



FOUNDATION

**MIRACOSTA COLLEGE FOUNDATION BOARD
Special Meeting**

Tuesday, January 25, 2022 4:30 – 5 p.m.

Join Zoom meeting:

Click on link:

[MiraCosta College Foundation Board SPECIAL MEETING - 01.25.22](#)

Meeting ID: 927 6164 8922

Dial by your location

+1 669 900 6833 US (San Jose)

AGENDA

I. CALL TO ORDER

Request consent to record meeting

II. ROLL CALL, WELCOME AND INTRODUCTIONS

III. RESOLUTION – ACTION

**Adopt Resolution Authorizing Teleconferencing for
Meetings Pursuant to AB 361**

- Action

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

V. SPECIAL MEETING - ACTION

Approve By-Laws Change

- Action

VI. Membership in ICBOC (Alec Babiarz)

- Discussion

PLEASE NOTE: In accordance with AB 361, board meetings will continue to be conducted in an online format. Members of the public may access the meeting at the link above, and may request to make public comments by using the "raise your hand" feature at the bottom of the webinar screen. Written comments to the board will not be read aloud during the meeting. Instead, a copy of written comments will be provided to each of the trustees. All public comments must continue to adhere to the Decorum outlined below. Specific instructions on how to provide public comment during a Zoom board meeting can be accessed at the link above.

ITEMS ON THE AGENDA: Members of the audience may address the Foundation Board on any item listed on the agenda when that agenda item comes up for discussion and/or action. Comments will be limited to three (3) minutes per agenda item and a total of fifteen (15) minutes on any one item, unless waived by the board. Non-English speakers utilizing a translator will have six (6) minutes to directly address the board. Consent items are considered routine and customary district business, and are voted on in one vote; however, a board member or a member of the audience may request that an item listed on the consent items be removed and considered individually.

ITEMS NOT ON THE AGENDA: Members of the audience may address the Foundation Board on any topic not on the agenda so long as the topic is within the jurisdiction of the district. Under the Brown Act, the board is not permitted to engage in public discussion or take any action on an agenda item not on the agenda, except that members of the board may briefly respond to statements made or questions posed by persons exercising their public testimony rights under Government Code §54954.3. In addition, on their own initiative, or in response to questions posed by the public, a member of the board may ask a question for clarification. A member of the board or the board itself may provide a reference to staff (Vice President, Institutional

Advancement) or other resources for factual information, request staff (Vice President, Institutional Advancement) to report back to the body at a subsequent meeting concerning any matter, or take action to direct staff (Vice President, Institutional Advancement) to place a matter of business on a future agenda. Comments from visitors shall not exceed three (3) minutes unless the board waives the time limit. Non-English speakers utilizing a translator will have six (6) minutes to directly address the board. The board may also limit the total amount of time for speakers on a particular topic to fifteen (15) minutes.

DECORUM: Board Policy 2355 requires members of the public to observe order and decorum at board meetings and to conduct themselves in a courteous manner, avoiding profanity, obscenity, other abusive language, and threats of violence. The board president, as presiding officer, has the authority to run the meeting, which includes the authority to issue warnings, call for recesses, or clearing the boardroom in the event of disruptive behavior. Speakers shall speak to the issues and refrain from using defamatory or abusive personal remarks that disturb or impede the meeting or exceed the bounds of civility necessary to the conduct of the business of the district. Government Code section 54954.3(c) establishes that the legislative body of a local agency shall not prohibit public criticism of the policies, procedures, programs, or services of the agency, or of the acts or omissions of the legislative body, and California Penal Code section 403 makes it a misdemeanor for any person to willfully disturb or break up any assembly or meeting with lawful authority. *

ITEMS ON THE AGENDA: Members of the audience may address the Foundation Board on any item listed on the agenda when that agenda item comes up for discussion and/or action. Comments will be limited to three (3) minutes per agenda item and a total of fifteen (15) minutes of public comment on an item, unless waived by the board. Non-English speakers utilizing a translator will have six (6) minutes to directly address the board.

Board meetings are normally held in meeting rooms that are accessible to those with mobility disabilities, however, an executive order issued on 3-18-20 by the Governor of California indicated that the requirements for having a physical space for meetings has been waived due to the coronavirus (COVID-19). Additionally, with the passing of AB 361, meetings will be held remotely until further notice. If you wish to attend the meeting and/or if you have another disability requiring special accommodation, please contact Dee Jaykus, Foundation Specialist/Board Support at 760.795.6645 or by email at djaykus@miracosta.edu. The California Relay Service (CRS) is available by dialing 711, or 1-800-735-2929 or 1-800-735-2922.

In compliance with Government Code §54957.5, nonexempt writings that are distributed to a majority or all of the MiraCosta Community College Foundation Board in advance of their meetings may be viewed at the Office Development and Foundation, One Barnard Drive, Oceanside, California, or by clicking on the Foundation's website at <http://www.foundation.miracosta.edu>. Such writings will also be available at the board meeting. In addition, if you would like a copy of any record related to an item on the agenda, please contact Dee Jaykus, foundation specialist/board support, at 760.795.6645 or by email at djaykus@miracosta.edu.

Audio recordings of board meetings are available upon request. Please contact the MiraCosta College Office of Development and Foundation at 760.795.6645 or djaykus@miracosta.edu.



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INTRODUCTION TO RESOLUTION

BACKGROUND

On March 4, 2020, Governor Gavin Newsom declared a State of Emergency to enable state and local agencies to more effectively respond to the threat of COVID-19. On March 17, 2020, Governor Newsom issued Executive Order N-29-20 suspending certain provisions of the Brown Act pertaining to teleconferenced meetings. On June 11, 2021, Governor Newsom issued Executive Order N-08-21, which extended the provisions of Executive Order N-29-20's authorization for holding virtual meetings, with an expiration date of September 30, 2021. On September 16, 2021, Governor Newsom signed AB 361 (Rivas) as urgency legislation effective immediately, which provides that legislative bodies may continue to meet remotely during a declared State of Emergency subject to certain conditions.

STATUS

In an effort to safeguard the health of our students, employees, and community members, and in an effort to provide greater access to meetings of the foundation board, the board is presented with MiraCosta Community College District Resolution No. 4-21/22, declaring emergency conditions exist throughout the district campuses and facilities as a result of the continued State of Emergency under Government Code section 54943.

RECOMMENDATION

Adopt Resolution authorizing teleconferencing for meetings pursuant to AB 361 as stated above.



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**RESOLUTION TO IMPLEMENT TELECONFERENCING
REQUIREMENTS DURING A PROCLAIMED STATE
OF EMERGENCY**

WHEREAS, the Ralph M. Brown Act requires that all meetings of a legislative body of a local agency be open and public and that any person may attend and participate in such meetings;

WHEREAS, the Brown Act allows for legislative bodies to hold meetings by teleconference, but imposes specific requirements for doing so;

WHEREAS, on March 17, 2020, in order to address the need for public meetings during the present public health emergency, Governor Newsom issued Executive Order No. N-29-20, suspending the Act's teleconferencing requirements; and

WHEREAS, on June 11, 2021, Governor Newsom issued Executive Order No. N-8-21, continuing the suspension of the Brown Act's teleconferencing requirements through September 30, 2021; and

WHEREAS, these Executive Orders allowed legislative bodies to meet virtually as long as certain notice and accessibility requirements were met; and

WHEREAS, the State Legislature amended the Brown Act through Assembly Bill No. 361 (AB 361) on September 16, 2021; and

WHEREAS, AB 361 amended the Brown Act so that a local agency may use teleconferencing without complying with the regular teleconferencing requirements of the Act, where the legislative body holds a meeting during a proclaimed state of emergency and makes certain findings; and

WHEREAS, Government Code section 54953 requires that the legislative body make additional findings every 30 days in order to continue such teleconferencing.

NOW THEREFORE, the MiraCosta College Foundation Board hereby finds, determines, declares, orders, and resolves as follows:

- I. That the foregoing recitals are true and correct and incorporates them by this reference.
- II. The MiraCosta College Foundation Board finds, by a majority vote, the following:
 - a. That there exists a proclaimed state of emergency; AND either:
 - b. More than 30 days have passed since the Board met and determined the following, and the Board now re-determines the following:



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- i. As a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees. OR
- ii. State or local officials have imposed or recommended measures to promote social distancing;

OR

c. This Board has made the determination set forth in subdivision (b), above within the last 30 days and now makes the following determination:

- i. The Board has reconsidered the circumstances of the state of emergency; AND
- ii. Any of the following circumstances exist:

- 1. The state of emergency continues to directly impact the ability of the members to meet safely in person.
OR
- 2. State or local officials continue to impose or recommend measures to promote social distancing.

III. The Board or its designee is authorized to take all steps and perform all actions necessary to execute and implement this Resolution in compliance with Government Code section 54953.

IV. That this Resolution shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the MiraCosta College Foundation Board, this 25th day of January, 2022, by the following vote:

AYES:

NOES:

ABSTAIN: ABSENT:

CERTIFICATION

I hereby certify, on this 25th day of January, 2022, that the foregoing document is a true and correct copy of the Resolution to Implement Teleconferencing Requirements During a Proclaimed State of Emergency by the MiraCosta College Foundation Board at its meeting on January 25, 2022.

By: _____

President of the MiraCosta College Foundation Board



**RESOLUTION TO AMEND THE MIRACOSTA FOUNDATION BYLAWS
ARTICLE V: OFFICERS
SECTION 1: BOARD OFFICERS**

Recommendation from the Governance and Nominations Committee and the Executive Committee to amend the Bylaws as follows:

ARTICLE V: Officers

Section 1: Board Officers

The officers of this Foundation shall be a President, a Vice President, a Chief Operating Officer, and a Treasurer. They shall serve without compensation. The Chief Operating Officer shall serve as the Executive Director of the Foundation and shall serve as Secretary to the Foundation Board as indicated in Article VI below. The President, Vice-President, and Treasurer shall be elected from the Board at the fourth-quarter Board meeting of the fiscal year. The elected officers shall commence office on July 1 of the following fiscal year and serve for a period of two years. The Governance and Nomination committee may recommend to the Board the extension of the tenure of the officers beyond the two-year term. Such an extension shall require Board approval. Vacancies shall be filled by the Board for the unexpired term of the office vacated.

That this Amendment to the MiraCosta Foundation Bylaws shall take effect immediately upon its adoption.

PASSED AND ADOPTED by the MiraCosta College Foundation Board, this 25th day of January, 2022, by the following vote:

AYES:

NOES:

ABSTAIN: ABSENT:

CERTIFICATION

I hereby certify, on this 25th day of January, 2022, that the foregoing document is a true and correct copy of the Resolution to Implement Teleconferencing Requirements During a Proclaimed State of Emergency by the MiraCosta College Foundation Board at its meeting on January 25, 2022.

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President of the MiraCosta College Foundation Board