



**FOUNDATION**

**GOVERNANCE AND NOMINATIONS COMMITTEE  
SPECIAL MEETING MINUTES  
Tuesday, October 8 2019, 2 p.m. – 4 p.m.  
TCI Campus, SBDC Conference Room**

**I. CALL TO ORDER – 2:04pm**

**II. WELCOME AND INTRODUCTIONS**

**A. Committee Members**

<b>Sudershan Shaunak, Chair</b>	<b>Present</b>
<b>Stephen “Hap” L’Heureux</b>	<b>Absent</b>
<b>Dr. Janice Kurth</b>	<b>Present</b>
<b>Denise Stillinger</b>	<b>Present</b>
<b>Val Saadat</b>	<b>Present</b>

**B. Staff**

<b>Cynthia Rice, Executive Director, Foundation Board Secretary</b>	<b>Present by phone</b>
<b>Dee Jaykus, Development Specialist</b>	<b>Present</b>

**III. PUBLIC COMMENT ON ITEMS ON AND NOT ON THE AGENDA**

None

**IV. CHANGES IN AGENDA ORDER**

Meeting minute approval held until the arrival of Dr. Kurth

2:24pm – Dr. Kurth arrived to the meeting

**V. APPROVE MEETING MINUTES (action item)**

**A. Regular meeting April 30, 2019**

By motion of Committee member Stillinger, seconded by Committee member Saadat, the minutes of the regular meeting of April 30, 2019 were approved.

Vote: 4/0

Aye: Kurth, Saadat, Shaunak, Stillinger

Abstentions: None

Absent: L’Heureux

**B. Regular meeting September 10, 2019**

By motion of Committee member Saadat, seconded by Committee member Stillinger, the minutes of the regular meeting of September 10, 2019 were approved.

Vote: 4/0

Aye: Kurth, Saadat, Shaunak, Stillinger

Abstentions: None

Absent: L’Heureux



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## **FOUNDATION**

### **VI. REVIEW CANDIDATE SELECTION PROCESS**

Stillinger commented that the Governance and Nominations committee should vet the nominees before Cynthia contacts them. A process flow chart was distributed and discussed. The AVP will present candidates to the Governance and Nominations Committee and after committee review, the candidates will be contacted by the AVP. Process flow chart to be edited and redistributed.

By motion of Committee member Saadat, seconded by Committee member Stillinger, the changes to the process flow chart were approved.

Vote: 4/0  
Aye: Kurth, Saadat, Shaunak, Stillinger  
Abstentions: None  
Absent: L'Heureux

### **VII. DISPOSITION AND POSTING OF FOUNDATION MANUAL**

Executive Director, Foundation Board Secretary Rice reported that staff member Addison is reviewing, flagging and cleaning up the manual. Will be completed by next meeting in October.

### **VIII. CONTINUE REVIEWING BYLAWS**

### **IX. INCLUDING THE MOU WITH THE DISTRICT IN THE BYLAWS**

### **X. BROWN ACT CONSIDERATIONS**

### **XI. FUTURE AGENDA ITEMS:**

- A. Review Administrative Procedure 3280 and Board of Trustee Policy 3280
- B. Review Administrative Procedure 6700
- C. Discuss how to choose future Board members to maintain diversity.

### **XII. ADJOURNMENT**

Meeting adjourned at 3:37 pm