



MIRACOSTA COLLEGE FOUNDATION BOARD EXECUTIVE COMMITTEE

MINUTES OF REGULAR MEETING

MAY 9, 2022 (Approved August 2, 2022)

I. CALL TO ORDER

The MiraCosta College Foundation Executive Committee met in open session on Monday, May 9, 2022 via Zoom conference. President Raye Clendening called the meeting to order at 4:03 p.m.

II. ROLL CALL

Committee Members Present:

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

Committee Members Absent:

Denise Stillinger

Advisors & Staff Present:

Shannon Stubblefield, MiraCosta College Foundation Executive Director/Vice President of Institutional Advancement
Peter Smits, MiraCosta College Foundation Consultant
Elizabeth Lurenana, MiraCosta College Foundation Temporary Board Support

III. WELCOME and INTRODUCTIONS

A. Executive Director/Vice President Shannon Stubblefield was introduced to committee members who in turn introduced themselves to her.

IV. TELECONFERENCING MEETINGS – Action Required

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

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

Vote: 6/0/0/1
Objection: None
Aye: Ames, Babiarz, Bandemer, Clendening, Kurth, McGuigan
Nay: None
Abstentions: None
Absent: Stillinger

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

VI. CHANGES IN AGENDA ORDER

VII. APPROVE MEETING MINUTES – Action Required

A. Regular Meeting of February 15, 2022

By motion of Committee Member Kurth, seconded by Committee Member Ames, the minutes of the regular meeting of February 15, 2022 were approved.

Vote: 6/0/0/1
Objection: None
Aye: Ames, Babiarz, Bandemer, Clendening, Kurth, McGuigan
Nay: None
Abstentions: None
Absent: Stillinger

VIII. PRESENTATION(S)

- A. Review May 17 Quarterly Board Meeting Agenda
 - 1. The draft agenda for the May 17, 2022 meeting of the full board was reviewed and edits were made by Lurenana for later review with President Clendening.
 - 2. The committee affirmed President Clendening's request to take three sets of minutes previously approved as one action item at the full board meeting (May 18, 2021; October 26, 2021; January 25, 2022). These minutes were previously approved but with many pending edits, so the board plans to re-approve them.
 - 3. Committee Member Babiarz will share the flow chart for the money flow explanation with Elizabeth to include in the packet.
 - 4. President Clendening reviewed the proposed calendar for foundation meetings (FY22/23). The retreat date is to be determined with Executive Director/Vice President Stubblefield. The calendar will be included in the packet immediately following the agenda.
 - 5. No additional agenda items were requested by committee members.

IX. COMMITTEE UPDATES (Updates on activities since the last meeting)

- A. Executive Committee
 - 1. President Clendening and Vice President McGuigan have been meeting individually with board members to discuss fundraising and board involvement.
- B. Finance Committee
 - 1. Finance Committee Chair Bandemer reviewed FY21/22 Q3 Financial Statements, to be approved by the full board on May 17, 2022.
 - a. Overall assets are down due to investment losses in the market.
 - b. Associate Director Fishinger can answer as to why some year over year numbers are significantly different.
 - 2. Finance Committee chair reviewed FY 21/22 Operating Budget
 - 3. Finance Committee chair reviewed proposed FY 22/23 Operating Budget, to be approved by the full board on May 17, 2022.
 - 4. Finance Committee chair reviewed proposed FY 22/23 Endowment Distributions, to be approved by the full board on May 17, 2022.
- C. Governance & Nominations Committee
 - 1. Committee member Babiarz reported that the board prospect questionnaire is being worked on by the Governance and Nominations committee, as well as the Adherence to Confidentiality statement.
 - 2. The Code of Conduct/Conflict of Interest Policy was revised by legal counsel and will be voted on at the May 17, 2022 meeting of the full board.
 - 3. Melissa Latifi is a board candidate who Governance and Nominations Committee Chair Stillinger, President Clendening, and Committee Member Babiarz have all met and approve of as a new board member.
 - a. There was discussion of the process and how to proceed. Lurenana shared minutes from the the Governance and Nominations Committee meeting and it was determined the committee will vote electronically to send Latifi's name to the full board for a vote on May 17, 2022. Lurenana will reach out to Committee Member L'Heureux to chair the vote.
- D. Comprehensive Campaign Ad hoc Committee (McGuigan)
 - 1. Comprehensive Campaign Committee Chair McGuigan will have a meeting with Executive Director/Vice President Stubblefield, Associate Director Fishinger, Committee

- Member Babiarz, President Clendening and Finance Committee Chair Bandemer for a re-boot of the campaign and to review budget planning for the comprehensive campaign.
2. After the initial meeting, Lurenana will help coordinate a larger meeting with committee members and members of the community.

E. Audit Ad hoc Committee

1. Advisor Smits reported the audit was clear with no exceptions. There was a recommendation about getting appraisals done in a more timely manner. Advisor Smits will contact Vice President Tim Flood to ask for the final audit document so the full board can review and approve the Audit Report FY 20/21 on May 17, 2022.

F. Innovation Grants and Scholarships Ad hoc Committee

1. Advisor Smits reported that scholarship applications have been reviewed and are being awarded.
2. Committee Chair Warner-Saadat will give a report to the full board on May 17, 2022.

G. MM Oversight Ad hoc Committee

1. Representative Babiarz will give an update at the full board meeting on May 17, 2022.

X. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

- A. There will be a welcome event for Executive Director/Vice President Shannon Stubblefield at Vice President Dave McGuigan's house on June 4 at 3:30 – 5:30 p.m.

Next Quarterly Board Meeting

Tuesday, May 17 at 3:00 – 5:00 p.m.

XI. FUTURE AGENDA ITEMS

- A. None

XII. ADJOURNMENT

- A. Meeting was adjourned at 4:48 p.m.

Dave McGuigan

Dave McGuigan (Aug 16, 2022 09:28 PDT)

David McGuigan
Acting Chair, Executive Committee
MiraCosta College Foundation

SA

Shannon Stubblefield (Aug 12, 2022 13:42 PDT)

Shannon Stubblefield
Executive Director
MiraCosta College Foundation