The room selection process will begin on 2/4/2013. Be sure to check the room selection process on the website for more information.



MENGELIAN GRILL

Los Olivos' 11th Annual
CINCO DE MAYO LUNCHEON
w/ Mariachi Band & Dancers

May 5, 2011
11:00am to 1:00pm
Los Olivos Dining

Menu

- Agave Chicken
- Grilled Pork
- Grilled Beef
- Grilled Chicken
- Grilled Fish
- Grilled Shrimp
- Grilled Vegetables
- Grilled Potatoes
- Grilled Corn
- Grilled Bread
- Grilled Fruit
- Grilled Desserts

www.CPPDining.com

Cash: \$8.25
Bronze Bucks: \$7.75

NOT OPEN FOR THE WORLD SERIES



You Asked For It!



MONGOLIAN GRILL

It's Back

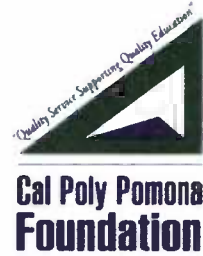
The Triumphant Return Of The MONGOLIAN GRILL!!!

Monday, April 23 @ Lunch!

CPPDining.com



Memorandum



Date: February 11, 2013
To: Board of Directors
Cal Poly Pomona Foundation, Inc.
From: G. Paul Storey *G. Paul Storey*
Executive Director
Subject: Bronco Bookstore Strategic Plan Update

The Bronco Bookstore entered into an agreement with Connect2One, an organization that is an alliance of Independent College Bookstores, to assist with addressing multi-year planning issues. The goal of the update is to ensure that the Bookstore’s programs remain aligned with evolving conditions on the campus and in the overall market. The entire Consultant’s Report can be viewed here:

<http://foundation.csupomona.edu/content/d/Meeting%20Packets/Connect2One.pdf>

The following resolution is recommended for approval:

RESOLVED: the Board of Directors of the Cal Poly Pomona Foundation approves the Bronco Bookstore Strategic Plan Update.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013

By: *W. Dong*

Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

Highlights

Bronco Bookstore

Consultation Project

2/1/2013

Connect 2 One[®]
An Alliance of Independent College Bookstores

Paula Haerr
Associate Executive Director

Complexity of Text Options

Purchase options per title have more than doubled over the last five years. While technology enhancements can streamline some of the decision processes, staff development to stay on top of the options and to effectively communicate with faculty and students is essential.

Systems Recommendations:

- Continue to use Verba Compare and Verba data to create dynamic pricing on select titles, particularly in the USED book category to capture additional market share.
- Implement Verba Compete / Counter Offer to appeal to the “bid” psychology of online consumer shopping.
- Streamline operational functions (receiving / returns) with Nebraska Book Company EDA devices.
- Do a cost return analysis on new software such as Alloken LLC Decision Control to aid in inventory and price management

Marketing Textbooks

- Publicize achievements in working with the CSU Textbook Affordability project
- Continue communication with faculty on all available textbook options, including custom publications.
- Develop a “more promotional” look to faculty textbook information pieces.
- Ramp up Marketing Messaging:
 - “Right Book, Right Now”
 - “Have it your way” – New, Used, New Rental, Used Rental, Digital, Digital Rental, Custom Publication
 - In-store signage on select titles showing price tiers through all purchase/rental options
 - Dollars saved by students with Rental
 - Dollars saved by students with USED books
 - Incentives for students buying textbooks online to drive traffic back to the store after rush.



“Right Book Right Now” Marketing
K-State Union Bookstore
Manhattan, Kansas

General Merchandise - Insignia

Possibly the category with the least competition, the apparel and insignia department provides ample opportunity for growth.

- Expand in growth categories based on national trends
 - Women's junior-fit fashion apparel utilizing low minimum vendors for frequent style changes throughout the quarter
 - Performance wear, both men's and women's
 - Quarter zip fleece
 - Women's tote bags
 - Hooded sweatshirts and crewneck sweatshirts
 - Price point t-shirt promotions
- Adjust inventories
 - Establish Open-to-Buy plan to achieve growth while controlling inventory risk in both apparel and insignia gifts. Strategic analysis of growth patterns, inventory turns and gross margins is essential in informing which products to buy and how to allocate space on the sales floor.
 - Explore sourcing for lower minimums in under-turning categories to free up inventory dollars for growth categories.

General Merchandise - Insignia



Iowa Western Community College
Price Point Sale

7,200 students about ½ part-time
1,600 pieces sold in two days

- Place emphasis on price point instead of discount in apparel promotions
 - Reduce department wide discount sales events in favor of price point promotions
 - Create Sales Events around key items purchased at commodity prices through the buying group resources
 - Create Everyday Value pricing on key items

General Merchandise - Insignia



Develop partnerships with Athletics throughout the year for opportunities in a variety of team and club sports.

Web Sales

- Analyze the type of products, location of the shoppers and the size range to get a better idea of the target shopper for online insignia purchases.
- Focus on products from higher margin and higher retail price point categories
- Dedicate staff for greater oversight on a regular basis of content
- Better define shopping categories: Women's Wear, Quarter-zip Fleece, Sweatpants, Hooded Sweatshirts, Long-sleeve T-shirts.

Technology Sales

- Expand staffing levels to address the following issues:
 - With more than half of computer sales directly attributed to Apple product, reliance on student staff to meet Apple reseller requirements puts the store at risk.
 - Department manager/buyer is heavily occupied with institutional quotes and special orders for departments and labs. While this generates significant overall sales, little time is left to analyze opportunities for walk-in traffic.
- Greater in-stock position on a variety of products would improve impulse purchases
 - Customers who have to wait for “special orders” to arrive may as well purchase from online sellers
- Breakdown “other hardware” tech category to better react to and analyze trends
 - i.e., headphones, flash memory, cables, mass storage, chargers, phone accessories, etc.

Staff Development

- Separate receiving tasks from buyer responsibility in general merchandise
 - Audit accountability
 - Free up time for buying staff to analyze sales, plan purchases and direct merchandising
- Staff Development – all areas
 - Bronco Bookstore staff is best trained to meet changing marketplace needs by exposure to other bookstore operations, new vendors and industry trends
 - Dedicate travel and training budgets to meet these needs
 - NACS education (including online webinars and learning modules)
 - NACS/CAMEX trade show
 - Nebraska Book Company systems training
 - Connect2One buying group resources
 - California Association of College Stores

Marketing

- Develop in-store coordinator / marketing liaison to stay on top of projects and opportunities (possible part-time student intern position)
- Projects
 - Facebook – greater frequency of new products and price point promotions in the bookstore
 - Develop a “more promotional” look to faculty textbook information pieces.
 - Expand promotional efforts to students with emphasis on price competitiveness in all product areas, including textbooks

Sales Floor Optimization

For a more convenient shopping experience, expansion of the main sales floor is a priority. Multi-level college stores have experienced difficulty in moving customers throughout the store, particularly where the secondary level does not provide exterior access traffic flow.

Upper level recommendations

- Create a “Culinary Nook” for Collins School by moving required texts and other products related to the curriculum to the upper level where trade books were previously stocked. Text information staff can be trained to handle sales for these and other specialty supplies.
- As with the idea for the Culinary Nook, lab coats could also be stocked on the course materials level.
- Course specific supplies (lab goggles, lab notebooks, dissecting kits, etc.) should be stocked in-line with required course books (in addition to stocking on first level).
- Create more impulse purchase options for key supply products with endcap displays, island bulk displays and clip strips. Strategic assortment to include: spiral notebooks, binders, composition books, index cards, multi-color/multi-pack highlighters and writing instruments, student planners, etc.

Sales Floor Optimization

Main Level Recommendations:

- Customer Service Station (left of exit) can be combined with Cashier Stations (right of exit) to reduce redundancy and alleviate customer confusion.
 - Space can be used for expanded apparel categories
- Further reduce greeting card inventory by removing spinner fixtures currently blocking window view into the store.
- Shift back-office functions to the upper level as much as possible to expand general merchandise categories on the main sales floor.
- Consolidate supply and tech sales desk to one service station rather than two at the rear of the store.
 - Space can be used for expanded tech categories

Connect2One[®]

An Alliance of Independent College Bookstores

About Connect2One:

Connect2One is an alliance of independent college bookstores with a mission to connect bookstore managers with the resources they need. Started in 1988 as Collegiate Stores Cooperative, Connect2One was acquired by Nebraska Book Company in 1997 with the goal of helping stores stay independent and compete in today's marketplace. By leveraging the buying power of 650 stores nationwide, Connect2One is a proven success for both member stores and vendor partners. www.connect2one.com.

Lead Consultant:

As Associate Executive Director of Connect2One, Paula Haerr is recognized as one of the leading experts on general merchandise products and merchandising in the college bookstore industry. With insights gained through serving more than 650 college stores in the Connect2One buying group, Paula is able to apply the financial "science" of collegiate retailing to the practical "art" of buying with insights on successful implementations throughout the country. From a career that began in the mid-70's as a buyer at the University of Cincinnati Bookstores, Paula's knowledge of the channel has made her a frequent speaker at national, state and regional events on topics ranging from open-to-buy, visual merchandising, What's Hot and her annual Paula's Picks trend selections.

CAL POLY POMONA FOUNDATION, INC.

Memorandum



Date: February 11, 2013
To: Board of Directors
Cal Poly Pomona Foundation, Inc.
From: David F. Prenovost *David F. Prenovost*
Chief Financial Officer
Subject: FOUNDATION BUDGET POLICY 118

Foundation management is requesting the Board of Directors' consideration and review of the suggested changes to the Foundation's Budget Process Policy.

Policy 118 – Foundation Budget Process Policy

Recommended Action: The members of the Board of Directors approve the suggested changes to the Foundation's Budget Process Policy # 118;

Now therefore be it resolved that the Board of Directors approve the suggested changes to the Foundation Budget Process Policy # 118.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.

By: *Winnie Dong*

Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

CAL POLY POMONA FOUNDATION, INC.

POLICIES AND PROCEDURES

Subject:	Foundation Budget Process	Policy No.	118
		Old No.:	1978-2, 1978-2A, 1995-2
Reference:	121-II-D, 267-II-E, 300-II-D, 301-11-D	Date:	05/30/78
		Revision:	06/20/94, 12/19/00 02/27/01

POLICY

It is the policy of the Cal Poly Pomona Foundation, Inc. to develop an annual operating and capital budget for the ~~unrestricted~~ activities of the Foundation.

The budgets are developed in the following manner:

1. Requests for budget information will be sent to all Foundation project directors responsible for preparing operating and capital budgets and forecasts ~~managers of unrestricted activities~~ yearly in time for submission, March 31, to the Foundation Executive Director.
2. Budgets submitted ~~for general fund, auxiliary and other activities~~ will include:
 - A. Detail of revenues and expenses expected on a monthly basis.
 - B. Requests for capital expenditures.¹
 - C. Requests for new staff positions.
 - D. Forecast of current year revenues and expenditures.
 - E. Explanation (justification) of material variables between proposed budget and forecasted current year revenues and expenses.
3. Budget requests for designated activities (i.e., public relations) for the benefit of the University shall be submitted for consideration and review ~~by~~ with Foundation Administration.

Foundation gifts to the University will be determined annually during the budget cycle based on funding available from the prior year earnings after requirements for capital spending, reserves and debt ~~repayments~~ service are considered.

The amount of the Gift will be presented in total to the University President for distribution.

¹ Capital expenditure budgets approved by the Board are effective for a three (3) year period. After three years, unused capital spending budgets are not considered available and expenditures must be resubmitted for Board approval.

This extended period of time for utilization of capital budgets is appropriate, as it is often difficult to complete planning, purchasing and/or construction of major projects within a one (1) year time frame.

Spending from capital budgets approved by the Board of Directors will be reviewed by the Executive Director of the Cal Poly Pomona Foundation, Inc., for final authorization before expenditure.

4. Foundation Administration will review the budgets submitted.
5. ~~A meeting~~Meeting(s) will be held ~~between~~⁺ ~~with~~ project ~~management directors~~ and Foundation Administration where the proposed budgets will be reviewed in detail.
6. The Foundation Administration will present detailed budget ~~schedules and~~ information to the ~~Finance/Investment~~Finance Committee(s) and summary information to the Board of Directors. The budget will be finalized by the Board at their regularly scheduled spring meeting.
7. Upon approval by the Board of Directors, the Foundation Administration shall submit its annual budget(s) ~~and program(s)~~ for approval or modification to the President of the University.
8. The Executive Director of the Foundation is authorized to expend non-budgeted capital funds up to an accumulated total of ~~\$25,000~~50,000 per quarter, which exceed the previously approved capital budget. Before such capital purchases exceed ~~\$25,000~~50,000 per quarter, a meeting of the Executive Committee or the Board of Directors will be called to review the request(s) for such capital expenditures. The Foundation Administration is required to submit a capital budget modification with detailed ~~schedules and~~ information to the ~~Finance/Investment~~Finance-appropriate Committee(s), the Board of Directors and the President of the University for approval prior to such expenditures exceeding ~~\$25,000~~50,000 per quarter.
9. The Executive Director is authorized to expend funds, which have not been previously approved in the fiscal operating budget (i.e., unanticipated expenditures not consistent with the normal operations of the Foundation) up to \$10,000 for any single request. Such expenditures must be reported to the Board of Directors and ~~Finance/Investment~~Finance Committee(s) at their next regularly scheduled meeting. These unanticipated expenditures cannot exceed \$30,000 per quarter without prior approval of the Executive Committee or the Board of Directors. Foundation Administration is required to submit budget modifications with detailed ~~schedules and~~ information to the ~~Finance/Investment~~appropriate-Finance Committee(s), the Board of Directors and the President for these types of unanticipated expenditures.

CAL POLY POMONA FOUNDATION, INC.

Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: David F. Prenovost *David F. Prenovost*
Chief Financial Officer

Subject: **FOUNDATION GENERAL INVESTMENT POLICY 131**

Foundation management is requesting the Investment Committee's consideration and review of the suggested changes to the Foundation's General Investment Policy.

Policy 131 – Foundation General Investment Policy

Recommended Action: The members of the Investment Committee have approved the suggested changes to the Foundation's General Investment Policy # 131 and recommend the following resolution be approved by the Board of Directors.

Now therefore be it resolved that the Board of Directors approve the suggested changes to the Foundation General Investment Policy # 131.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.

By:

Winy Dong

Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

CAL POLY POMONA FOUNDATION, INC.

POLICIES AND PROCEDURES

Subject:	General Investment Policy	Policy No.	131
		Old No.	1994-2
Reference:	263-II-B, 273-II-B; 300-II-D; 311-II-A; 320-III-B; 329-III-D; 337-III-A-2; 348-	Date:	12/09/94
		Revision:	03/07/96; 12/19/00; 02/18/03; 02/17/05; 02/22/07; 11/17/08 09/27/11

I. POLICY

This Statement of Investment Policy is intended to provide guidelines for the prudent investment of the Foundation's (see Scope, Section III) asset portfolio and outline the policies for maximizing the effectiveness and efficiency of the Cal Poly Pomona Foundation, Inc. ("Foundation") investment management program. The goal of this investment policy is twofold, one is to enhance the economic status of the Foundation while preserving its capital resources; the second is to establish a clear understanding between the Foundation and their Investment Manager(s) regarding investment objectives and policy guidelines. The Foundation's Statement of Investment Policy is to be governed by Sections 5210 and 5231 of the California Corporations Code, and California Probate Code Section 18500 *et seq.* (*Uniform Prudent Management of Institutional Funds Act*).

II. OBJECTIVE

The Foundation's investment management program is designed to monitor and forecast expenditures and revenues, thus enabling the Foundation to invest its asset portfolio to the fullest extent possible. The Foundation attempts to obtain the highest yield available, while investments meet the criteria established for safety (preservation of capital), liquidity and yield.

A. SAFETY

Asset portfolio safety is the foremost objective of the Foundation. Each investment transaction shall seek to ensure portfolio losses are avoided, whether from securities default, rating downgrades, broker/dealer defaults, or erosion of market value. Cal Poly Pomona Foundation, Inc. shall seek the preservation of its portfolio by managing two types of risk: credit risk and market risk.

1. Credit Risk - is the risk of loss due to failure of the issuer and is managed by proper due diligence prior to investing and on an ongoing basis, and diversifying the investment portfolio so the failure of any one issuer would not materially affect the cash flow of the Foundation.

2. Market Risk - is the risk of investment value fluctuations due to changes in the general level of interest rates or the issuer's individual or industry sector performance. This risk shall be managed by limiting the average maturity of the fixed income portion of the Foundation's investment portfolio to five years and the maximum maturity of any one security to ten years, with the exception of Mortgage-Backed Securities (MBS), the maximum maturity of which shall be limited to thirty years. Market risk shall also be managed by structuring the portfolio so fixed income securities maturing match cash outflows, eliminating the need to sell securities prior to their maturity. It is recognized that within a diversified portfolio, occasional measured losses are inevitable and must be considered within the context of the overall return on the investment.

B. RETURN ON INVESTMENT

The Foundation's investment portfolio shall be designed to attain or exceed a target rate of return throughout economic cycles consistent with risk limitations and prudent investment principles. The target rate of return shall be measured in "absolute", "relative" and "comparative" terms as determined by the Finance/Investment Committee. See Performance Evaluation Section VIII of this Investment Policy for further details.

C. LIQUIDITY

Cal Poly Pomona Foundation, Inc.'s investment portfolio will remain satisfactorily liquid to enable the Foundation to meet anticipated operating and cash flow requirements. Historical and cash flow needs are to be analyzed continuously.

III. SCOPE

The funds identified in this section and entrusted to the Foundation will be pooled in an actively managed portfolio. The Foundation shall oversee management of the portfolio within the content of the "Uniform Prudent Management Investment Funds Act of 2008" section 18503 (b) which states:

"...each person responsible for managing and investing an institutional fund shall manage and invest the fund in good faith and with the care an ordinarily prudent person in a like position would exercise under similar circumstances."

This policy is applicable, but not limited to all funds listed below:

- General Fund
- Sponsored Programs Fund
- Designated Fund
- Enterprise Fund
- Agricultural-Aid-To-Instruction Fund
- Campus Program Fund
- Scholarship Fund
- Continuing Education Fund
- Real Estate Fund

IV. DELEGATION AND GRANTS OF AUTHORITY

Responsibility for the investment program has been delegated by the Foundation to the Finance/Investment Committee. The Finance/Investment Committee will obtain approval of the Board of Directors before implementing any changes to this investment policy. A report on portfolio performance will be provided to the full Foundation Board on a quarterly basis at a regularly scheduled Board meeting.

The authority to execute investment transactions affecting the Foundation's portfolio shall be under the general direction of the Executive Director and the CFO.

V. ETHICS AND CONFLICT OF INTEREST

All Foundation Board members and investment personnel including family members shall refrain from personal business activity which could create a conflict in fact or in appearance with proper execution of the investment program, or which could impair their ability to execute impartial investment decisions. All such personnel shall disclose to the Executive Director any material financial interests in financial institutions which conduct business within the jurisdiction and shall disclose any material financial investment positions which could be related in a conflicting manner to the performance of the Foundation's investment portfolio. The Executive Director shall report in writing to the full Board at least annually all issues, which could influence the performance of the Foundation's investments.

VI. CRITERIA FOR SELECTION OF INVESTMENT MANAGERS

In order to retain investment management organizations that have demonstrated competence in executing one or more investment strategies consistent with the established policy, the following criteria will be applied in retaining existing firms and selecting new investment managers:

- A. Demonstrated performance in one or more of the asset categories defined in sections X.
- B. A sound research program;
- C. A disciplined consistent and measurable approach to the construction and monitoring of portfolios;
- D. Established investment control procedures with operating management information to assure regular review of the portfolio manager's decisions;
- E. Ability to trade at the competitive rates and consistently secure best price execution;
- F. Primary business purpose will be investment management and will have sufficient experience with educational endowment assets;

- G. Demonstrated ability to manage its affairs in a business like manner and with a high degree of financial stability;
- H. An experienced, highly competent professional staff, recognized as such within the industry. Continuity of such personnel will be considered;
- I. No conflict of interest with the policy, objectives, or organization of the investment portfolio nor any conflict which would interfere with prudent management of the portfolio's assets;
- J. Capability to report accounting and performance data in a timely manner;
- K. Competitive fee structure.

VII. AUTHORIZED FINANCIAL DEALERS AND INSTITUTIONS

The Foundation shall transact business only with banks, savings and loan institutions and registered investment securities dealers. The dealers should be primary dealers authorized to buy and sell government securities in direct dealings with the Federal Reserve Bank of New York and qualify under the U.S. Securities and Exchange Commission Rule 15C3-1 (uniform net capital rule).

The CFO shall send a copy of the current statement of investment policy to all dealers approved to do business with the Foundation. Confirmation of the dealer's understanding of the Foundation's investment policy shall be provided in writing by the dealer.

The CFO shall examine financial institutions which wish to perform business with the Foundation, in order to confirm whether the participating financial institutions are satisfactorily capitalized, are market makers in securities appropriate to the Foundation's financial investment universe and agree to comply by the conditions set forth in this Statement of Investment Policy.

Any authorized investments (contained in Section X) can be purchased directly from the issuer.

All financial institutions and broker/dealers who qualify to perform investment transactions for the Foundation must supply the CFO the following:

- A. Audited financial statements*
- B. Proof of National Association of Security Dealers certification**
- C. Proof of registration with the SEC and a copy of their ADVII***
- D. Proof of state registration
- E. Completed broker/dealer questionnaires
- F. Certificate of reviewing and understanding the Cal Poly Pomona

Foundation, Inc.'s investment policy

G. Certificate of understanding the delivery versus payment instructions for custody

H. Conflict of interest certification statement

* Custodians and brokers only

** Brokers only

*** Investment advisors only

A review of the financial condition and registration of the qualified broker/dealers and other bidders will be conducted by the CFO at least every three (3) years. This review shall be reported to the Finance/Investment Committee as an "information item only."

VIII. PERFORMANCE EVALUATION

Performance will be reviewed for purposes of determining adherence to appropriate risk Levels, and for comparison of returns to the established objectives and specific goals.

It is recognized that investment results can fluctuate through market cycles. Achievement of total rate of return within the risk levels identified will be the primary basis upon which to evaluate manager performance. Each manager's portfolio will be monitored and reported quarterly to the Finance/Investment Committee. A comprehensive quarterly report accepted by the Finance/Investment Committee will be presented to the full Board of Directors.

IX. RETURN OBJECTIVE

The purpose of the Foundation's investment portfolio is to support the University and its mission over the long term. Accordingly, the purpose of this statement is to establish a written procedure for the investment of the Foundation's portfolio to ensure that the future growth of the portfolio is sufficient to offset normal inflation plus reasonable spending, thereby preserving the constant dollar value and purchasing power of the portfolio. This statement will establish appropriate risk and return objectives in light of the fund's risk tolerance and investment time horizon. These objectives, as well as asset allocation guidelines and suitable investments are outlined below.

The return objectives of the Foundation's investment portfolio shall be viewed from three perspectives as follows: **Absolute** - Real (i.e., net of inflation) rate-of-return **Relative** - Time-weighted rates of return versus capital market indices; and **Comparative** - Performance of the Investment Manager(s) as compared to a universe of similar investment funds.

1. The **Absolute Objective** of the Foundation's investment portfolio is to seek an average total annual return of 2.0% plus the percentage change in the greater Higher Education Price Index (HEPI). This objective shall be measured over rolling one, three, five and ten year time periods; The intent of this objective is to measure, over time, the return on the portfolio as measured in inflation adjusted terms.

2. The **Relative Objective** of the Foundation's investment portfolio is to seek competitive investment performance versus appropriate capital market benchmarks or indices. This objective shall be measured primarily by comparing investment results over an annualized three year period, to:
 - a) The Standard and Poor's 500 for the Equity component;
 - b) The Lehman Aggregate Bond Index for the Common Fund Fixed income component and the Merrill Lynch 1-3 year treasury as a benchmark for the other Fixed Income component;
 - c) The 90-Day Treasury Bill Index as the benchmark for the Cash and Equivalent component.
 - d) The National Counsel of Real Estate Investment Fiduciaries (NCREIF) for the Common Fund Real Estate component.
 - e) Alternative Investments shall be benchmarked against an authorized investment vehicle of the Foundation.

3. The **Comparative** performance objective of the Foundation's investment portfolio is to achieve a total rate of return that is above the median performance of universe of similar portfolios.

The Foundation's assets have a long-term, indefinite time horizon that runs concurrent with the endurance of the University. As such, these funds can assume a time horizon that extends well beyond a normal market cycle, and can assume an above-average level of return volatility (as measured by the standard deviation of annual returns) in exchange for an expected higher level of returns over the longer time horizon. It is expected, however, that both professional management and sufficient portfolio diversification will smooth volatility and help to assure a reasonable consistency of return.

X TARGET ASSET ALLOCATION

To achieve its return objectives, the Foundation's investment portfolio shall be allocated among a number of asset classes. These asset classes may include: domestic equity, domestic fixed income, international equity, international fixed income, real estate and cash. The purpose of allocating among asset classes is to ensure the proper level of diversification within the Foundation's investment portfolio. It is understood that assets may temporarily be placed in a cash equivalent account prior to investing in longer term instruments.

The following Target Asset Mix Table defines the Foundation's investment portfolio target asset allocation.

Target Asset Mix Table

<u>Asset Class</u>	<u>Range</u>	<u>Target Wt.</u>	<u>Representative Index</u>
Common Fund Equities	10-65%	20%	Reported by Common Fund
Mutual Funds-Equity	10-65%	0%	Reported by Mutual Fund
Fixed Income (Domestic and International)	40-85%	60%	Barclays Intermediate Gov't/Credit Common Fund/Merrill Lynch*
Mutual Funds-Debt	40-85%	0%	Reported by Mutual Fund
Cash Equivalents	0-20%	5%	90-Day Treasury Rate
Common Fund Real Estate	0-10%	5%	Reported by Common Fund
Alternative Investments	0-25%	10%	Authorized investment vehicle

~~* Level of income (yield) on the portfolio that is the rolling 12 month of the one year treasury or the 24 month of the two year treasury is weighted more heavily than the total return of the Merrill Lynch 1-3 year treasury as only the yield is distributed to the projects and not the total return of the portfolio.~~

No more than 5 percent of the asset class may be invested in any single equity or fixed income issuer, excluding U.S. Treasury Securities, U. S. Government Agency Securities and Mortgage Back Securities, at time of purchase.

Exposure to any industry sector shall generally be limited to 20 percent of the asset class, excluding U.S. Treasury Securities, U.S. Government Agency Securities and Mortgage Back Securities, at time of purchase. This sector limitation is applicable to both debt and equity.

~~*All limitations expressed on a market value basis.~~

The general policy shall be to diversify investments among both equity and fixed income securities so as to provide a balance that will enhance total return while avoiding undue risk concentration in any single asset class or investment category.

Investments (both debt and equity) in international issues shall be U.S. dollar denominated or appropriately hedged so as to eliminate fluctuations in value attributable to changes in currency exchange rates.

ACCEPTABLE INSTRUMENTS

1. Money Market Funds
2. Certificates of Deposit
3. U.S. Government or Government Agency Obligations,
- ~~4. International Bonds~~
- ~~4-5. Mortgage Backed Securities – Agency~~
- ~~6. Mortgage Backed Securities – Non-Agency~~
- ~~5-7. Corporate Debt~~
- ~~6-8. Repurchase Agreements~~
- ~~7-9. Mutual Funds (Debt or Equity)~~
- ~~8-10. Common Funds (Debt, Equity and Real Estate)~~
- ~~9-11. Alternative Investments~~

With respect to the above listed investments, the following limitations will apply:

- Money Market Funds including the Local Agency Investment Fund (LAIF). No more than 5% of the market value of the total portfolio may be invested in any fund. All funds utilized must be pre-approved by the Finance Committee.
- Certificates of Deposit. Investments in certificates of deposit in any insured bank or savings institution shall be limited to the FDIC insurance maximum.
- U.S. Government or U.S. Government Agency Obligations. There is no limitation within the asset class as to the percentage of the portfolio, which can be invested in U.S. Government obligations.
- International Bonds. These are debt securities issued by non-U.S. governments and corporations.
- Mortgage Backed Securities – Agency. All investments in MBS shall be U.S. Agency guaranteed (e.g. GNMA, FNMA, FHLMC). These are mortgage backed securities guaranteed by GNMA, FNMA and FHLMC. There is no limitation within the asset class as to the percentage of the portfolio, which can be invested in MBS.
- Mortgage Backed Securities – Non-Agency. These are issued by private institutions (not by government or quasi-government agencies); their underlying collateral generally consists of mortgages which do not conform to the requirements for inclusion in mortgage-backed securities issued by agencies such as Ginnie Mae, Fannie Mae or Freddie Mac. Types of non-agency MBS include: Prime, Alternative-A, Option ARMs & Subprime.
- Corporate Debt, including Commercial Paper. No more than 5% of the market value of the asset class may be invested in debt issued by any domestic or international corporation. Corporate debt must carry an investment grade rating by at least two of three rating agencies (i.e. Moody, S&P and Fitch) at time of purchase. In the case of securities where the rating is split between investment grade and non-investment grade, the higher rating shall define the quality of the security. Rating downgrades subsequent to purchase shall be managed on a case-by-case basis. This policy authorizes investment of up to 10% of the market value of the asset class in non-investment grade debt provided that all such investments shall be made through mutual funds so as to diversify risk. The average credit rating of the total asset class shall be maintained at AA or above.
- Repurchase Agreements. The Foundation may invest in repurchase agreements with banks and Primary Dealers in U.S. Government Securities with which the Foundation has entered into a Public Securities Association (PSA) repurchase contract, which specifies terms and conditions of repurchase agreements. The maturity of repurchase agreements shall not exceed 30 days. The market value of securities used as collateral for repurchase agreements shall be monitored daily by the Foundation's staff and will not be allowed to fall below 102% of the value of the repurchase agreement. Repurchase agreements cannot exceed 20 percent of the total market value of the asset class.
- Mutual Funds. For purposes of this Policy, mutual funds shall be considered and treated as investments in common and preferred stocks and therefore subject to the same limitations.
- The Common Fund. The Foundation may invest in any fund of The Common Fund and therefore subject to the same limitations. The Commonfund/Manager

will typically take into account, amongst many other investment aspects and fundamentals of a company, the environmental impact of the company in which it invests or hires investment managers to invest in on behalf of Cal Poly Pomona Foundation.

- Alternative Investments that meet the “mission of the University” for the benefit of the University and are authorized by Foundation Board resolution and supported by appropriate and documented “due diligence” analysis. The value of these alternative investments shall be benchmarked against an authorized investment vehicle of the Foundation. The target value of these investments will be 10% to 15% and the total value shall not exceed 25% of the portfolio. The alternative investments will diversify and reduce volatility of the portfolio.

XI. REBALANCING

The portfolio shall be rebalanced at least annually in accordance with market fluctuations, so it remains within ten (10) percentage points of the ranges of targeted asset allocations and the planned distribution among investment managers, keeping in mind that rebalancing is a function of expected returns, volatility, and return correlations of the portfolio. Rebalancing should also be weighed against the additional costs of frequent trading and internal resources.

Formal asset allocation studies will be conducted at least every three years, with evaluations of the validity of the adopted asset allocation.

XII. SAFEKEEPING AND CUSTODY AGREEMENTS

To protect against potential losses caused by collapse of individual securities dealers, all securities owned by the Foundation shall be kept in safekeeping by a third party bank trust department, acting as agent for the Foundation under the terms of a custody agreement or PSA agreement (Purchase Service Agreement). All securities will be received and delivered using standard delivery versus payment procedures with the Foundation's custodial bank and evidenced by safekeeping receipts. Custodial statements are reconciled monthly to transaction schedules.

XIII. INTERNAL CONTROLS

The CFO has developed a system of internal investment and accounting controls while establishing a segregation of responsibilities of investment functions to ensure an adequate system of internal controls over the investment function. The internal controls are identified in a separate document entitled "Investment Practices and Procedures" that identifies the responsibilities for safekeeping, record keeping and reconciliation of the investments and is reviewed annually by the Foundation's independent accountants.

XIV. INVESTMENT POLICY REVIEW

This Statement of Investment Policy shall be reviewed by the Investment Committee at least every three (3) years to ensure consistency with the overall objectives of the preservation of capital, liquidity and return of the investment portfolio. The Statement of Investment Policy shall also be reviewed to ensure its compliance and relevance to the current law, financial and economic trends, and to meet the cash flow requirements of the Foundation. The investment portfolio is audited annually by the Foundation's independent accountants for internal controls and balances.

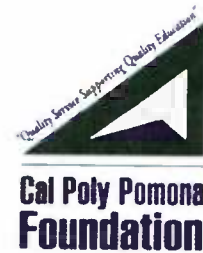
Cal Poly Pomona Foundation

Investment Practices and Procedures

	Yes	No	N/A	Comments
1. Is authorization for purchases and sales of investments and derivatives vested with the governing board or other responsible committee or official?	X			
Are all investment and derivative transactions reviewed and approved by the governing board?	X			
2. Does a responsible official or investment committee determine that investments and derivatives are of the type permitted by funding sources or donors and that the investment income and gains are used only for purposes authorized by laws, donors, or the governing board?	X			
3. Are employees with investment responsibilities required to take vacations and are other employees required to perform those functions when an employee is absent?	X			
Safekeeping				
4. Are securities adequately protected, preferably in a safe, safety deposit box, or on deposit with a trustee or financial institution?			X	
5. Is it necessary for more than one person to authorize their release from safekeeping or to have access to the safety deposit box?			X	
6. Are such persons authorized by the governing board?			X	
7. Are such persons bonded?	X			
8. Are such persons prohibited from having access to the accounting records?	X			
9. Is access to computerized investment records limited to those with a logical need for such access?	X			
10. Are all securities held in the name of the nonprofit organization?	X			
Recordkeeping				
11. Are detail records maintained that include the following information:				
Description of investment or derivative?	X			
Date of acquisition and purchase price (or fair market value at date of donation)?	X			
Physical location of item; for example, safety deposit box, etc.?			X	
Interest/dividend/income rates and accrual/receipt dates?	X			
Restrictions on segregation or pooling and on disposition or use of income or proceeds?	X			
Lapse date of any restrictions?	X			

	Yes	No	N/A	Comments
12. Are recordkeeping functions for securities and investment income performed by employees who have no access to the securities, cannot authorize security transactions, and have no duties in the cash area?		X		Executive Director and Senior Managing Director/CFO both have to agree and sign for security decisions. This is done through the brokers. Senior Managing Director/CFO has access to the accounting records.
13. As investment income is received, is it deposited in the proper bank account, completely and accurately posted to the investment records, and posted on a timely basis?	X			
14. Are schedules of investments showing all income received prepared monthly and reviewed by a responsible person?	X			
15. Are investment earnings recorded in the proper class of net assets?	X			
16. With respect to restricted investments:				
Is physical segregation of any securities required?	X			
Are all acquisitions and disposals reviewed by the governing board and approved for compliance with restrictions?	X			
Does the governing board review and determine the use of income from investments and proceeds in compliance with any restrictions?	X			
17. Are procedures adequate to identify, record, and segregate investments received under split-interest agreements?	X			
Reconciliation				
18. Are periodic surprise counts of evidence of ownership made and reconciled to detail records and other controls? Not really applicable – all investments held with brokers		X		Investments are reconciled on a quarterly basis and the Senior Managing Director/CFO reviews and the Executive Director approves them. There are no surprise counts.
19. Are periodic statements from outsiders or data resulting from independent request by the governing board (such as broker's position listing, etc.) promptly reconciled to detail records?	X			
20. Is adequate physical control exercised over securities written down to zero?	X			

Memorandum



Date: February 11, 2013
To: Board of Directors
Cal Poly Pomona Foundation, Inc.
From: *David F. Prenovost*
David F. Prenovost
Senior Managing Director/CFO

Subject: FIXED INCOME PROPOSALS - GENERAL INVESTMENT PORTFOLIO

The Investment Committee has discussed two proposals from Morgan Stanley Private Wealth Management to consider an alternative strategy for the management of the fixed income general investment portfolio in an effort to increase the target yield by 2% to 3% while limiting downside potential through diversification using the following portfolio characteristics:

- Low duration with solid yield potential
- Asset mix presents opportunity for real growth
- Diversified among sectors, geographies, sources of return (yield vs appreciation), credit quality, etc...
- Investment managers generally follow flexible mandates which allow them to tactically shift exposures to positions their portfolios away from perceived risks and toward opportunistic investments

Andrew Price, CIMA, Executive Director, Morgan Stanley PWM, Senior Institutional Consultant with Graystone Consulting presented two fixed income management proposals, and the Investment Committee chose Proposal #2.

Recommended Action: The members of the Investment Committee approved retaining Graystone Consulting as the investment advisor for the fixed income portion of the general investment portfolio to manage these investments per the terms and conditions of the General Investment Policy # 131 and request the following resolution be approved by the Board of Directors;

Now therefore be it resolved that the Board of Directors approves to retain Graystone Consulting as the investment advisor for the fixed income portion of the general investment portfolio to manager these investments per the terms and conditions of the General Investment Portfolio policy # 131.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.

By: _____

W. Dong
Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

Cal Poly Pomona Short Term Portfolio Strategy

Graystone Consulting

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Director
Senior Institutional Consultant

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Table of Contents

» Portfolio Recommendation & Performance Analysis	Section 1
» Investment Manager Executive Summaries	Section 2
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Portfolio Recommendation & Performance Analysis

Case Parameters

» Desired Characteristics

- Conservative, short term-fixed income portfolio
- Limited downside potential, though some credit risk is appropriate
- Yield target of 2-3%
- Diversify out of existing positions
 - » Bond Logistix
 - » Local Agency Investment Fund

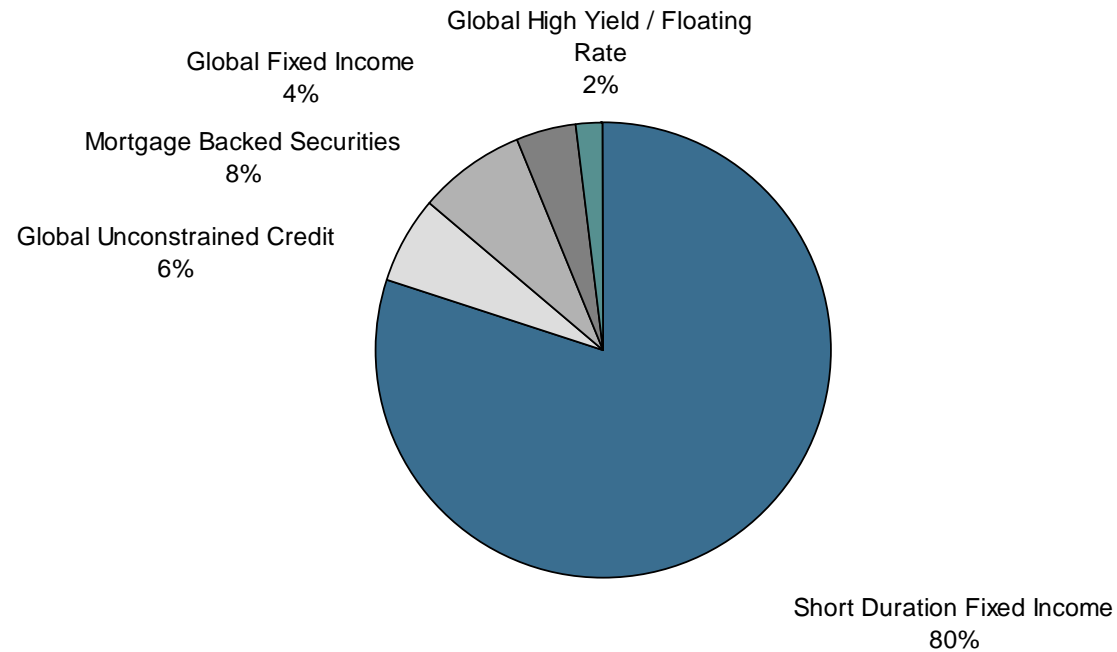
» Total Portfolio Considerations

- | | | |
|--|----------------------|--------------------------|
| • Long Term Portfolio: | \$12.5 million | } Focus of this proposal |
| • <i>Intermediate Term Portfolio:</i> | <i>\$3.5 million</i> | |
| • <i>Short Term (1 to 3 Year) Portfolio:</i> | <i>\$9.0 million</i> | |
| • <i>Cash:</i> | <i>\$6.0 million</i> | |
| • Alternatives: | \$3.0 million | |

- » The Long Term Portfolio would be invested as a “performance portfolio” – similar to how the Foundation portfolio is invested

Recommendation Summary

Asset Class	Investment Manager	Allocation
Short Duration Fixed Income	PIMCO Low Duration Fixed Income	80.00%
Global Unconstrained Credit	JP Morgan Strategic Income Opportunities	6.00%
Mortgage Backed Securities	Doubleline Total Return	8.00%
Global Fixed Income	Brandywine Global Opportunistic Fixed Income	4.00%
Global High Yield / Floating Rate	Nuveen Symphony Credit Opportunity Fund	2.00%
Total		100.00%



Recommendation Detail

Asset Class	Investment Manager	Allocation	Average Credit Quality	Duration (Years)	Yield
Short Duration Fixed Income	PIMCO Low Duration Fixed Income	80.00%	AA	2.71	2.80%
Global Unconstrained Credit	JP Morgan Strategic Income Opportunities	6.00%	BBB	0.75	3.25%
Mortgage Backed Securities	Doubleline Total Return	8.00%	A	1.15	5.59%
Global Fixed Income	Brandywine Global Opportunistic Fixed Income	4.00%	BBB	6.45	4.52%
Global High Yield / Floating Rate	Nuveen Symphony Credit Opportunity Fund	2.00%	BBB	2.85	6.19%
Totals*		100.00%	AA-	2.62	3.19%
Barclays US 1-3 Year Treasury Index				1.89	0.13%
Barclays Intermediate Government/Credit Index				3.92	0.93%

» Portfolio Characteristics

- Low duration with solid yield potential
- Asset mix presents opportunity for real growth
- Diversified among sectors, geographies, sources of return (yield vs. appreciation), credit quality, etc.
- Investment managers generally follow flexible mandates which allow them to tactically shift exposures to position their portfolios away from perceived risks and toward opportunistic investments

*Yield and duration totals are weighted averages.
Source: Morningstar, FactSet & Graystone Consulting
Data as of 9/30/12

Recommendation Yield and Expenses

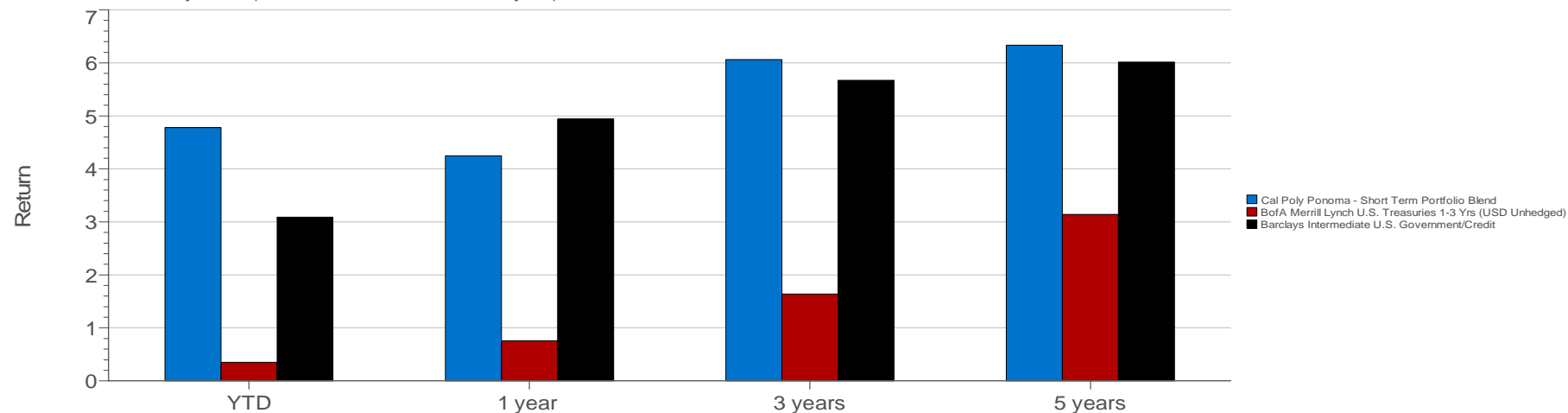
Asset Class	Investment Manager	Allocation	Yield*	Investment Manager Expense
Short Duration Fixed Income	PIMCO Low Duration Fixed Income	80.00%	2.80%	0.56%
Global Unconstrained Credit	JP Morgan Strategic Income Opportunities	6.00%	3.25%	0.63%
Mortgage Backed Securities	Doubleline Total Return	8.00%	5.59%	0.49%
Global Fixed Income	Brandywine Global Opportunistic Fixed Income	4.00%	4.52%	0.64%
Global High Yield / Floating Rate	Nuveen Symphony Credit Opportunity Fund	2.00%	6.19%	0.83%
Totals		100.00%	3.19%	0.57%
				0.20% Advisory Expense
				0.77% Total Expenses

* Yield and Performance Analysis returns are net of Investment Manager Expense but not Advisory Expense.

Performance Analysis – Trailing Period Returns

Trailing Period Returns Zephyr StyleADVISOR: Morgan Stanley Smith Barney

Manager vs Benchmark: Return
December 2006 - July 2012 (not annualized if less than 1 year)



Manager vs Benchmark: Return
December 2006 - July 2012 (not annualized if less than 1 year)

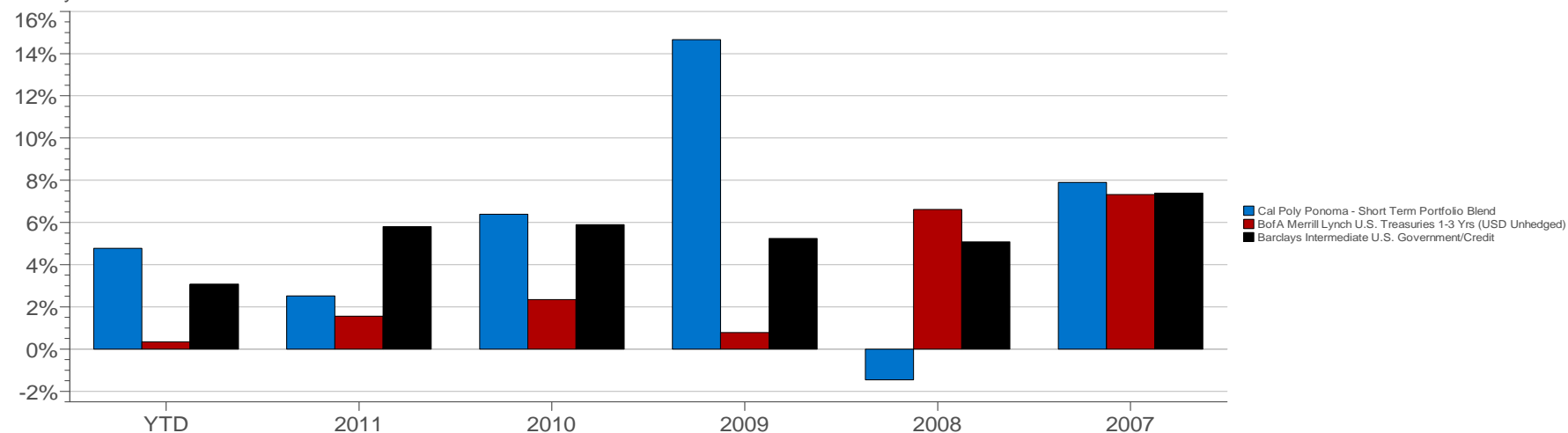
	YTD	1 year	3 years	5 years
Cal Poly Ponomo - Short Term Portfolio Blend	4.78%	4.25%	6.06%	6.33%
BofA Merrill Lynch U.S. Treasuries 1-3 Yrs (USD Unhedged)	0.35%	0.76%	1.64%	3.14%
Barclays Intermediate U.S. Government/Credit	3.09%	4.94%	5.67%	6.02%

Performance Analysis – Calendar Year Returns

Calendar Year Returns

Zephyr StyleADVISOR: Morgan Stanley Smith Barney

Calendar Year Return
As of July 2012

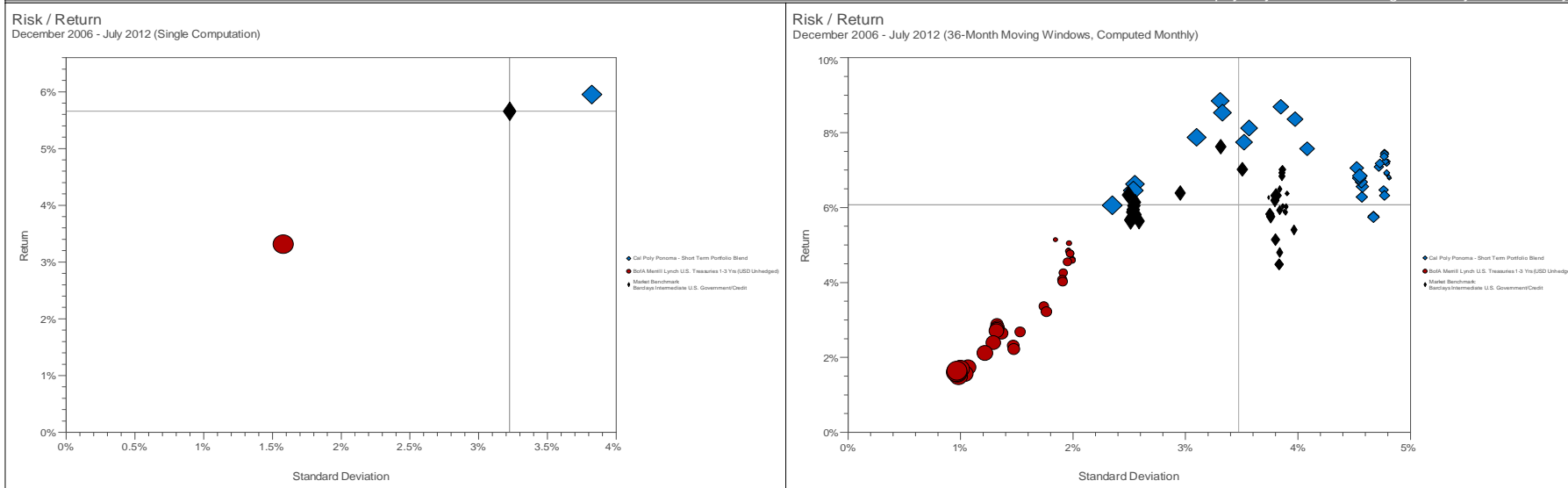


Calendar Year Return
As of July 2012

	YTD	2011	2010	2009	2008	2007
Cal Poly Ponomia - Short Term Portfolio Blend	4.78%	2.52%	6.39%	14.66%	-1.46%	7.89%
BofA Merrill Lynch U.S. Treasuries 1-3 Yrs (USD Unhedged)	0.35%	1.55%	2.35%	0.78%	6.61%	7.32%
Barclays Intermediate U.S. Government/Credit	3.09%	5.80%	5.89%	5.24%	5.08%	7.39%

Performance Analysis – Risk / Return Characteristics

Risk / Return Characteristics



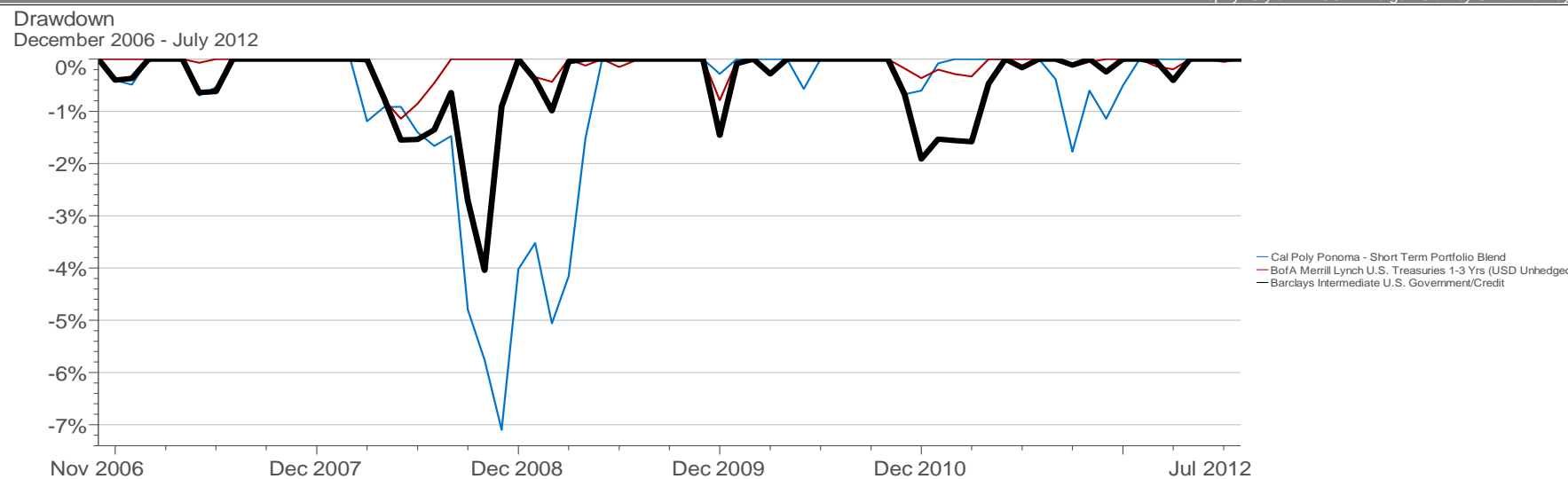
Risk / Return Table

Annualized Summary Statistics: December 2006 - July 2012

	Return (%)	Std Dev (%)	Beta vs. Market	Alpha vs. Market (%)	R-Squared vs. Market (%)	Sharpe Ratio	Tracking Error vs. Market (%)
Cal Poly Ponomia - Short Term Portfolio Blend	5.95	3.82	0.6666	2.18	31.61	1.2202	3.3399
BofA Merrill Lynch U.S. Treasuries 1-3 Yrs (USD Unhedged)	3.31	1.58	0.2887	1.68	34.74	1.2845	2.6251
Barclays Intermediate U.S. Government/Credit	5.66	3.23	1.0000	0.00	100.00	1.3560	0.0000

Performance Analysis – Drawdown

Drawdown Zephyr StyleADVISOR: Morgan Stanley Smith Barney



Downside Table December 2006 - July 2012: Summary Statistics

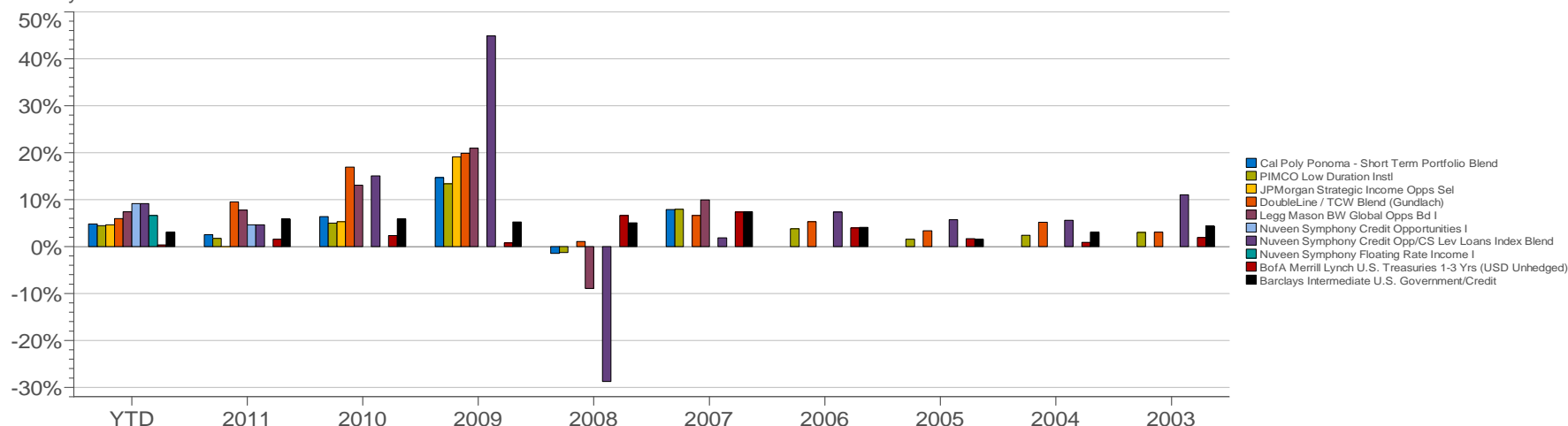
	Cumulative Return	Maximum Drawdown	Maximum Drawdown Length	Maximum Drawdown Recovery Date	Maximum Drawdown Recovery Length	Maximum Runup	Maximum Runup Begin Date	Maximum Runup End Date	Maximum Runup Length
Cal Poly Ponomia - Short Term Portfolio Blend	38.75%	-7.10%	9	May 2009	6	39.44%	Feb 2007	Jul 2012	66
BofA Merrill Lynch U.S. Treasuries 1-3 Yrs (USD Unhedged)	20.29%	-1.14%	2	Aug 2008	3	20.29%	Dec 2006	Jul 2012	68
Barclays Intermediate U.S. Government/Credit	36.60%	-4.05%	8	Dec 2008	2	37.15%	Jan 2007	Jul 2012	67

Performance Analysis – Component Returns

Component Returns - Calendar Year

Zephyr StyleADVISOR: Graystone Consulting

Calendar Year Return
As of July 2012



Calendar Year Return
As of July 2012

	YTD	2011	2010	2009	2008	2007	2006	2005	2004	2003	2002	2001	2000	1999	1998
Cal Poly Ponoma - Short Term Portfolio Blend	4.78%	2.52%	6.39%	14.66%	-1.46%	7.89%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
PIMCO Low Duration Instl	4.43%	1.71%	4.96%	13.36%	-1.28%	7.92%	3.75%	1.55%	2.39%	2.97%	7.66%	8.01%	7.70%	2.97%	7.16%
JPMorgan Strategic Income Opps Sel	4.64%	-0.05%	5.28%	19.06%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
DoubleLine / TCW Blend (Gundlach)	5.93%	9.51%	16.91%	19.88%	1.09%	6.60%	5.27%	3.36%	5.19%	3.06%	11.04%	9.41%	13.58%	-0.46%	7.23%
Legg Mason BW Global Opps Bd I	7.38%	7.79%	13.03%	20.96%	-8.93%	9.93%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Nuveen Symphony Credit Opportunities I	9.13%	4.63%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Nuveen Symphony Credit Opp/CS Lev Loans Index Blend	9.13%	4.63%	15.02%	44.88%	-28.75%	1.87%	7.35%	5.68%	5.61%	11.00%	1.11%	2.65%	4.95%	4.69%	5.31%
Nuveen Symphony Floating Rate Income I	6.62%	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
BofA Merrill Lynch U.S. Treasuries 1-3 Yrs (USD Unhedged)	0.35%	1.55%	2.35%	0.78%	6.61%	7.32%	3.96%	1.67%	0.91%	1.90%	5.76%	8.30%	7.99%	3.06%	7.00%
Barclays Intermediate U.S. Government/Credit	3.09%	5.80%	5.89%	5.24%	5.08%	7.39%	4.08%	1.58%	3.04%	4.31%	9.84%	8.96%	10.10%	0.39%	8.42%

Investment Manager Executive Summaries

Investment Manager Strategy Summaries

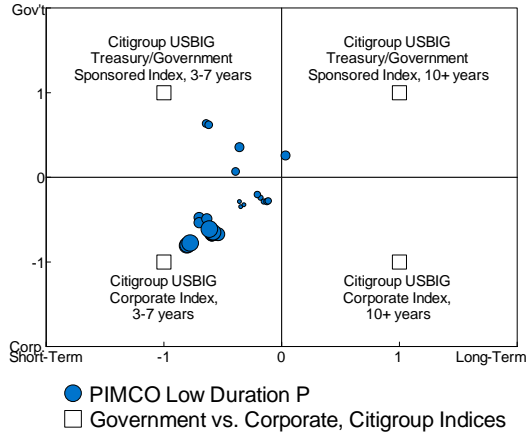
» PIMCO Low Duration Fixed Income

- Overview: PIMCO Low Duration is a short-term, core-plus bond fund that employs multiple, diversified strategies in an effort to add value relative to Barclays 1-3 Year Treasury Index. While major shifts in portfolio strategy are driven by secular trends, PIMCO actively manages the fund using concurrent duration management, yield curve, sector rotation and security selection strategies. Although a significant portion of the portfolio is allocated to more conservative, short term core fixed income strategies, PIMCO will also thoughtfully allocate to non-benchmark fixed income sectors including credit, MBS, TIPS and high yield. It is these peripheral exposures that typically give this strategy a yield advantage relative to the benchmark.
- Portfolio Role: PIMCO Low Duration is high quality, well diversified core-plus bond fund intended to mitigate the portfolio's overall risk and interest rate sensitivity while consistently contributing to the portfolio's growth.

PIMCO Low Duration

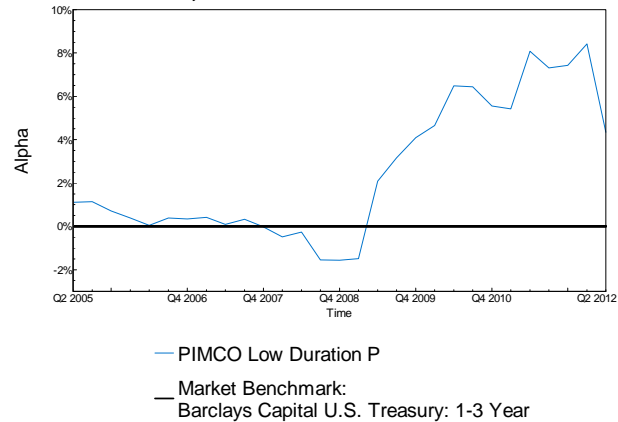
Manager Style

12-Quarter Moving Windows, Computed Quarterly
July 2002 - June 2012



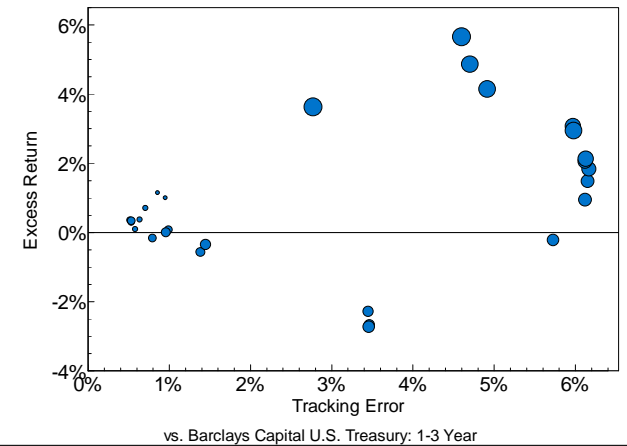
Alpha vs. Market Benchmark/Time

12-Quarter Moving Windows, Computed Quarterly
July 2002 - June 2012



Annualized Excess Return / Standard Deviation of Excess Return

12-Quarter Moving Windows, Computed Quarterly
July 2002 - June 2012



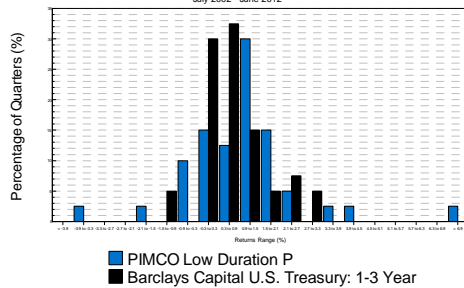
July 2002 - June 2012: Summary Statistics

	Return	Std. Deviation	Sharpe	Alpha	Beta	R-Squared	Correlation	Excess Return	Tracking Error	Info Ratio
PIMCO Low Duration P	4.31%	3.38%	0.75	1.90%	0.52	6.68%	0.21	1.27%	3.51%	0.36
Barclays Capital U.S. Treasury: 1-3 Year	3.04%	1.91%	0.66	0.00%	1.00	100.00%	1.00	0.00%	0.00%	0.00

July 2002 - June 2012: Summary Statistics

	Max Drawdown	Up Periods	Down Periods	Average Up	Average Down	Best Period Return	Worst Period Return	Batting Average	Up Capture	Down Capture
PIMCO Low Duration P	-4.13%	32	8	1.57%	-0.93%	7.09%	-3.81%	65.00%	106.45%	-277.20%
Barclays Capital U.S. Treasury: 1-3 Year	-1.13%	34	6	0.97%	-0.46%	3.07%	-1.13%	0.00%	100.00%	100.00%

Histogram of Returns
July 2002 - June 2012



Calendar Year Return

	YTD	2011	2010	2009	2008	2007	2006	2005	2004	2003
PIMCO Low Duration P	3.21%	1.61%	4.86%	13.24%	-1.38%	7.81%	3.65%	1.45%	2.28%	2.87%
Barclays Capital U.S. Treasury: 1-3 Year	0.12%	1.55%	2.40%	0.80%	6.67%	7.31%	3.93%	1.62%	0.91%	1.92%

Manager vs Benchmark: Return through June 2012

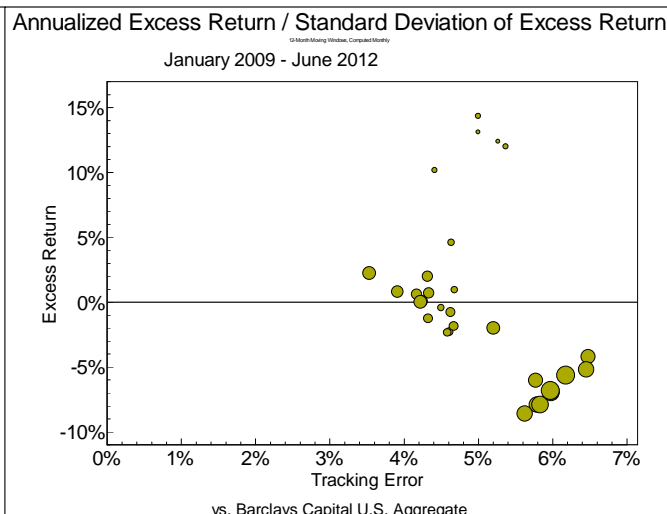
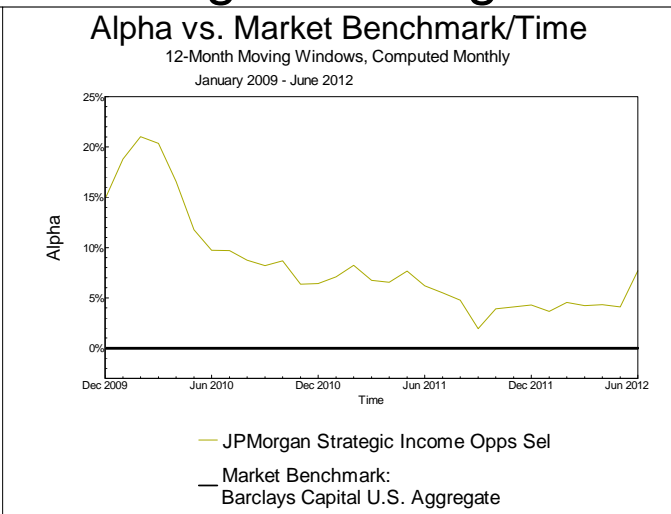
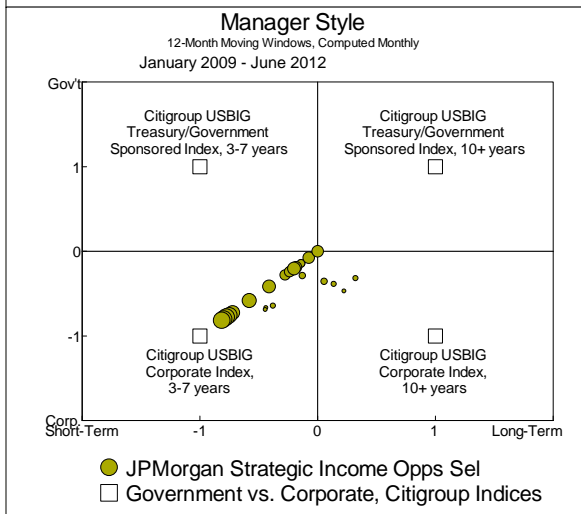
	1 year	3 years	5 years	7 years	10 years
PIMCO Low Duration P	2.66%	5.26%	5.51%	4.72%	4.31%
Barclays Capital U.S. Treasury: 1-3 Year	0.81%	1.63%	3.31%	3.33%	3.04%

Investment Manager Strategy Summaries

» JP Morgan Strategic Income Opportunities

- Overview: JPM Strategic Income Opportunities fund is flexible investment strategy that allocates assets among a broad range of fixed income securities. With its absolute-return orientation, the management team has a great deal of flexibility to add value through a variety of strategies without the constraints of managing to a specific index. While waiting for more attractive investment opportunities, the managers are not afraid of sitting on cash. The fund manages its interest rate exposure through futures contracts and hedges credit risk through relative value trades, shorting specific sectors, and buying default protection.
- Portfolio Role: JPM Strategic Income Opportunities provides diversification to a traditional fixed income portfolio. By aggressively managing its interest rate exposure and selectively introducing opportunistic trades, it allows the fund to generate alpha even in challenging environments that might cause more traditional fixed income managers to struggle.

JP Morgan Strategic Income

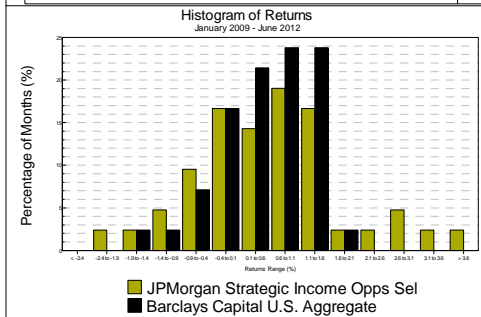


January 2009 - June 2012: Summary Statistics

	Return	Std. Deviation	Sharpe	Alpha	Beta	R-Squared	Correlation	Excess Return	Tracking Error	Info Ratio
JPMorgan Strategic Income Opps Sel	7.84%	4.46%	1.73	7.69%	0.02	0.01%	0.01	1.35%	5.20%	0.26
Barclays Capital U.S. Aggregate	6.48%	2.73%	2.33	0.00%	1.00	100.00%	1.00	0.00%	0.00%	0.00

January 2009 - June 2012: Summary Statistics

	Max Drawdown	Up Periods	Down Periods	Average Up	Average Down	Best Period Return	Worst Period Return	Batting Average	Up Capture	Down Capture
JPMorgan Strategic Income Opps Sel	-4.98%	29	13	1.26%	-0.74%	3.89%	-2.31%	47.62%	89.05%	-31.98%
Barclays Capital U.S. Aggregate	-1.65%	32	10	0.87%	-0.55%	1.61%	-1.56%	0.00%	100.00%	100.00%



Calendar Year Return

	YTD	2011	2010	2009
JPMorgan Strategic Income Opps Sel	3.94%	-0.05%	5.28%	19.06%
Barclays Capital U.S. Aggregate	2.37%	7.84%	6.54%	5.93%

Manager vs Benchmark: Return through June 2012

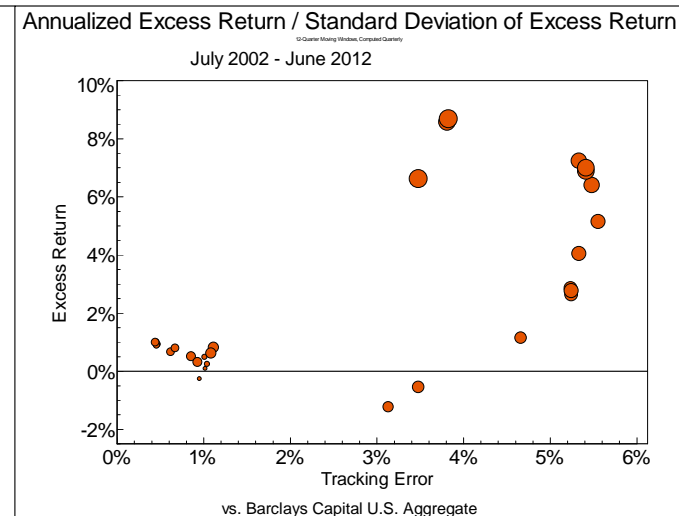
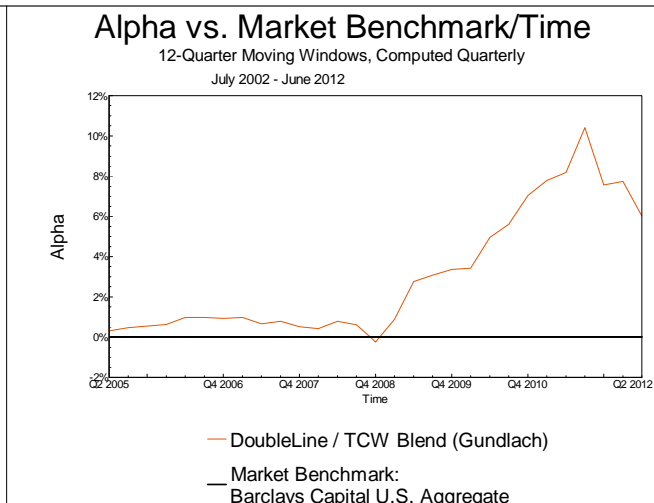
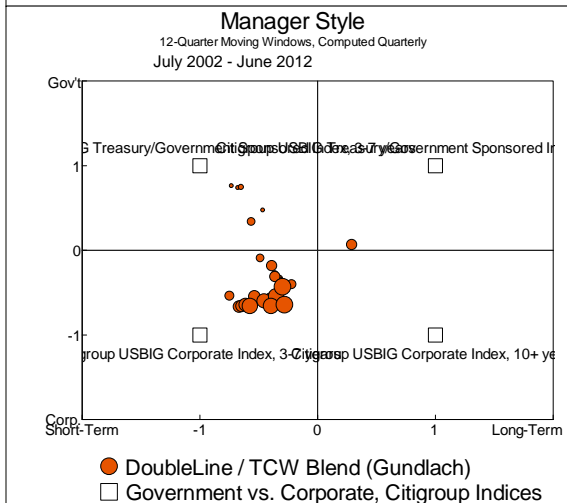
	1 quarter	1 year	3 years
JPMorgan Strategic Income Opps Sel	1.18%	1.85%	6.11%
Barclays Capital U.S. Aggregate	2.06%	7.47%	6.93%

Investment Manager Strategy Summaries

» DoubleLine Total Return Bond Fund

- Overview: DoubleLine Total Return is a bond strategy designed to exploit inefficiencies within the various sub-sectors of the US residential mortgage-backed securities (RMBS) market. The portfolio is primarily positioned to capitalize on market dislocations through a mix of Agency and non-Agency pass-through securities as well as CMO structures. In the manager's view, residential mortgages continue to offer yield advantages and pricing anomalies in the wake of deleveraging and investor risk aversion. The fund is actively managed with variable exposures to both investment-grade and non-investment-grade securities.
- Portfolio Role: DoubleLine is a specialist manager representing a pure-play on the US residential mortgage market. Over the last year, multiple sources within our network have identified RMBS as an attractive opportunity set. Even under conservative default/recovery estimates, it appears that both Agency and non-Agency RMBS offer favorable risk/reward potential and limited downside risk.

DoubleLine Total Return Blend

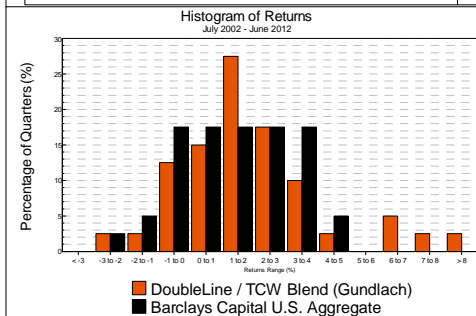


July 2002 - June 2012: Summary Statistics

	Return	Std. Deviation	Sharpe	Alpha	Beta	R-Squared	Correlation	Excess Return	Tracking Error	Info Ratio
DoubleLine / TCW Blend (Gundlach)	8.01%	4.42%	1.41	2.66%	0.91	48.76%	0.65	2.38%	3.41%	0.70
Barclays Capital U.S. Aggregate	5.63%	3.47%	1.11	0.00%	1.00	100.00%	1.00	0.00%	0.00%	0.00

July 2002 - June 2012: Summary Statistics

	Max Drawdown	Up Periods	Down Periods	Average Up	Average Down	Best Period Return	Worst Period Return	Batting Average	Up Capture	Down Capture
DoubleLine / TCW Blend (Gundlach)	-2.01%	33	7	2.52%	-0.65%	8.21%	-2.01%	72.50%	127.67%	26.44%
Barclays Capital U.S. Aggregate	-2.44%	30	10	2.12%	-0.78%	4.58%	-2.44%	0.00%	100.00%	100.00%



Calendar Year Return

	YTD	2011	2010	2009	2008	2007	2006	2005	2004	2003
DoubleLine / TCW Blend (Gundlach)	4.66%	9.51%	16.91%	19.88%	1.09%	6.60%	5.27%	3.36%	5.19%	3.06%
Barclays Capital U.S. Aggregate	2.37%	7.84%	6.54%	5.93%	5.24%	6.97%	4.33%	2.43%	4.34%	4.10%

Manager vs Benchmark: Return through June 2012

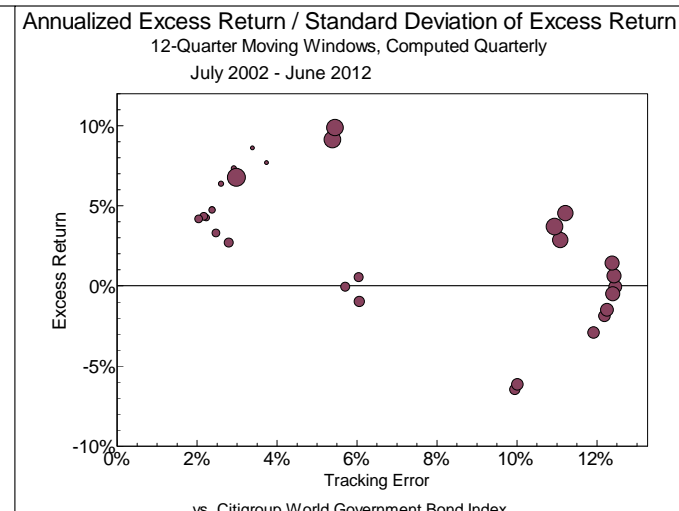
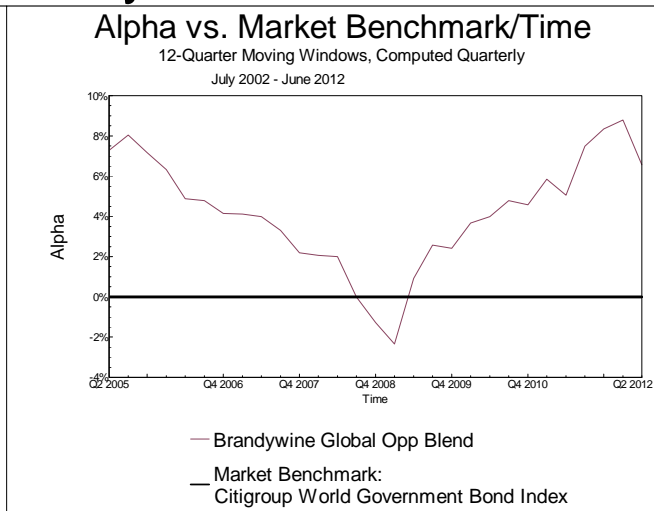
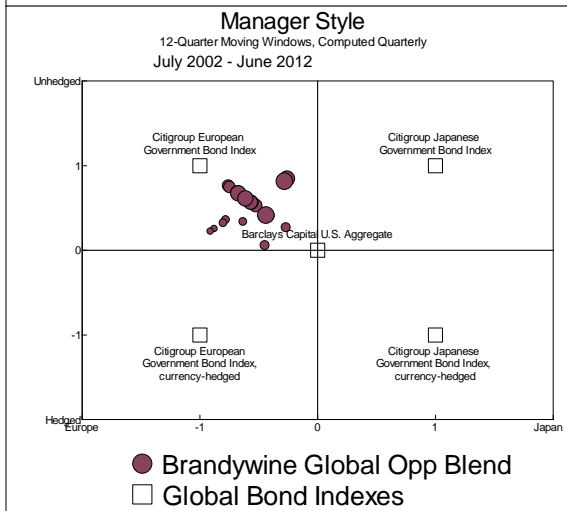
	1 year	3 years	5 years	7 years	10 years
DoubleLine / TCW Blend (Gundlach)	9.43%	13.57%	11.43%	9.10%	8.01%
Barclays Capital U.S. Aggregate	7.47%	6.93%	6.79%	5.58%	5.63%

Investment Manager Strategy Summaries

» Brandywine Global Fixed Income

- Overview: Brandywine Global Fixed Income is an opportunistic global macro strategy focused primarily on developed sovereign and corporate debt securities, as well as global currencies. The manager utilizes both a top down and bottom up approach where top-down investment ideas are passed down to analysts for bottom up research which includes individual currency and interest rate analysis. Brandywine uses foreign currency trades as an alpha generator for the portfolio and will add high yield exposure tactically (not strategically) as they see fit. Their philosophy leaves them relatively benchmark agnostic and often times leads to a relatively high tracking error and dissimilar portfolio sector allocations versus the benchmark.
- Portfolio Role: The Brandywine Global Opportunistic Bond fund is considered a slightly longer duration global macro strategy that will be able to take advantage of dislocations in currencies and interest rates. With a global allocation, the fund will serve as a fixed income diversifier while providing a generous risk/reward profile.

Brandywine Global Fixed Income

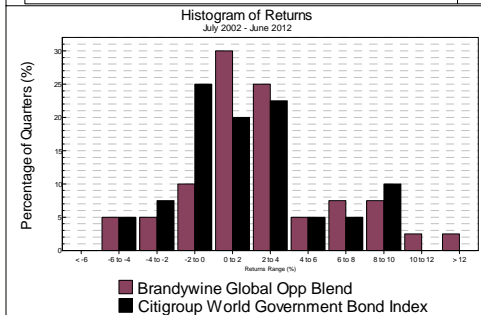


July 2002 - June 2012: Summary Statistics

	Return	Std. Deviation	Sharpe	Alpha	Beta	R-Squared	Correlation	Excess Return	Tracking Error	Info Ratio
Brandywine Global Opp Blend	10.61%	8.09%	1.09	5.53%	0.65	34.28%	0.57	3.80%	7.18%	0.53
Citigroup World Government Bond Index	6.81%	7.42%	0.68	0.00%	1.00	100.00%	1.00	0.00%	0.00%	0.00

July 2002 - June 2012: Summary Statistics

	Max Drawdown	Up Periods	Down Periods	Average Up	Average Down	Best Period Return	Worst Period Return	Batting Average	Up Capture	Down Capture
Brandywine Global Opp Blend	-13.08%	32	8	3.85%	-2.24%	13.08%	-5.44%	72.50%	108.17%	9.20%
Citigroup World Government Bond Index	-7.25%	25	15	3.96%	-2.00%	9.66%	-4.81%	0.00%	100.00%	100.00%



Calendar Year Return

	YTD	2011	2010	2009	2008	2007	2006	2005	2004	2003
Brandywine Global Opp Blend	5.03%	7.79%	13.03%	20.96%	-8.93%	9.93%	8.58%	-0.72%	14.26%	27.30%
Citigroup World Government Bond Index	0.41%	6.35%	5.17%	2.55%	10.89%	10.95%	6.12%	-6.88%	10.35%	14.91%

Manager vs Benchmark: Return through June 2012

	1 year	3 years	5 years	7 years	10 years
Brandywine Global Opp Blend	8.03%	12.14%	8.83%	7.77%	10.61%
Citigroup World Government Bond Index	2.68%	5.35%	7.31%	5.54%	6.81%

Investment Manager Strategy Summaries

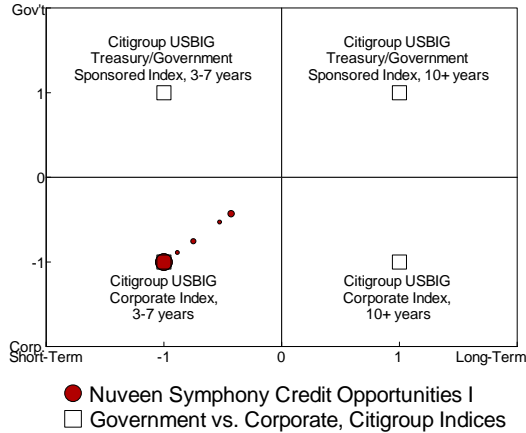
» Nuveen Symphony Credit Opportunity Fund

- Overview: Symphony Credit Opportunity is a flexible and catalyst-driven approach to investing in corporate credit instruments of non-investment grade companies including high-yield bonds, senior loans, and convertible bonds. Relying on robust, fundamental credit research combined with complete capital structure analysis, the strategy rotates exposures between these sub-sectors to provide low duration current income and total return.
- Portfolio Role: As a non-investment grade specialist, this strategy serves as a portfolio diversifier and return enhancer. While more volatile than many of its fixed income counterparts, Symphony takes on unique, idiosyncratic risks which provide correlation benefits to the overall portfolio.

Nuveen Symphony Credit Opportunities

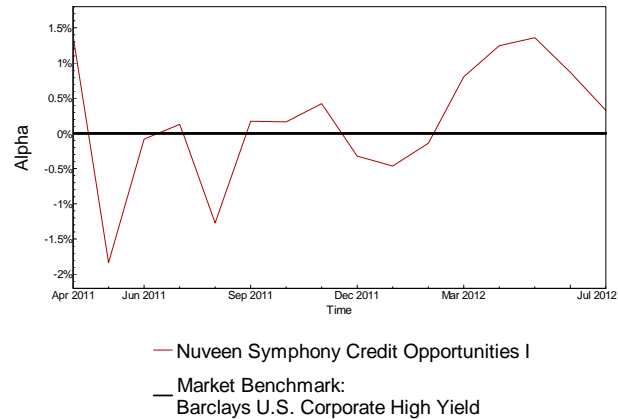
Manager Style

12-Month Moving Windows, Computed Monthly
May 2010 - July 2012



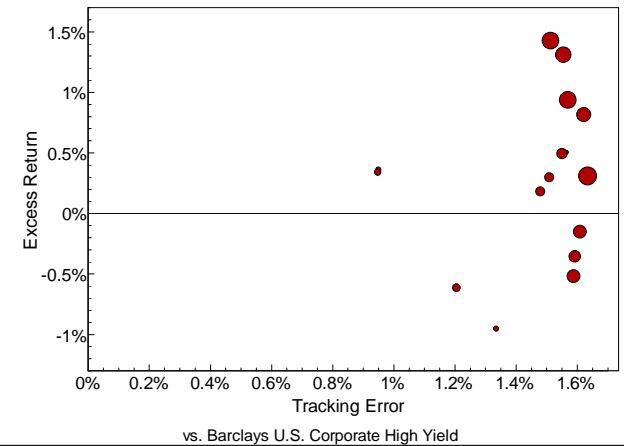
Alpha vs. Market Benchmark/Time

12-Month Moving Windows, Computed Monthly
May 2010 - July 2012



Annualized Excess Return / Standard Deviation of Excess Return

12-Month Moving Windows, Computed Monthly
May 2010 - July 2012



May 2010 - July 2012: Summary Statistics

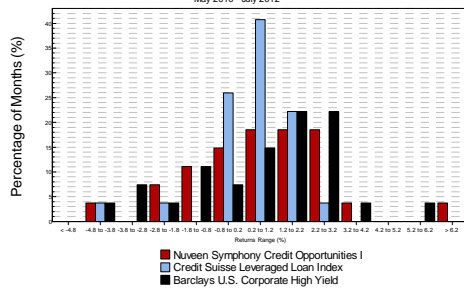
	Return	Std. Deviation	Sharpe	Alpha	Beta	R-Squared	Correlation	Excess Return	Tracking Error	Info Ratio
Nuveen Symphony Credit Opportunities I	10.14%	8.02%	1.25	0.56%	0.97	96.54%	0.98	0.35%	1.51%	0.23
Credit Suisse Leveraged Loan Index	5.08%	4.50%	1.11	0.56%	0.46	68.21%	0.83	-4.71%	5.05%	-0.93
Barclays U.S. Corporate High Yield	9.79%	8.08%	1.20	0.00%	1.00	100.00%	1.00	0.00%	0.00%	0.00

May 2010 - July 2012: Summary Statistics

	Max Drawdown	Up Periods	Down Periods	Average Up	Average Down	Best Period Return	Worst Period Return	Batting Average	Up Capture	Down Capture
Nuveen Symphony Credit Opportunities I	-7.07%	19	8	1.97%	-1.87%	6.41%	-4.73%	59.26%	95.93%	88.44%
Credit Suisse Leveraged Loan Index	-4.32%	21	6	0.91%	-1.28%	2.59%	-4.16%	29.63%	42.67%	38.31%
Barclays U.S. Corporate High Yield	-7.14%	19	8	2.02%	-2.08%	5.99%	-4.00%	0.00%	100.00%	100.00%

Histogram of Returns

May 2010 - July 2012



Calendar Year Return

	YTD	2011
Nuveen Symphony Credit Opportunities I	9.13%	4.63%
Credit Suisse Leveraged Loan Index	5.53%	1.80%
Barclays U.S. Corporate High Yield	9.31%	4.98%

Manager vs Benchmark: Return through July 2012

1 year
8.37%
4.15%
8.06%

Disclosures

Index Definitions

Lehman Aggregate Bond Index

Lehman Aggregate Bond Index is an index comprised of approximately 6,000 publicly traded bonds including U.S. Government, mortgage-backed, corporate, and Yankee bonds with an approximate average maturity of 10 years. An investment cannot be made directly in a market index.

MSCI EAFE® Index (Europe, Australasia, Far East)

The MSCI EAFE® Index (Europe, Australasia, Far East) is a free float-adjusted market capitalization index that is designed to measure developed market equity performance, excluding the US & Canada. As of May 2005 the MSCI EAFE Index consisted of the following 21 developed market country indices: Australia, Austria, Belgium, Denmark, Finland, France, Germany, Greece, Hong Kong, Ireland, Italy, Japan, the Netherlands, New Zealand, Norway, Portugal, Singapore, Spain, Sweden, Switzerland and the United Kingdom. An investment cannot be made directly in a market index.

Russell 1000® Index

Russell 1000® Index measures the performance of the 1,000 largest companies in the Russell 3000 Index, which represents approximately 92% of the total market capitalization of the Russell 3000 Index. An investment cannot be made directly in a market index.

Russell 1000® Growth Index

Russell 1000® Growth Index measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values. An investment cannot be made directly in a market index.

Russell 1000® Value Index

Russell 1000® Value Index measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth values. An investment cannot be made directly in a market index.

Russell 2000® Index

Russell 2000® Index measures the performance of the 2,000 smallest companies in the Russell 3000 Index, which represents approximately 8% of the total market capitalization of the Russell 3000 Index. An investment cannot be made directly in a market index.

Russell 2000® Growth Index

Russell 2000® Growth Index measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values. An investment cannot be made directly in a market index.

Russell 2000® Value Index

Russell 2000® Value Index measures the performance of those Russell 2000 companies with lower price-to-book ratios and lower forecasted growth values. An investment cannot be made directly in a market index.

Russell 2500™ Index

Russell 2500™ Index measures the performance of the 2,500 smallest companies in the Russell 3000 Index, which represents approximately 16% of the total market capitalization of the Russell 3000 Index. An investment cannot be made directly in a market index.

Russell 2500™ Growth Index

Russell 2500™ Growth Index measures the performance of those Russell 2500 companies with higher price-to-book ratios and higher forecasted growth values. An investment cannot be made directly in a market index.

Russell 2500™ Value Index

Russell 2500™ Value Index measures the performance of those Russell 2500 companies with lower price-to-book ratios and lower forecasted growth values. An investment cannot be made directly in a market index.

Russell 3000® Index

Russell 3000® Index measures the performance of the 3,000 largest U.S. companies based on total market capitalization, which represents approximately 98% of the investable U.S. equity market. An investment cannot be made directly in a market index.

Russell Midcap® Index

Russell Midcap® Index measures the performance of the 800 smallest companies in the Russell 1000 Index, which represent approximately 25% of the total market capitalization of the Russell 1000 Index. An investment cannot be made directly in a market index.

Russell Midcap® Growth Index

Russell Midcap® Growth Index measures the performance of those Russell Midcap companies with higher price-to-book ratios and higher forecasted growth values. The stocks are also members of the Russell 1000 Growth index. An investment cannot be made directly in a market index.

Russell Midcap® Value Index

Russell Midcap® Value Index measures the performance of those Russell Midcap companies with lower price-to-book ratios and lower forecasted growth values. The stocks are also members of the Russell 1000 Value index. An investment cannot be made directly in a market index.

Standard & Poor's 500 Index

S&P 500 Index is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. An investment cannot be made directly in a market index.

Important Disclosures

To the extent the investments depicted herein represent international securities, you should be aware that there may be additional risks associated with international investing, including foreign economic, political, monetary and/or legal factors, changing currency exchange rates, foreign taxes, and differences in financial and accounting standards. These risks may be magnified in emerging markets. International investing may not be for everyone. Small capitalization companies may lack the financial resources, product diversification and competitive strengths of larger companies. In addition, the securities of small capitalization companies may not trade as readily as, and be subject to higher volatility than, those of larger, more established companies.

Bonds are subject to interest rate risk. When interest rates rise bond prices fall; generally the longer a bond's maturity, the more sensitive it is to this risk. Bonds may also be subject to call risk, which allows the issuer to retain the right to redeem the debt, fully or partially, before the scheduled maturity date. Proceeds from sales prior to maturity may be more or less than originally invested due to changes in market conditions or changes in the credit quality of the issuer.

Investing in alternative investments is speculative, not suitable for all clients, and intended for experienced and sophisticated investors who are willing to bear the high economic risks of the investment, which can include:

- loss of all or a substantial portion of the investment due to leveraging, short-selling or other speculative investment practices;
- lack of liquidity in that there may be no secondary market for the fund and none expected to develop;
- volatility of returns;
- restrictions on transferring interests in the fund;
- potential lack of diversification and resulting higher risk due to concentration of trading authority with a single advisor;
- absence of information regarding valuations and pricing;
- delays in tax reporting;
- less regulation and higher fees than mutual funds; and
- advisor risk.

Although the statements of fact and data in this report have been obtained from, and are based upon, sources that the Firm believes to be reliable, we do not guarantee their accuracy, and any such information may be incomplete or condensed. All opinions included in this report constitute the Firm's judgment as of the date of this report and are subject to change without notice. This report is for informational purposes only and is not intended as an offer or solicitation with respect to the purchase or sale of any security. Past performance is not a guarantee of future results.

Actual returns would be reduced by expenses that may include management fees and costs of transactions. Expected return and risk (standard deviation) calculations are based on historical data for periods indicated.

International investing may not be suitable for every investor and is subject to additional risks, including currency fluctuations, political factors, withholding, lack of liquidity, the absence of adequate financial information, and exchange control restrictions impacting foreign issuers. These risks may be magnified in emerging markets.

Mutual fund investments are subject to market risk, including the possible loss of principal. They are sold by prospectus only. The prospectus contains the investment objectives, risks, fees, charges and expenses, and other information regarding the mutual fund and variable annuity contract and its underlying investments, which should be carefully considered before investing. Prospectuses are available through your Financial Advisor or at www.smithbarney.com. Read the prospectus carefully before you invest.

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Analysis Disclosure

The analysis is based on published investment manager rate of return data, capital market indices, custom (benchmarks, indices and universes), as well as software developed by Zephyr Associates. Investment manager rate of return data includes: Efron Plan Sponsor Network Database. Capital markets index data includes: Capital market indices (supplied by Zephyr), Canadian indices (supplied by Zephyr), Salomon Brothers Fixed Income indices, Morgan Stanley Capital International indices, and Dow Jones Global indices.

Zephyr StyleADVISOR uses principles of William Sharpe's theory of returns-based style analysis. Returns-based style analysis assists in identifying investment style without examining the individual security holdings of a portfolio. StyleADVISOR regresses the historical returns of the individual manager(s) against different style indices to identify the pattern of returns that the fund is most closely correlated to. SSB does not recommend the use of returns-based style analysis without the supporting fundamental research of the fund (research attribution reports).

The underlying data is believed to be reliable but accuracy and completeness cannot be assured. While the historical rates of return described in this report are believed to accurately reflect the overall nature of the portfolio, the constituent securities have not been reviewed. This evaluation is for informational purposes only and is not intended to be an offer, solicitation or recommendation with respect to the purchase or sale of any security or a recommendation of the services provided by any money management organization. Past results are not necessarily indicative of future performance.

Investors should consider the investment objectives, risks, charges, fees and expenses of the mutual fund carefully before investing. The prospectus contains more complete information about these factors and other information about the investment company. Read the prospectus carefully before you invest.

Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: Dennis Miller, Chief Employment Officer
Cal Poly Pomona Foundation, Inc.

A handwritten signature in black ink, appearing to read "D. Miller", is written over the printed name of Dennis Miller in the "From:" field.

Subject: **Creation of “Flex Dollars Program” and Sun-setting the “Cash for Benefits” Program**

Historically, Foundation has offered a “Cash for Benefits” program whereby an eligible employee to “opt out” of medical, dental, or vision insurance, or any combination of the three, and instead of receiving the benefits from the related insurances they would elect to receive cash in its place.

The pay period dollar amounts for electing the three benefits are presented below. Medical \$81.45, Dental \$13.36, Vision \$2.95. Under the current program, when an employee elects to opt out of all three benefits the employee will receive \$97.76 per pay period.

However, it is becoming evident that continuing to offer a Cash for Benefits program is not the best approach for offering benefit related incentives, and this is especially clear when considering changes Foundation will soon experience under health care reform.

We recommend sun-setting the Cash for Benefits program and replacing it with a program that provides greater flexibility in how benefit related incentives might be used thereby becoming more responsive to the needs of our current employees.

In moving toward a replacement of the Cash for Benefits program, there will be a transition period which includes the following key provisions:

1. Employees currently enrolled in the Cash for Benefits program will be eligible to continue to receive the Cash for Benefits for health insurance only. When the employee elects to move out of the Cash for Benefits program they will be unable to return to that program. Effective immediately, newly hired employees (or returning employees) will not be eligible for the Cash for Benefits program.
2. Cash for Benefits for Dental and Vision will discontinue for all employees.

Subject: **Creation of "Flex Dollars Program" and Sun-setting the "Cash for Benefits" Program**

3. The Cash for Benefits dollar amount for Medical insurance will increase from \$81.45 to \$97.76 per pay period.
4. A "Flex Dollars" program will be implemented allowing eligible Foundation employees (generally, those with benefits) with defraying the cost of several different employment benefits programs and/or related expenses.

The theme of the Flex Dollars program is to credit employees with a specified dollar amount of "Flex Dollars" on a monthly basis which may be applied to one or more of the specified programs in a manner determined by the employee.

The dollar amount of Flex Dollars for calendar year 2013 will be \$50 per month, totaling \$600 annually per covered employee. Flex Dollars may be applied to offset the cost, or increase the benefit amount, of one or any combination of the following items: Foundation group health insurance premiums; CSU parking fees; tuition reimbursement for college coursework.

Enrollment in the Flex Dollars Program and deciding how Flex Dollars will be applied will occur during the annual benefits open enrollment period or during a qualifying event. Any unused Flex Dollars for an employee will expire at the end of each calendar year.

A procedure will be created within Employment Services to handle the sun-setting of the Cash for Benefits program and for processing the new Flex Dollars program.

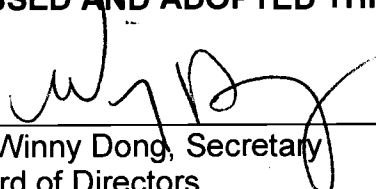
PROPOSED ACTION:

The following resolution is recommended for approval:

RESOLVED, that the Board of Directors approves sun-Setting of the Cash for Benefits program and adding the Flex Dollars Program, no later than April 1, 2013.

BE IT FURTHER RESOLVED that upon approval of this resolution by the Board of Directors, the Executive Director of the Cal Poly Pomona Foundation is authorized and directed to take any and all action as may be necessary to effectuate this Resolution.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.



Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

Memorandum



Date: February 11, 2013
To: Board of Directors
Cal Poly Pomona Foundation, Inc.
From: G. Paul Storey *G. Paul Storey*
Cal Poly Pomona Foundation, Inc.

Subject: **Special Employment Contract – for Brett Roth**

The Foundation would like approval to enter into a limited temporary work engagement contract with retiree Brett Roth to address Foundation needs for his specialized skills related to Dining Services. The engagement work needs would be irregular over the next six months and would not exceed 200 hours.

Brett has been working on several projects for Foundation Dining Services over the last six months and they have not been completed: the Cal Poly Pomona Food Truck and the Kellogg West Hotel and Conference Center dining room renovation. Because of limited project management and other vacant positions within Dining Services, Brett's specialized skills are needed to prevent delays to these projects.

PROPOSED ACTION:

The following resolution is recommended for approval:

RESOLVED, that the Board of Directors approves entering into a limited temporary work engagement contract with retiree Brett Roth,

BE IT FURTHER RESOLVED that upon approval of this resolution by the Board of Directors, the Executive Director of the Cal Poly Pomona Foundation is authorized and directed to take any and all action as may be necessary to effectuate this Resolution.

PASSED AND ADOPTED THIS 20th DAY OF FEBRUARY 2013.

[Signature]

Dr. Winny Dong, Secretary
Board of Directors
Cal Poly Pomona Foundation, Inc.

Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: *G. Paul Storey*
G. Paul Storey
Executive Director

Subject: **Office of Research and Sponsored Programs Presentation**

The following presentation is prepared by Frank Ewers, Associate Vice President for Research.

This presentation documents the research activity undertaken by the office of Research and Sponsored Programs that assists faculty and staff to obtain externally funded research support. They are a central source of information on major government agencies, foundations, and corporations which support research.

The staff provides assistance to faculty and staff from development, planning, and proposal submission up to the point of implementation, and assists in identifying potential extramural funding sources; developing budgets; completing applications; assuring compliance with all applicable federal and state regulations; and negotiating with funding agencies.

Frank Ewers, Ph.D., Associate Vice President for Research

1. Office of Research and Sponsored Programs (ORSP)

Facilitates and promote applications for external grants and contracts

- Federal agencies - NSF, NIH, Education, Defense, National Endowment for the Arts, Economic Development, etc.
- State Agencies - Agriculture, Transportation, Air Resource Board, CSU Chancellor's Office, University of California
- Foundations
- Local agencies
- Businesses

2. Compliance

- Ethical treatment of human subjects (Institutional Research Board – IRB)
- Ethical care and use of animals (Animal Care and Use Committee –IACUC)
- University Biosafety committee (Recombinant DNA, infections agents, genetically modified organisms)
- Investigate allegations of misconduct of research

3. Intellectual property

- Patents
- Technology transfer
- Start-up companies

4. Promote Scholarly and Creative Activities on campus

- PI reception
- President's RSCA program (University Research Council)
- Teacher-Scholar Program
- CPP Student Research Conference
- Strategic Interdisciplinary Research Grant (SIRG) program
- URFAC – Undergraduate Research Faculty advisory Committee (URFAC)

5. Outcomes and trends in applications, funding and research

Frank Ewers, Ph.D.
Associate Vice President for Research

I. Office of Research and Sponsored Programs (ORSP)

II. Research Compliance

III. Intellectual property

IV. Promote Scholarly and Creative Activities on campus

V. Trends and outlooks

I. Office of Research and Sponsored Programs (ORSP)

- Facilitates and promote applications for external grants and contracts
- Federal agencies - NSF, NIH, Education, Defense, Justice, National Endowment for the Arts, National Endowment for the Arts, Economic Development, etc.
- State Agencies - Agriculture, Transportation, Air Resource Board, CSU Chancellor's Office, University of California
- Foundations
- Local and regional agencies
- Businesses

II. Research Compliance

- Ethical treatment of human subjects (Institutional Research Board – IRB)
- Ethical care and use of animals (Animal Care and Use Committee –ACUC)
- University Biosafety committee (Recombinant DNA, infections agents, genetically modified organisms)
- Investigate allegations of misconduct of research

III. Intellectual property

- Patents
- Technology transfer
- Start-up companies

IV. Promote Scholarly and Creative Activities on campus

- PI reception
- President's RSCA program (University Research Council)
- Teacher-Scholar Program
- CPP Student Research Conference
- Strategic Interdisciplinary Research Grant (SIRG) program
- URFAC – Undergraduate Research Faculty advisory Committee (URFAC)

V. Trends and outlooks

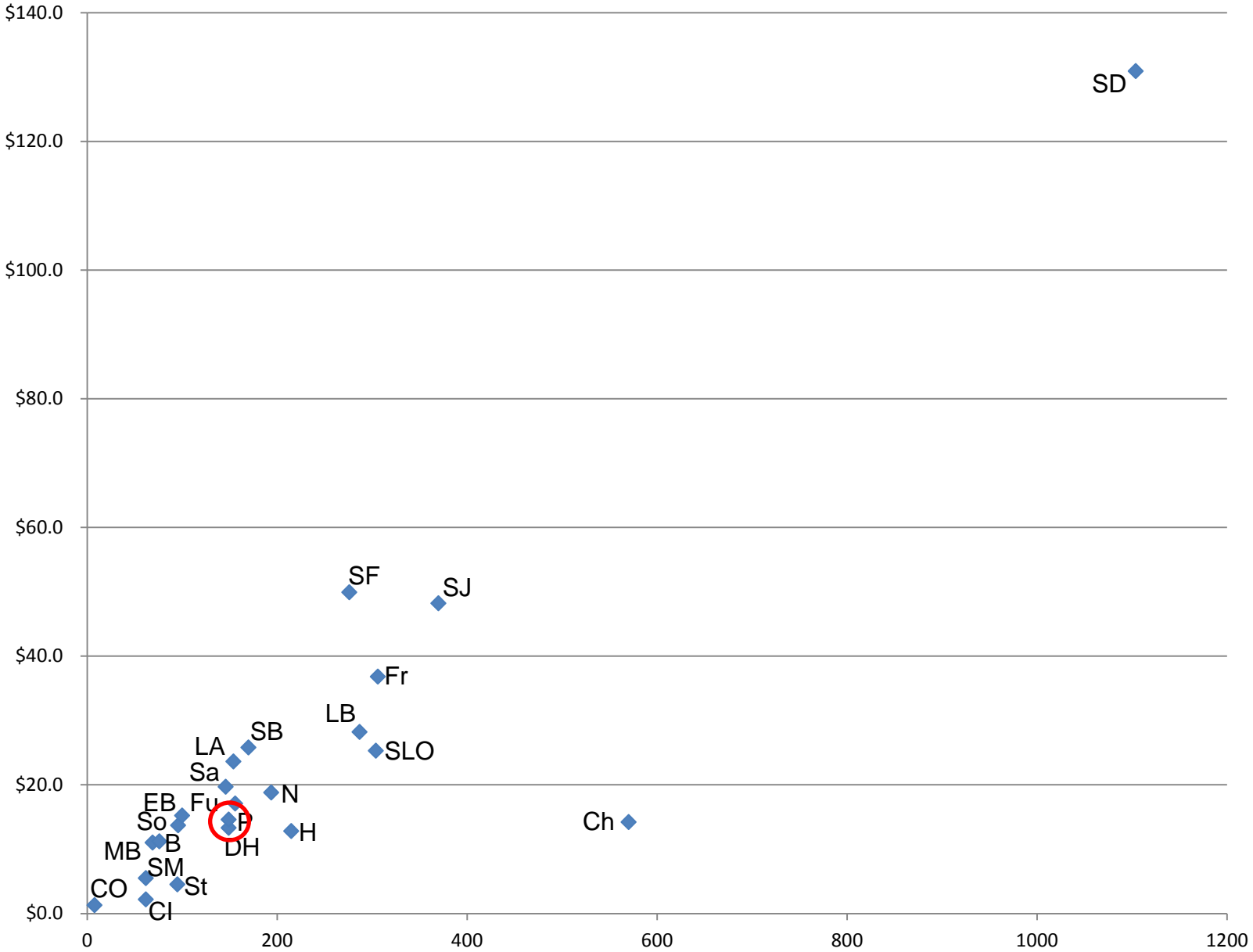
Research compliance - gets more difficult each year

- Better monitoring of known safety issues required
- New risks and liabilities arise

Intellectual property – becoming more complex

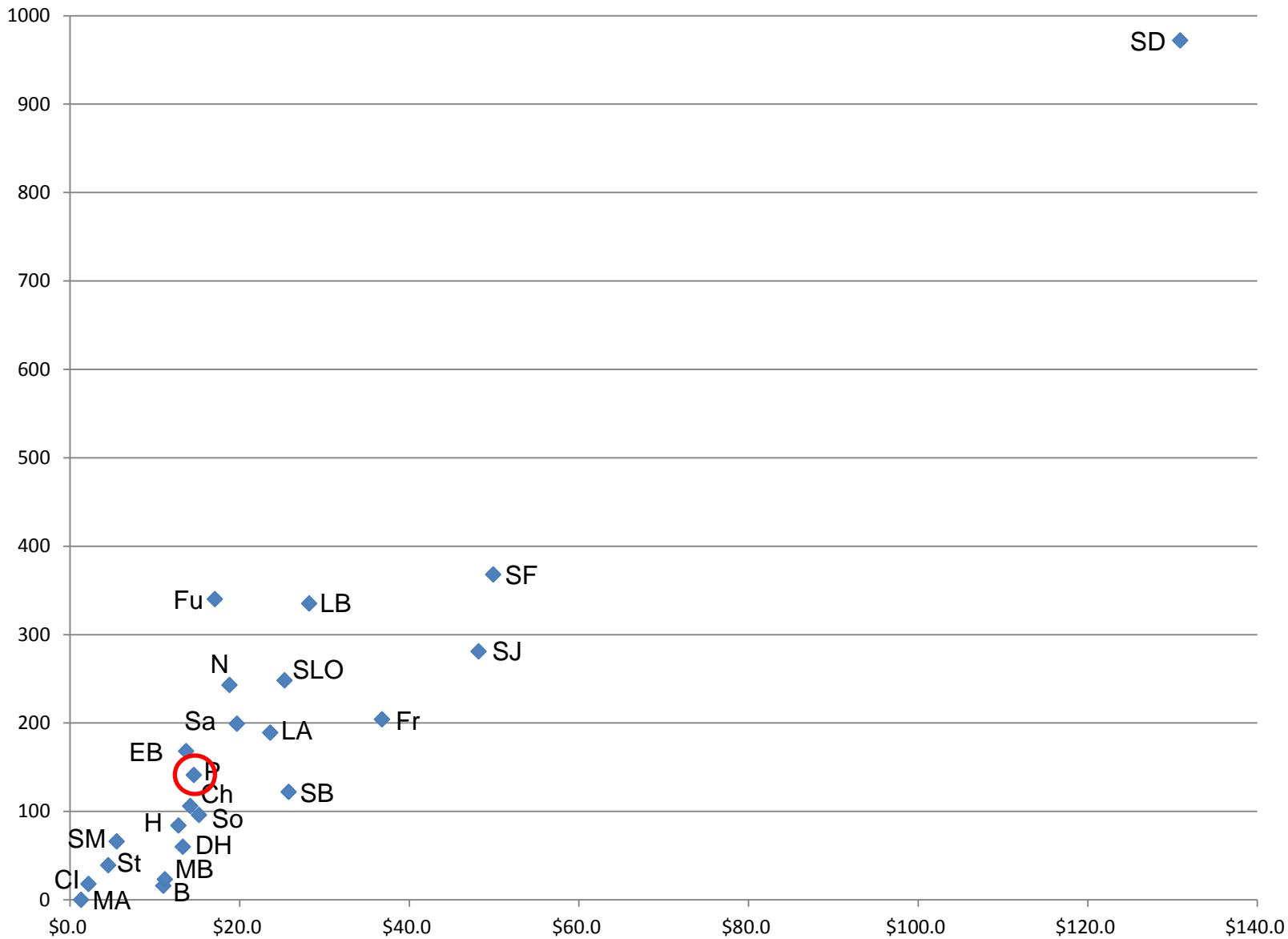
How do we increase contract and grant funding, given the headwinds?

Research dollars awarded (millions)



Number of proposals submitted 2007-08

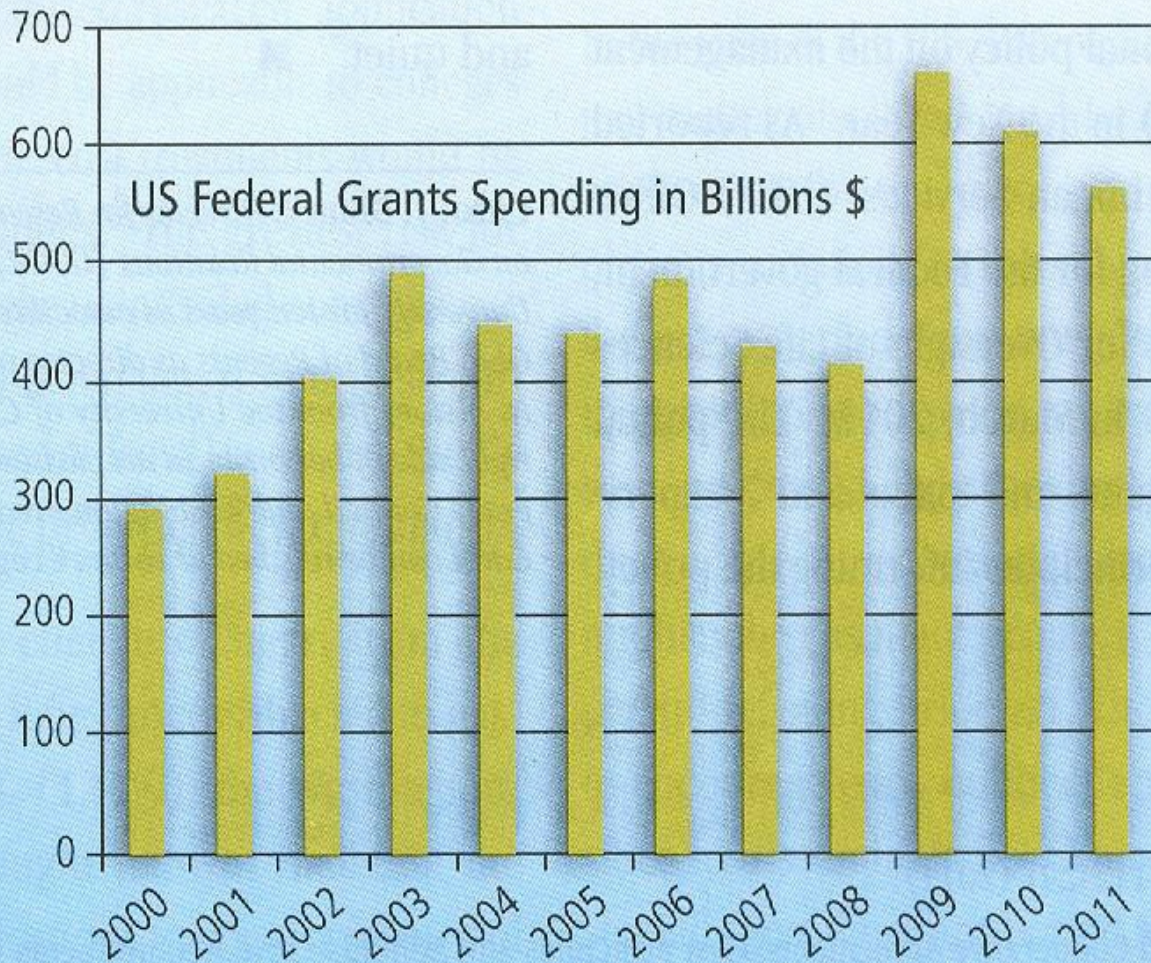
Publications in WOS Journals (2010)



Research dollars awarded 2007-08 (millions)

Rank	Campus	# Under-Graduates employed	Total Under-Graduate Wages	Rank	Campus	# Under-Graduates employed	Total Under-Graduate Wages
1	Sacramento	2722	\$17,947,043	11	San Bernardino	432	\$702,658
2	Fresno	459	\$2,153,069	12	Chico	262	\$532,686
3	San Luis Obispo	708	\$2,146,337	13	Humboldt	170	\$506,175
4	San Diego	738	\$1,856,924	14	Dominguez Hills	105	\$424,785
5	San Jose	519	\$1,803,004	15	Monterey Bay	94	\$328,682
6	Los Angeles	270	\$1,293,396	16	Fullerton	67	\$245,722
7	San Francisco	316	\$1,280,793	17	Sonoma	123	\$231,914
8	Pomona	318	\$1,131,622	18	San Marcos	70	\$189,197
9	Long Beach	308	\$1,028,724	19	Stanislaus	0	\$131,182
10	Northridge	308	\$797,216	20	Chancellors Office	0	\$0

US Federal Grants Spending (by FY)



sequestration

From: <http://usaspending.gov/> (downloaded 10.30.12)

Calendar Year:	2011	2012	% increase
Proposals submitted	137	151	10.2%
Number of PIs	88	97	10.2%
Dollar Amount Requested	\$42,667,174	\$58,217,098	36.4%

	No. contract and grant applications
	(% change from previous year)
CSU campus	
Fresno	12%
Pomona	10%
San Jose	-4%
LA	-10%
Northridge	-21%
Sonoma	-21%
Fullerton	-27%
Long Beach	-30%
San Francisco	"dramatic" decrease

CAL POLY POMONA FOUNDATION, INC.
Schedule of Grants and Contracts
July 1, 2011 through December 31, 2012

New Awards:

Total New Grants:

As of December 31, 2012:	
Academic Affairs Accounts	7,209,102.34
Kellogg Legacy Accounts	522,500.00
	<u>7,731,602.34</u>

Number of New Grant Projects: 92

As of December 31, 2011	
Academic Affairs Accounts	6,011,124.00
Kellogg Legacy Accounts	1,446,435.00
	<u>7,457,559.00</u>

Increase 274,043.34

Percent Decrease 3.67%

Number of New Grant Projects: 85

Expenditures:

Total Expenditures:

As of December 31, 2012:	
Academic Affairs Accounts	4,816,995.81
Agricultural Research Initiative	379,755.56
Kellogg Legacy Accounts	248,541.63
	<u>5,445,293.00</u>

As of December 31, 2011	
Academic Affairs Accounts	5,802,687.11
Agricultural Research Initiative	444,577.78
Kellogg Legacy Accounts	218,501.78
	<u>6,465,766.67</u>

Total Decrease (1,020,473.67)

Percent Increase -15.78%

Indirect Cost Recovery:

Total Indirect Cost Recovery:

For the Period July 1, 199X through September 30, XXX	2012	2011	Percent Increase/(Decrease)
Research Programs	570,562.02	676,340.14	-15.64%

Effective Rate of Indirect Cost Recovery

11.84% 11.66%

Expenditure Activity December 31, 2012:

	TOTAL
Foundation Employee Salary and Benefits	2,389,354.02
University Employee Salary and Benefits	418,426.56
Student Scholarships and Reimbursements	489,429.62
Equipment and Supplies	792,479.89
Faculty and Staff Travel	126,065.91
Indirect Cost Recovery	570,562.02
Other Expenditures	658,974.98
TOTAL:	<u>5,445,293.00</u>

**Informational Items
for
Cal Poly Pomona
Foundation, Inc.
Board of Directors**

by Dennis Miller

Health Care and Pension Reform

Health Care Reform

- ▣ Covered Employees
- ▣ Exchanges
- ▣ Penalties
- ▣ Impact to Foundation
- ▣ New Approach

Pension Reform

- ▣ Broad Policy Impact
- ▣ New Pension Formula
- ▣ Impact to Foundation

Early Retiree Reinsurance Program

- ▣ Approved for 2010
- ▣ Approved for 2011
- ▣ 2012 Pending
- ▣ 2013 Pending
- ▣ \$5,000
- ▣ \$29,000
- ▣ \$35,000 (estimate)
- ▣ TBD

Supervisory Training Sample of Matrix

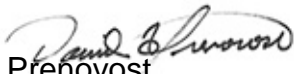
Position Code Description	REQUIRED COURSES & READINGS							
	Manager Role	Employee Handbook	Ethics in Workplace	Sexual Harassment	Employment Practices	Financial Statements	Manager Expectation	Employment Intro
	1	Reading	2	Legal	3	4	5	Reading
Assistant Director, Dining Services	X	X	1-2015	6-2013				
Sr. Assoc Dir, Bookstore	0	X	1-2015	4-2013				
Assoc Dir Univ Village	X	X	1-2015	7-2013				
Director Bookstore	0	X		4-2013				
Director of Enterprise Accounting	0	X		6-2013				
Director of KWCC	0	X	1-2015	4-2013				
Director Housing Services	0	0		7-2013				
Interim Director, Dining Services	I	X	1-2015	6-2013				
Director, Marketing	0	0						
MIS Manager	X	X	1-2015	4-2013	No			
Director Real Estate Prog	X	X	1-2015	2-2013				

Memorandum



Date: February 11, 2013

To: Board of Directors
Cal Poly Pomona Foundation, Inc.

From: 
David F. Pfenovost
Chief Financial Officer

Subject: **Analysis of 2012-13 WellsOne Commercial Card Usage**

The following power point presentation is prepared by Wells Fargo and represents 2011 - 2012 Account Review of Foundation Wells Fargo purchasing cards.

The account review includes analyses on the card usage, monthly statistical information, our top expense categories, the cost breakdown for our travel and entertainment expenses, and our top 50 merchants by purchase volume between January and December of 2012.

This program established on August 2009 and the purchase volume increased progressively. For example, the purchase volume for 2012 was \$2,804,880 and increased over 20% compared to 2011, the number of transactions was increased by 29% (12,453 vs.16,060) and our revenue share was increased by 20% (\$9,312 vs. \$11,220 for 2012). The revenue share numbers are based on net purchase volume and average transaction size through year-to- date as set forth in the revenue share calculation in commercial card agreement.

The travel & entertainment expenses were 17% of total purchasing card usage. The top categories were lodging (hotels & motels) and airlines expenses.

Amazon, Fisher Scientifics, and EBay's were top three merchants by purchase volume.

Account Review

January – December 2012

Cal Poly Pomona Foundation, Inc.

Together we'll go far



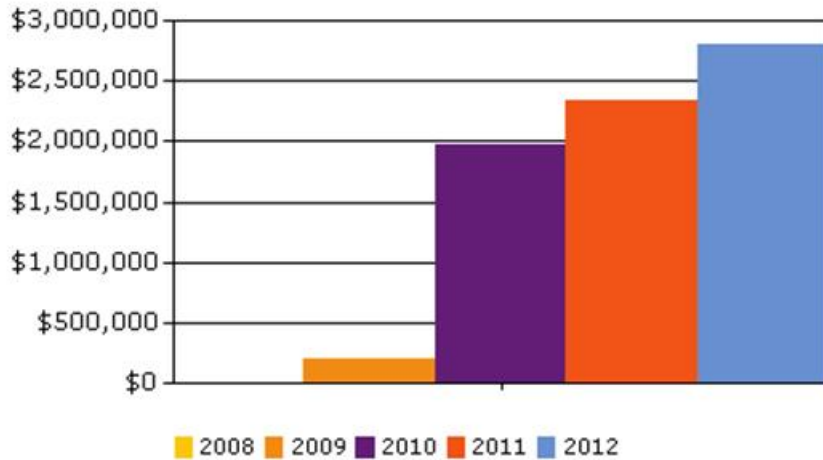
Your program at a glance

Program Established: Aug, 2009	2009	2010	2011	2012	% Change
Purchase Volume	\$201,621	\$1,966,001	\$2,328,063	\$2,804,880	20.48%
Average Monthly Purchases	\$40,324	\$163,833	\$194,005	\$233,740	20.48%
Number of Transactions	1,070	9,862	12,453	16,060	28.96%
Average Monthly Number of Transactions	214	822	1,038	1,338	28.96%
Average Transaction Size	\$197	\$215	\$209	\$205	-1.74%
Highest Historical Card Count	258	254	269	278	3.35%
Revenue Share		\$7,864	\$9,312	\$11,220	20.48%

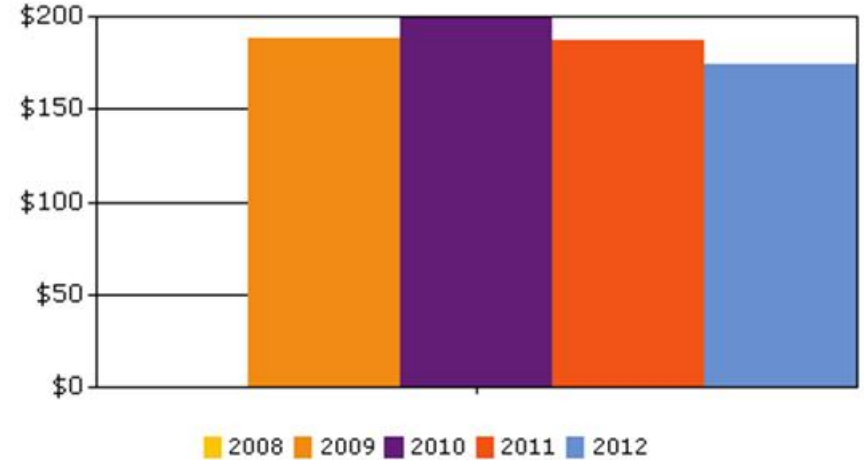
*The above-referenced numbers are based on customer's YTD net purchase volume and average transaction size through YTD. Customer's ability to earn a revenue share payment to be paid in 2013 is based solely on customer's total year-end net purchase volume and average transaction size as set forth in the revenue share calculation in customer's commercial card agreement. Wells Fargo Bank, N.A. does not make any representations or warranties concerning customer's ability to: (i) meet its year-end net purchase volume, (ii) maintain its average transaction size, and/or (iii) earn a revenue share payment based upon the numbers set forth above.

Your program at a glance (continued)

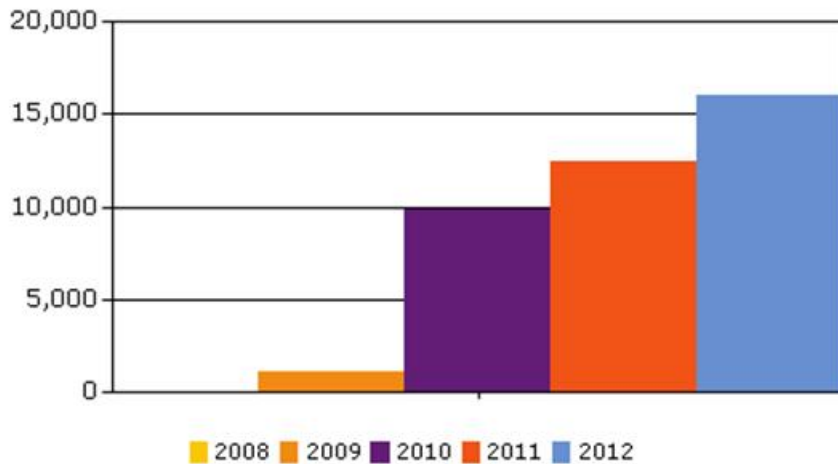
Total Purchase Volume



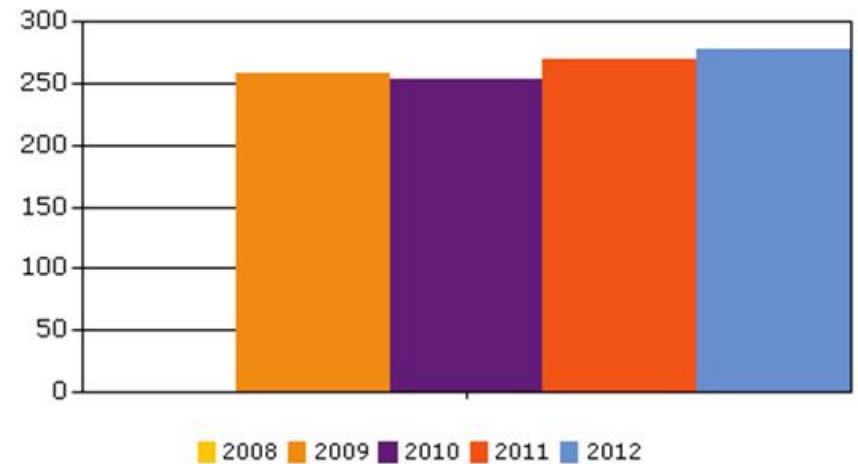
Average Transaction Size



Total Transactions



Total Cards

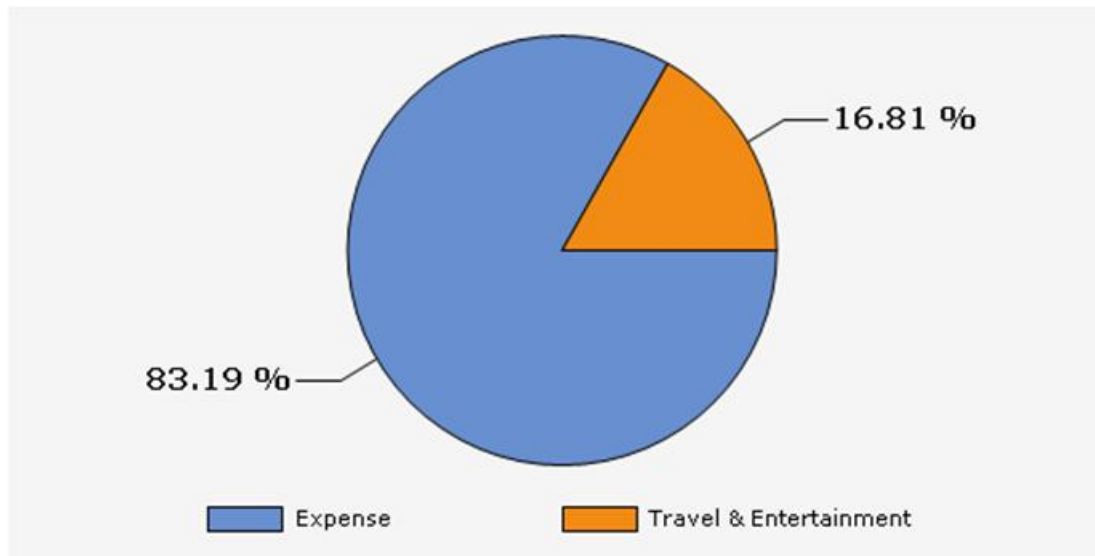


Your account statistics

Cal Poly Pomona Foundation, Inc.					
	Net Purchase Volume	Transactions (Debits + Credits)	Net Transactions (Debits - Credits)	Average Transaction Size	Total Cards
Jan, 2011	\$140,117	808	766	\$183	249
Feb, 2011	\$153,905	1,021	941	\$164	253
Mar, 2011	\$204,505	1,044	904	\$226	254
Apr, 2011	\$188,747	963	921	\$205	256
May, 2011	\$209,217	1,050	986	\$212	261
Jun, 2011	\$257,980	1,095	1,041	\$248	264
Jul, 2011	\$200,393	981	877	\$228	269
Aug, 2011	\$223,863	1,123	975	\$230	263
Sep, 2011	\$231,227	1,144	1,024	\$226	264
Oct, 2011	\$175,777	1,110	978	\$180	257
Nov, 2011	\$189,726	987	873	\$217	263
Dec, 2011	\$152,608	1,127	859	\$178	264
Grand Total: 2011	\$2,328,063	12,453	11,145	\$209	

Cal Poly Pomona Foundation, Inc.					
	Net Purchase Volume	Transactions (Debits + Credits)	Net Transactions (Debits - Credits)	Average Transaction Size	Total Cards
Jan, 2012	\$190,046	1,095	953	\$199	269
Feb, 2012	\$253,748	1,652	1,234	\$206	267
Mar, 2012	\$224,172	1,150	968	\$232	271
Apr, 2012	\$239,878	994	944	\$254	274
May, 2012	\$251,430	1,880	1,450	\$173	263
Jun, 2012	\$254,191	1,606	1,362	\$187	262
Jul, 2012	\$216,602	1,170	1,064	\$204	265
Aug, 2012	\$259,237	1,233	1,067	\$243	269
Sep, 2012	\$274,394	1,259	1,093	\$251	270
Oct, 2012	\$227,690	1,342	1,206	\$189	277
Nov, 2012	\$220,415	1,430	1,228	\$179	278
Dec, 2012	\$193,077	1,249	1,097	\$176	278
Grand Total: 2012	\$2,804,880	16,060	13,666	\$205	

How are you leveraging the WellsOne card strategy?



For 2012	Amount	Transactions	Average Transaction
Expense:	83.19%	85.22%	\$170
Travel & Entertainment:	16.81%	14.75%	\$199
Total Card Volume:	\$2,804,880	16,060	
Data should be used for trending purposes only. Amounts may not match billing statement due to adjustments/chargebacks.			

Your Top Expense Categories

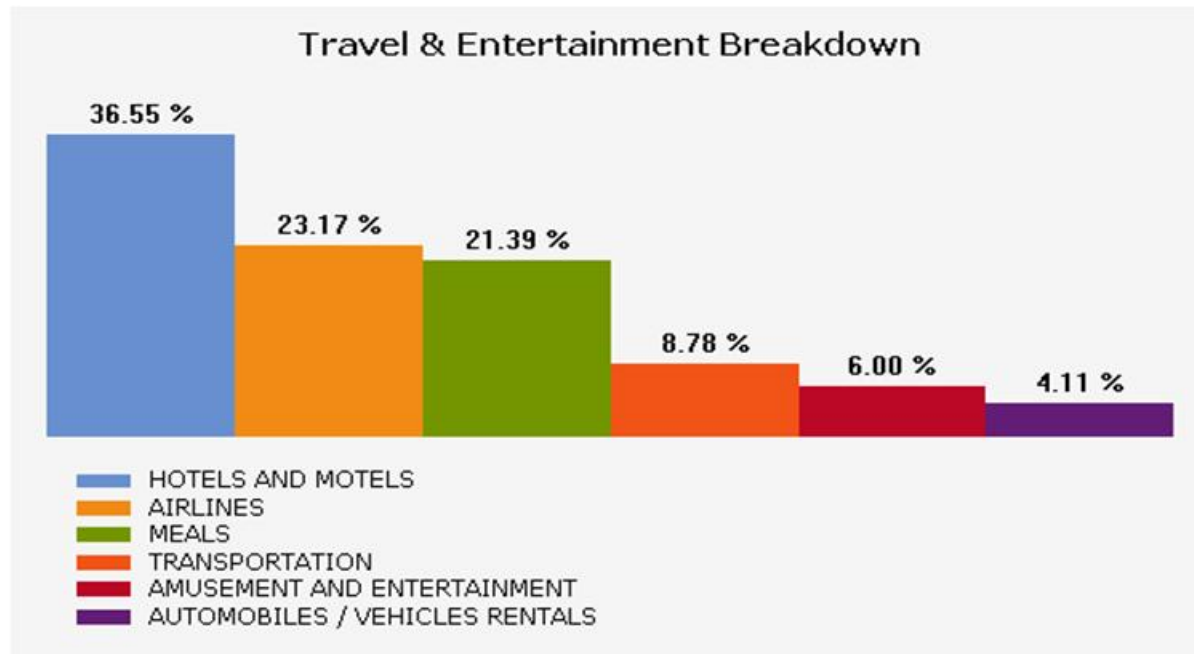
Top Expense Spending Categories and the Top 3 MCCs for each Category

For 2012

Percent to Total EXPENSE Spend		Amount	Transactions	Average Transaction
34.10%	MISCELLANEOUS STORES	\$796,638	5,786	\$138
	OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES [5943]	\$183,857	884	\$208
	BOOK STORES [5942]	\$177,552	2,874	\$62
	DIRECT MARKETING - CATALOG MERCHANTS [5964]	\$85,414	172	\$497
26.42%	WHOLESALE DISTRIBUTORS AND MANUFACTURERS	\$617,253	2,539	\$243
	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC [5047]	\$270,936	722	\$375
	BOOKS PERIODICALS AND NEWSPAPERS [5192]	\$53,715	1,107	\$49
	INDUSTRIAL SUPPLIES NOT ELSEWHERE CLASSIFIED [5085]	\$48,680	145	\$336
11.70%	PROFESSIONAL SERVICES/ MEMBERSHIP ORGANIZATIONS	\$273,231	860	\$318
	ORGANIZATIONS MEMBERSHIP [8699]	\$69,908	235	\$297
	PROFESSIONAL SERVICES NOT ELSEWHERE CLASSIFIED [8999]	\$56,653	198	\$286
	COLLEGES/UNIVERSITIES/PROFESSIONAL SCHOOLS [8220]	\$48,619	159	\$306
10.33%	RETAIL STORES	\$241,395	2,103	\$115
	GROCERY STORES SUPERMARKETS [5411]	\$77,363	976	\$79
	HOME SUPPLY WAREHOUSE [5200]	\$44,051	443	\$99
	CANDY/NUT/CONFECTIONERY STORES [5441]	\$18,449	34	\$543
8.66%	BUSINESS SERVICES	\$202,259	1,394	\$145
	BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED [7399]	\$130,789	1,085	\$121
	ADVERTISING SERVICES [7311]	\$30,028	134	\$224
	EQUIPMENT RENTAL LEASING/ FURNITURE TOOL RENTAL [7394]	\$12,914	12	\$1,076

Data should be used for trending purposes only. Amounts may not match billing statement due to adjustments/chargebacks.

Your Travel and Entertainment Breakdown

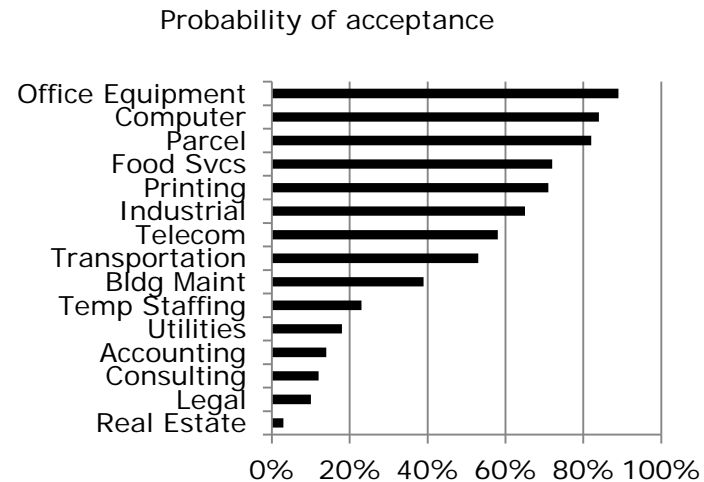


What program changes do you expect in 2013 and 2015?

Are you utilizing the card at commonly accepted MCCs?

Top 25 MCCs based on Spend Volume

For 2012	Purchase Volume	Txns	Average Txn Size
DENTAL/LABORATORY/MEDICAL/OPHTHALMIC [5047]	\$270,936	722	\$375
OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES [5943]	\$183,857	884	\$208
BOOK STORES [5942]	\$177,552	2,874	\$62
BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED [7399]	\$130,789	1,085	\$121
DIRECT MARKETING - CATALOG MERCHANTS [5964]	\$85,414	172	\$497
GROCERY STORES SUPERMARKETS [5411]	\$77,363	976	\$79
MISCELLANEOUS AND SPECIALTY RETAIL STORES [5999]	\$74,769	437	\$171
DIRECT MARKETING - OTHER DIRECT MARKETERS [5969]	\$72,745	419	\$174
ORGANIZATIONS MEMBERSHIP [8699]	\$69,908	235	\$297
EATING PLACES RESTAURANTS [5812]	\$61,043	589	\$104
PROFESSIONAL SERVICES NOT ELSEWHERE CLASSIFIED [8999]	\$56,653	198	\$286
BOOKS PERIODICALS AND NEWSPAPERS [5192]	\$53,715	1,107	\$49
INDUSTRIAL SUPPLIES NOT ELSEWHERE CLASSIFIED [5085]	\$48,680	145	\$336
COLLEGES/UNIVERSITIES/PROFESSIONAL SCHOOLS [8220]	\$48,619	159	\$306
SCHOOLS AND EDUCATIONAL SERVICES [8299]	\$47,588	101	\$471
ELECTRONICS SALES [5732]	\$45,606	229	\$199
HOME SUPPLY WAREHOUSE [5200]	\$44,051	443	\$99
SOUTHWEST AIRLINES [3066]	\$37,648	166	\$227
QUICK PAYMENT SERVICE FAST-FOOD RESTAURANTS [5814]	\$36,973	534	\$69
LODGING HOTELS MOTELS/ RESORTS [7011]	\$32,229	103	\$313
COMMERCIAL EQUIPMENT NOT ELSEWHERE CLASSIFIED [5046]	\$31,532	72	\$438
OFFICE AND COMMERCIAL FURNITURE [5021]	\$31,183	16	\$1,949
ORGANIZATIONS CHARITABLE AND SOCIAL SERVICE [8398]	\$31,134	107	\$291
ADVERTISING SERVICES [7311]	\$30,028	134	\$224
SHERATON HOTELS [3503]	\$27,667	34	\$814



Source: End User Perspective on Suppliers' Acceptance of Card Payments. NAPCP First Annapolis. June 2010

Your top 50 merchants by purchase volume January – December 2012

Purchase Volume	Txns	Average Txn Size	Merchant Name	MCC	MCC Description
\$104,304	2,485	\$42	AMAZON MKTPLACE PMTS	5942	BOOK STORES
\$74,474	356	\$209	FISHER SCI CHI	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
\$39,679	678	\$59	EBAYS HALF.COM	7399	BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED
\$37,926	1,066	\$36	ABEBOOKS.COM	5192	BOOKS PERIODICALS AND NEWSPAPERS
\$37,648	166	\$227	SOUTHWEST AIRLINES	3066	SOUTHWEST AIRLINES
\$36,978	67	\$552	ISC BIOEXPRESS	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
\$29,617	228	\$130	AMAZON.COM	5942	BOOK STORES
\$27,800	245	\$113	Home Depot	5200	HOME SUPPLY WAREHOUSE
\$27,667	34	\$814	SHERATON HOTELS	3503	SHERATON HOTELS
\$27,185	88	\$309	UNITED AIRLINES	3000	UNITED AIRLINES
\$24,565	13	\$1,890	HOLIDAY INNS	3501	HOLIDAY INNS
\$23,469	19	\$1,235	FISHER SCI HUS	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
\$22,607	37	\$611	FISHER SCI ATL	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
\$18,183	37	\$491	STAPLES 00101451	5943	OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES
\$17,946	6	\$2,991	SEATING EXPERT	5021	OFFICE AND COMMERCIAL FURNITURE
\$17,791	48	\$371	HILTON HOTELS	3504	HILTON HOTELS
\$16,861	10	\$1,686	BECKMAN COULTER	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
\$16,433	19	\$865	SHARPDOTS COM	2741	MISCELLANEOUS PUBLISHING AND PRINTING
\$15,501	56	\$277	WWW.NEWEGG.COM	5732	ELECTRONICS SALES
\$15,417	99	\$156	STAPLES 00113167	5943	OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES
\$15,120	239	\$63	CPPF CAMPUS MARKETPLACE	5814	QUICK PAYMENT SERVICE FAST-FOOD RESTAURANTS
\$14,798	36	\$411	COSTCO DELIVERY 569	5300	WHOLESALE CLUBS
\$14,300	26	\$550	GOOGLE 6763119476	7311	ADVERTISING SERVICES
\$13,733	59	\$233	VWR INTERNATIONAL INC	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
\$13,728	12	\$1,144	GARVEY NUT & CANDY	5441	CANDY/NUT/CONFECTIONERY STORES
\$13,470	2	\$6,735	LOS ANGELES COUNTY FAI	9399	GOVERNMENT SERVICES NOT ELSEWHERE CLASSIFIED
\$13,035	4	\$3,259	GROUP WINDOW - DLR	7996	AMUSEMENT PARKS - CARNIVALS ETC.
\$12,490	81	\$154	CPPF BRONCO BOOKSTORE	5942	BOOK STORES
\$11,910	29	\$411	UCD CEVS - TOUCHNET	8220	COLLEGES/UNIVERSITIES/PROFESSIONAL SCHOOLS
\$11,847	13	\$911	HP HOME STORE	5045	COMPUTERS SOFTWARE
\$11,778	41	\$287	AMERICAN AIRLINES	3001	AMERICAN AIRLINES
\$11,353	13	\$873	MWI VETERINARY SUPPLY CO	742	VETERINARY SERVICES
\$11,143	25	\$446	WESTIN HOTELS	3513	WESTIN HOTELS
\$10,954	1	\$10,954	BARCO PRODUCTS	5099	DURABLE GOODS NOT ELSEWHERE CLASSIFIED
\$10,681	176	\$61	STATERBROS168	5411	GROCERY STORES SUPERMARKETS
\$10,602	49	\$216	SIGMA ALDRICH US	5969	DIRECT MARKETING - OTHER DIRECT MARKETERS
\$10,224	68	\$150	ENTERPRISE RENT-A-CAR	3405	ENTERPRISE RENT-A-CAR
\$9,869	36	\$274	OFFICE MAX	5965	DIRECT MARKETING - COMBINATION CATALOG AND RETAIL
\$9,569	14	\$683	INGRAM BOOK COMPANY	5192	BOOKS PERIODICALS AND NEWSPAPERS
\$9,388	42	\$224	WM SUPERCENTER#3464	5411	GROCERY STORES SUPERMARKETS
\$9,219	90	\$102	SMARTFINAL30810603082	5411	GROCERY STORES SUPERMARKETS
\$9,203	259	\$36	ALIBRIS BOOKS	5969	DIRECT MARKETING - OTHER DIRECT MARKETERS
\$9,055	7	\$1,294	KLOSTER COMPANY	5499	MISCELLANEOUS FOOD STORES
\$9,048	3	\$3,016	OLYMPUSAMER	5946	CAMERA AND PHOTOGRAPHIC SUPPLY STORES
\$8,908	114	\$78	GILMORE LIQUID AIR COMPAN	7399	BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED
\$8,788	7	\$1,255	UNITED STATES CONTAINER	5085	INDUSTRIAL SUPPLIES NOT ELSEWHERE CLASSIFIED
\$8,545	20	\$427	AA EQUIPMENT	5599	AUTOMOTIVE/AIRCRAFT/FARM EQUIP
\$8,543	3	\$2,848	APPLE STORE #R069	5732	ELECTRONICS SALES
\$8,220	16	\$514	C.A.T. SPECIALTIES INC.	7399	BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED
\$8,180	23	\$356	MARRIOTT HOTELS	3509	MARRIOTT HOTELS

“A significantly larger percent of BP organizations report that their card-accepting suppliers have increased their share of business with the organization compared to suppliers who do not accept purchasing cards (52% versus 33%).”

2012 Purchasing Card Benchmark Survey RPMG

Internal efficiencies you have gained

Txns	Purchase Volume	Average Txn Size	Merchant Name	MCC	MCC Description
2,485	\$104,304	\$42	AMAZON MKTPLACE PMTS	5942	BOOK STORES
1,066	\$37,926	\$36	ABEBOOKS.COM	5192	BOOKS PERIODICALS AND NEWSPAPERS
678	\$39,679	\$59	EBAYS HALF.COM	7399	BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED
356	\$74,474	\$209	FISHER SCI CHI	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
259	\$9,203	\$36	ALIBRIS BOOKS	5969	DIRECT MARKETING - OTHER DIRECT MARKETERS
245	\$27,800	\$113	Home Depot	5200	HOME SUPPLY WAREHOUSE
239	\$15,120	\$63	CPPF CAMPUS MARKETPLACE	5814	QUICK PAYMENT SERVICE FAST-FOOD RESTAURANTS
228	\$29,617	\$130	AMAZON.COM	5942	BOOK STORES
176	\$10,681	\$61	STATERBROS168	5411	GROCERY STORES SUPERMARKETS
166	\$37,648	\$227	SOUTHWEST AIRLINES	3066	SOUTHWEST AIRLINES
114	\$8,908	\$78	GILMORE LIQUID AIR COMPAN	7399	BUSINESS SERVICES NOT ELSEWHERE CLASSIFIED
99	\$15,417	\$156	STAPLES 00113167	5943	OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES
90	\$9,219	\$102	SMARTNFINAL30810603082	5411	GROCERY STORES SUPERMARKETS
88	\$27,185	\$309	UNITED AIRLINES	3000	UNITED AIRLINES
87	\$7,432	\$85	LOWES #01170	5200	HOME SUPPLY WAREHOUSE
81	\$12,490	\$154	CPPF BRONCO BOOKSTORE	5942	BOOK STORES
75	\$4,291	\$57	ARROWHEAD WATER	5999	MISCELLANEOUS AND SPECIALTY RETAIL STORES
68	\$10,224	\$150	ENTERPRISE RENT-A-CAR	3405	ENTERPRISE RENT-A-CAR
67	\$36,978	\$552	ISC BIOEXPRESS	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
62	\$3,386	\$55	MICHAELS #6719	5331	VARIETY STORES
59	\$13,733	\$233	VWR INTERNATIONAL INC	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
56	\$15,501	\$277	WWW.NEWEGG.COM	5732	ELECTRONICS SALES
53	\$1,040	\$20	AT&T DATA	4814	TELECOMMUNICATION SERVICE
49	\$10,602	\$216	SIGMA ALDRICH US	5969	DIRECT MARKETING - OTHER DIRECT MARKETERS
48	\$17,791	\$371	HILTON HOTELS	3504	HILTON HOTELS
48	\$3,510	\$73	DS WATERS STANDARD COFFEE	5999	MISCELLANEOUS AND SPECIALTY RETAIL STORES
44	\$3,313	\$75	SURVEYMONKEY.COM	5968	DIRECT MARKETING CONTINUITY/SUBSCRIPTION MERCHANTS
43	\$3,100	\$72	CHEVRON 00090369	5542	FUEL DISPENSER AUTOMATED
42	\$9,388	\$224	WM SUPERCENTER#3464	5411	GROCERY STORES SUPERMARKETS
41	\$11,778	\$287	AMERICAN AIRLINES	3001	AMERICAN AIRLINES
39	\$4,408	\$113	TROPHY CENTER US	5085	INDUSTRIAL SUPPLIES NOT ELSEWHERE CLASSIFIED
38	\$4,214	\$111	MCFADDEN-DALE ONTARIO	5251	HARDWARE STORES
38	\$2,200	\$58	RALPHS #0139	5411	GROCERY STORES SUPERMARKETS
37	\$22,607	\$611	FISHER SCI ATL	5047	DENTAL/LABORATORY/MEDICAL/OPHTHALMIC
37	\$18,183	\$491	STAPLES 00101451	5943	OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES
36	\$14,798	\$411	COSTCO DELIVERY 569	5300	WHOLESALE CLUBS
36	\$9,869	\$274	OFFICE MAX	5965	DIRECT MARKETING - COMBINATION CATALOG AND RETAIL
34	\$27,667	\$814	SHERATON HOTELS	3503	SHERATON HOTELS
34	\$6,562	\$193	SMARTNFINAL49410604940	5411	GROCERY STORES SUPERMARKETS
32	\$8,123	\$254	U.S. AIR	3063	U.S. AIR
32	\$1,960	\$61	TARGET 00021790	5411	GROCERY STORES SUPERMARKETS
32	\$649	\$20	DOLRTREE 3707 00037077	5331	VARIETY STORES
31	\$1,797	\$58	DS WATERS	5999	MISCELLANEOUS AND SPECIALTY RETAIL STORES
30	\$6,350	\$212	USPS POSTAGE (INTERNET)	9402	POSTAGE STAMPS - GOVERNMENT ONLY
29	\$11,910	\$411	UCD CEVS - TOUCHNET	8220	COLLEGES/UNIVERSITIES/PROFESSIONAL SCHOOLS
29	\$3,418	\$118	SMARTNFINAL36710603678	5411	GROCERY STORES SUPERMARKETS
29	\$3,244	\$112	MCMMASTER-CARR	5085	INDUSTRIAL SUPPLIES NOT ELSEWHERE CLASSIFIED
28	\$2,266	\$81	HYDRO-SCAPE PRODUCTS INC	5039	CONSTRUCTION MATERIALS NOT ELSEWARE CLASSIFIED
28	\$1,379	\$49	WAL-MART#1941	5310	DISCOUNT STORES
27	\$3,969	\$147	STAPLES 00104133	5943	OFFICE SCHOOL SUPPLY/ AND STATIONERY STORES

How many employees would you have to hire if your card program was eliminated?

Overview of Check Cost, industry average cost of initiating a check

	Checks Per Month 25,000 +	Checks Per Month 5,000 - 25,000	Checks Per Month 1,000 - 5,000
Labor Costs			
Account Reconciliation	0.0780	0.1124	0.1311
Review/Sign	0.0293	0.0421	0.0492
Sort/Distribute	0.0293	0.0421	0.0492
Check Control	1.0732	1.5454	1.8029
Prep/Mail	0.1463	0.2107	0.2459
Research	0.0017	0.0025	0.0029
Reissues	<u>0.0172</u>	<u>0.0248</u>	<u>0.0289</u>
Total Labor Costs Per Check	1.3750	1.9801	2.3101

	Checks Per Month 25,000 +	Checks Per Month 5,000 - 25,000	Checks Per Month 1,000 - 5,000
Equipment Costs			
Computer Processing	0.0200	0.0288	0.0336
Bursting	0.0100	0.0144	0.0168
Service Contract	0.0400	0.0576	0.0672
General Overhead	0.1500	0.2160	0.2520
Per minute fax charges for remittance information	0.2000	0.2880	0.3360
Printer	0.0200	0.0288	0.0336
Warehouse	<u>0.0200</u>	<u>0.0288</u>	<u>0.0336</u>
Total Equipment Costs Per Check	0.4600	0.6624	0.7728

Overview of Check Cost, continued from previous page

	Checks Per Month 25,000 +	Checks Per Month 5,000 - 25,000	Checks Per Month 1,000 - 5,000
Materials			
Check Stock	0.0100	0.1440	0.1680
Envelopes	0.0800	0.1152	0.1344
Remittance Documents	0.0100	0.0144	0.0168
Postage	<u>0.3410</u>	<u>0.4100</u>	<u>0.4400</u>
Total Material Costs Per Check	0.5310	0.6836	0.7592
	Checks Per Month 25,000 +	Checks Per Month 5,000 - 25,000	Checks Per Month 1,000 - 5,000
Bank Fees			
Bank Processing Fee, per check paid	0.1200	0.1200	0.1200
Bank Reconciliation Fee per check	0.0500	0.0500	0.0500
Positive Pay per check	0.1300	0.1300	0.1300
Check Sorting Fee	0.0400	0.0400	0.0400
Check Image Capture	0.0300	0.0300	0.0300
Photo Copy Request	0.0640	0.0922	0.1075
Stop Payment Request	<u>0.2537</u>	<u>0.3653</u>	<u>0.4261</u>
Total Bank Fee Costs Per Check	0.6877	0.8274	0.9037
Total Average Cost Per Check	<u>\$3.0537</u>	<u>\$4.1535</u>	<u>\$4.7458</u>

Source: Cashflow Reengineering by James Sanger, IOMA AP Benchmark & Analysis 2007, The Blue Book of Bank Prices by Phoenix-Hecht

Book buyer for Bronco Bookstore – online p-card purchases

Total transactions: \$232,655

Amazon purchases: \$77,999.28

% of total p-card purchases that are Amazon purchases: 34%