



**MIRACOSTA COLLEGE FOUNDATION BOARD
EXECUTIVE COMMITTEE**

MINUTES OF REGULAR MEETING

**February 15, 2022
(Approved May 9, 2022)**

I. CALL TO ORDER

The MiraCosta College Foundation Executive Committee met in open session on Tuesday, February 15, 2022 via Zoom conference. President Alec Babiarz called the meeting to order at 3:01 p.m.

II. ROLL CALL

Committee Members Present:

Julie Ames	Alec Babiarz	Bruce Bandemer
Raye Clendening	Janice Kurth	David McGuigan
Denise Stillingner		

Committee Members Absent:

None

Advisors & Staff Present:

Peter Smits, MiraCosta College Foundation Consultant
Elizabeth Lurenana, MiraCosta College Foundation Temporary Board Support

III. TELECONFERENCING MEETINGS – Action Required

A. Approve Continued Observance of Resolution Authorizing Teleconferencing for Meetings Pursuant to AB 361

By motion of Committee Member Clendening, seconded by Committee Member Kurth, the Resolution Authorizing Teleconferencing to Meetings Pursuant to AB 361 was adopted.

Vote: 6/0/0/1

Objection: None

Aye: Ames, Babiarz, Clendening, Kurth, McGuigan, Stillingner

Nay: None

Abstentions: None

Absent: Bandemer

IV. PUBLIC COMMENT ON ITEMS ON AND NOT ON THE AGENDA

None

V. CHANGES IN AGENDA ORDER

None

VI. APPROVE MEETING MINUTES – Action Required

A. Regular meeting November 9, 2021

By motion of Committee Member Kurth, seconded by Committee Member Clendening, the minutes of the regular meeting of November 9, 2021 were approved.

Vote: 7/0/0/0

Objection: None

Aye: Ames, Babiarz, Bandemer, Clendening, Kurth, McGuigan, Stillingner

Nay: None

Abstentions: None

Absent: None

VII. PRESENTATION(S)

A. Review agenda for MiraCosta College Foundation Board Meeting on February 22, 2022

- i. President Babiarz reviewed the agenda for the Foundation Board Meeting on February 22, 2022.
 - a. Committee members made suggested edits to the agenda, including adding timeframes for each agenda item.
 - b. Lurenana will make the suggested changes and send the revised agenda to all board members.
 - c. Smits will contact everyone on the agenda to make sure they know their allotted time for presenting.
 - d. Committee meeting dates will be adjusted to give more time between them and the Quarterly Board meetings.
 1. Not everyone can move their meetings up a full week this time, so the next round of meetings will be adjusted as follows: Governance and Nominations Committee Meeting on April 12, Finance and Executive Committee Meetings on May 9.
- ii. There was a conversation on “in abstentia” votes.
 - a. There is currently nothing to allow for this in the by-laws. This is a conversation for the Governance and Nominations Committee to have and then bring before the entire board if they decide to.

B. Status of the VP of Institutional Advancement Search

- i. The search committee will be conducting preliminary interviews for six candidates beginning March 14.
 - a. The committee will send the best candidates to Superintendent/President Cooke for final interviews.
- ii. Committee Member Stillinger asked for information regarding the onboarding process for the new VP noting that many board members may be feeling anxious since they are in the dark.
 - a. Committee Member Clendening recommended asking Superintendent/President Cooke about this at the board meeting.

VIII. COMMITTEE UPDATES

A. Executive Committee

- i. President Babiarz provided updates on items from previous meetings.
 - a. The FY22/23 committee rosters are to be filled by incoming President Clending and incoming Vice President McGuigan prior to the May board meeting.
 - b. New Mission & Vision statements are being updated on all documents.
 - c. Board Participation Survey is on hold until the Comprehensive Campaign Committee meets. It has not been sent out to the board.
 - d. Future President Clendening is working with Superintendent/President Cook on the “Workforce for the Future” project.
 - e. Smits will help coordinate a meeting between Board Member Johnson and Superintendent/President Cooke concerning board support of TCI.

B. Finance Committee

- i. Chair Bandemer provided updates and action items for the upcoming board meeting.
 - a. The Spending Policy updates will be voted on. Chair Bandemer explained the rationale and revisions to the policy in detail.
 1. Committee Member Stillinger noted editorial corrections to the first paragraph of the Spending Policy.
 2. President Babiarz recommended a presentation on this be included in the May 2022 board meeting.
 3. By motion of Chair Bandemer, seconded by Committee Member Stillinger, the Spending Policy was accepted as revised as presented from 4% to 3.5% (the 1.5% fee will remain for a total spend of 5%). To be presented to the board for final approval on February 22, 2022.
Vote: 7/0/0/0

Objection: None
Aye: Ames, Babiarz, Bandemer, Clendening, Kurth, McGuigan,
Stillinger
Nay: None
Abstentions: None
Absent: None

C. Governance & Nominations Committee

- i. Chair Stillinger provided updates including sharing the new Online Board Manual and mentioned that the Governance and Nominations Committee is working on a new board candidate information packet.
- ii. Committee Member Kurth suggested the board may want to consider having a separate Board Development (Nominations) Committee, rather than having Governance and Nominations being one committee.
 - a. Discussion ensued concerning having enough board members to fill committees as well as other pros and cons. This may give those board members who do not feel qualified to serve on the Finance Committee another committee option.
 - b. Committee Member Kurth confirmed committees can be made up partially of non-board members. This may be a way to recruit new board members or keep former board members involved. Future President Clendening supports more discussion on this in the future.

D. Comprehensive Campaign Ad hoc Committee

- i. Chair McGuigan & Smits will meet to have a report for the full board meeting on February 22, 2022.
 - a. There was no feasibility study for this campaign. This will be important going forward.

E. Audit Ad hoc Committee

- i. Smits will find out when the audit will take place.

F. Innovation Grants and Scholarships Ad hoc Committee

- i. Smits provided updates concerning a new chair (Board Member Warner-Saadat) and upcoming deadlines.
 - a. Committee Member Stillinger will share a scholarship reviewer email she received with Smits so he can share it with Chair Warner-Saadat and the committee can send out the opportunity to board members.

G. MM Oversight Ad hoc Committee

- i. President Babiarz shared a powerpoint with updates he will bring to the next board meeting.

IX. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

Next Quarterly Board Meeting

Tuesday, February 22, 2022 at 3:00 – 5:00 p.m.

Next Executive Committee Meeting

Monday, May 9, 2022 at 4:00 – 5:00 p.m.

**As Covid-19 restrictions are lifted, meetings may be in person*

X. FUTURE AGENDA ITEMS

None

XI. ADJOURNMENT

The meeting was adjourned at 4:04 p.m.