



MIRACOSTA COLLEGE FOUNDATION BOARD OF DIRECTORS

MINUTES OF REGULAR MEETING and RETREAT

August 16, 2022 (Approved November 15, 2022)

MiraCosta College Foundation Mission: Promote the benefits of MiraCosta College and secure resources that transform lives. MiraCosta College Foundation Vision: Educational opportunities for all.

I. CALL TO ORDER

The MiraCosta Community College Foundation Board of Directors met in open session on Tuesday, August 16, 2022 via hybrid Zoom conference and in Conference Room 1131 on the MiraCosta College District's San Elijo Campus (3333 Manchester Avenue, Cardiff, CA 92007). Acting President Dave McGuigan called the meeting to order at 2:02 p.m.

II. ROLL CALL

Board Members Present:

Matthew Adams Alec Babiarz Jimmy Figueroa
Melissa Grajek Janice Kurth Hap L'Heureux
Dave McGuigan Karen Pearson Sudershan Shaunak
Tim Snodgrass Denise Stillinger Sharon Wiback

Board Members Absent:

Bruce Bandemer Kimberly Troutman Val Warner-Saadat

Advisors & Staff Present:

Brian Astredo, MiraCosta College Foundation Specialist
Monserate Ayala, MiraCosta College Associated Student Government (ASG) President
Sunita Cooke, MiraCosta College Superintendent/President
Tim Flood, MiraCosta College Vice President of Administrative Services
Shannon Stubblefield, MiraCosta College Vice President of Advancement/Foundation Executive Director
Kristen Huyck, MiraCosta College Public & Governmental Relations Director
Tori Fishinger, MiraCosta College Foundation Interim Associate Director
Elizabeth Lurenana, MiraCosta College Foundation Temporary Board Support

III. WELCOME, INTRODUCTIONS

- A. Lurenana introduced ASG President Ayala to the board.
B. Vice President/Executive Director Stubblefield introduced Brian Astredo, the new MiraCosta College Foundation Specialist to the board.
C. Board members and guests introduced themselves for the benefit of ASG President Ayala and Foundation Specialist Astredo.

IV. TELECONFERENCING MEETINGS

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

By motion of Board Member Stillinger, seconded by Board Member Wiback, the Resolution Authorizing Teleconferencing to Meetings Pursuant to AB 361 was adopted.

Vote: 12/0/0/3
Objection: None

Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

## **V. APPROVE MEETING MINUTES**

### **A. Regular Meeting Minutes of May 17, 2022**

By motion of Board Member Babiarz, seconded by Board Member Wiback, the minutes of the Regular Meeting of May 17, 2022 were approved.

By motion of Board Member Stillinger, seconded by Board Member Wiback, the Resolution Authorizing Teleconferencing to Meetings Pursuant to AB 361 was adopted.

Vote: 10/0/2/3

Objection: None

Aye: Adams, Babiarz, Figueroa, Grajek, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback

Abstentions: Kurth, L'Heureux

Absent: Bandemer, Troutman, Warner-Saadat

## **VI. PUBLIC COMMENT ON ITEMS ON AND NOT ON THE AGENDA**

None

## **VII. CHANGES IN AGENDA ORDER**

Agenda order was adjusted for the Governance & Nominations Committee report to be the first agenda item, to allow for the election of a new slate of officers. This item was addressed and then the agenda returned to its given order.

Governance & Nominations Committee Chair Stillinger reported that due to Board President Clendening's resignation from the foundation board, Vice President McGuigan has been Acting President since June 23, 2022. The committee would like to submit for election Dave McGuigan as President and Janice Kurth as Vice President. Bruce Bandemer would remain as Treasurer. The terms for President McGuigan and Vice President Kurth would be from August 16, 2022 until June 30, 2024.

By motion of Board Member L'Heureux, seconded by Board Member Babiarz, Dave McGuigan was elected as President and Janice Kurth as Vice President of the MiraCosta College Foundation Board of Directors. Both will serve their terms from August 16, 2022 until June 30, 2024.

Vote: 12/0/0/3

Objection: None

Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback

Abstentions: None

Absent: Bandemer, Troutman, Warner-Saadat

## **VIII. PRESENTATION(S)**

None

## **IX. COMMITTEE, AD HOC AND TASK FORCE REPORTS**

### **A. Executive Committee**

- i. President McGuigan discussed the foundation board is in a rebuilding phase and asked each board member to provide board member prospects to leadership. He also reminded board members of their \$1000 minimum annual donation commitment to the foundation and asked each board member to provide three names of contacts who can be approached for financial support.

B. Finance Committee

- i. Finance Committee Member Adams reviewed the FY21/22 Q4 Financial Statements. Board Member Snodgrass asked questions about the possibility of adding alts to the investment portfolio. Adams suggested he attend the next Finance Committee Meeting to discuss this possibility. Lurenana will send Board Member Snodgrass the meeting invitation for the next Finance Committee Meeting.

By motion of Board Member Wiback, seconded by Board Member Kurth, the FY21/22 Q4 Financial Statements were approved.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Snodgrass, Troutman, Warner-Saadat

- ii. Finance Committee Member Adams and Vice President/Executive Director Stubblefield reviewed the proposed revisions to the FY 22/23 Operating Budget.

By motion of Board Member Stillinger, seconded by Board member Babiarz, the FY 22/23 Operation Budget was approved as revised.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

- iii. Finance Committee Member Adams reviewed the recommended revisions to the Gifts in Kind provision of the "Solicitation and Acceptance of Gifts" policy.

By motion of Board Member Babiarz, seconded by Board Member Wiback, the "Solicitation and Acceptance of Gifts" policy was approved as revised.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

- iv. Finance Committee Member Adams and Lurenana reviewed the updates to Vice President/Executive Director's Title in the "Administrative Costs Recovery" policy.

By motion of Board Member Kurth, seconded by Board Member Wiback, the "Administrative Costs Recovery" policy was approved as revised.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

C. Governance & Nominations Committee

i. Board members up for renewal of membership (2<sup>nd</sup> term)

- a. Chair Stillinger reported Board Members Jimmy Figueroa, Janice Kurth, David McGuigan, Valencia Warner-Saadat, Tim Snodgrass, Denise Stillinger, and Sharon Wiback are all up for re-election for their second term on the MiraCosta College Foundation Board. Bill Cardoso is also up for re-election but has declined to serve a second term, though he remains a passionate supporter of MiraCosta College.

By motion of Board Member L'Heureux, seconded by Board Member Babiarz, Board Members Figueroa, Kurth, McGuigan, Warner-Saadat, Snodgrass, Stillinger and Wiback were all elected to serve a second term on the MiraCosta College Foundation Board of directors. This term will end on June 30, 2026.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

ii. Bylaws Update

- a. Chair Stillinger reviewed the proposed changes to Article VI of the MiraCosta College Foundation Bylaws.

By motion of Board Member L'Heureux, seconded by Board President McGuigan, the revisions to Article VI of the MiraCosta College Foundation Bylaws were approved as presented.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

iii. San Diego County Grant Signing Authority Resolution

- a. Chair Stillinger reviewed the San Diego County Grant Signing Authority Resolution. This resolution needs to be adopted annually for the MiraCosta College Foundation to be eligible to receive grants from the County of San Diego.

By motion of Board Member Wiback, seconded by Board Vice President Kurth, the San Diego County Grant Signing Authority Resolution was adopted for the 2022-23 fiscal year.

Vote: 12/0/0/3  
Objection: None  
Aye: Adams, Babiarz, Figueroa, Grajek, Kurth, L'Heureux, McGuigan, Pearson, Shaunak, Snodgrass, Stillinger, Wiback  
Abstentions: None  
Absent: Bandemer, Troutman, Warner-Saadat

iv. Board Resignations

- a. Board Members Barry Johnson and Julie Ames have both resigned from the foundation board. They both remain strong supporters of the college. There are now 15 board members.

- v. Board Member Recruitment
    - a. Each board member was requested to send two names of qualified prospective board members to foundation staff. The board specifically needs legal and CPA expertise.
    - b. Superintendent/President Cooke will contact Ron Mitchell for names of prospects.
  - vi. Board Contact Information
    - a. Vice President/Executive Director Stubblefield reported several board members have requested a contact roster of the full board. The board requested Lurenana send a contact roster that includes names, e-mail addresses, phone numbers, and committee assignments.
    - b. Board members were requested to check the website for any updates to biographies.
- D. Comprehensive Campaign Ad hoc Committee
- i. Meeting coming up in September at the San Elijo Campus and on Zoom. President McGuigan invited board members to join the committee if they would like.
    - a. The public phase of the campaign will be launched on October 21 at the Community Leaders Breakfast.
- E. Innovation Grants and Scholarships Ad hoc Committee
- i. Vice President/Executive Director Stubblefield gave the committee report in the absence of Committee Chair Warner-Saadat.
    - a. The committee is looking for additional board members. Sharon Wiback volunteered, and staff will be in contact with her.
    - b. The committee will keep the process the same for Innovation Grants as what it has been in previous years, but with a later timeline.
    - c. Board Member Stillinger recommended having a grant awardee (faculty member) present at a future board meeting.
    - d. The board asked for a section of the website for grant success stories.

## X. COLLEGE UPDATES

- A. Office of the Superintendent/President
  - i. Superintendent/President Cooke gave a report on the start of the new school year, new programs, new faculty/staff positions, upcoming events, and enrollment trends for secondary education.
    - i. Board Members recommended looking into starting an ESG program, using empty campus spaces for co-working, and focusing on the elderly population.
- B. Board of Trustees
  - i. Trustee Clendening reported the Board of Trustees is currently focused on resources for students and enrollment solutions. They are also looking for additional people to serve on the ICBOC committee. Anyone interested can contact Vice President Tim Flood.
  - ii. Trustee Clendening encouraged foundation board members to request copies of the books being read by the MiraCosta community ([\*A Dream Called Home\*](#) and [\*Becoming Hispanic-Serving Institutions\*](#)). Copies can be requested by contacting foundation staff.
  - iii. Superintendent/President Cooke was recently selected as one of the “50 Women of Influence” by the San Diego Business Journal.
- C. Administrative Services
  - i. Vice President of Administrative Services Flood reported on the state and institutional budgets and the progress on the student housing feasibility study.
- D. MM Bond Oversight
  - i. Foundation Board Representative Babiarz reviewed the progress on MM projects and Vice President Flood noted budgets and projects are being affected by supply chain delays and higher construction costs.

- E. Institutional Advancement – Vice President of Institutional Advancement Stubblefield
- i. Vice President Stubblefield recognized and thanked board members who have left the foundation board recently, including Julie Ames, Raye Clendening, Bill Cardoso, and Barry Johnson.
  - ii. Vice President Stubblefield highlighted the shared goal and priority of helping to promote student enrollment as well as student success and college affordability. The main strategy for doing this is through the campaign and its goals of boosting awareness of MiraCosta, fundraising, and generating excitement within the college.
  - iii. Board members have been invited to the Community Leaders Breakfast on Friday, October 21 from 7-9am and all board members are encouraged to attend and help secure partnerships.
    - i. Foundation staff will send an updated sponsorship packet and information about the event in general. This event is free to community members.

**XI. ANNOUNCEMENTS AND MEETING AND EVENT CALENDAR REVIEW**

**Next Comprehensive Campaign Committee Meeting**

Tuesday, September 13, 2022 at 9:45 – 10:45 am

**Next Governance and Nominations Meeting**

Tuesday, October 25, 2022 at 2:00 – 3:00 p.m.

**Next Finance Committee Meeting**

Tuesday, November 1, 2022 at 1:00 – 2:30 p.m.

**Next Executive Committee meeting**

Tuesday, November 1, 2022 at 3:00 – 4:00 p.m.

**Next Foundation Board Meeting**

Tuesday, November 15, 2022 at 3:00 – 5:00 p.m.

**XII. POSSIBLE FUTURE AGENDA ITEMS**

- A. Foundation Money Flow Explanation Pt. 2 (Bandemer/Babiarz)

**XIII. ADJOURNMENT**

The meeting was adjourned at 3:39pm.

**XIV. RECEPTION**

- A. Meeting attendees adjourned to an informal reception.

*Dave McGuigan*

[Dave McGuigan \(Jan 30, 2023 08:43 PST\)](#)

Dave McGuigan, Board President

*SAR*

[Shannon Stubblefield \(Jan 4, 2023 16:08 PST\)](#)

Shannon Stubblefield, Executive Director











# 2022.8.16 MiraCosta College Foundation Quarterly Board Meeting Minutes

Final Audit Report

2023-01-30

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