



FOUNDATION

MIRACOSTA COLLEGE FOUNDATION BOARD

GOVERNANCE AND NOMINATIONS COMMITTEE
MEETING

Tuesday, May 4, 2021 2 to 3 p.m.

Zoom Video Conference

Join Zoom Meeting

<https://miracosta-edu.zoom.us/j/95870894939?pwd=Q1gxWFh1YnRBVmxYbkV0aHI5anFwZz09>

Meeting ID: 958 7089 4939

Passcode: 096683

One tap mobile+16699006833,, 95870894939

Dial by your location +1 669 900 6833 US

Meeting ID: 958 7089 4939

Passcode: 096683

NOTE: If joining by phone only - please identify yourself during roll call or send an email to djaykus@miracosta.edu to record the number you are calling in from.

MINUTES

I. CALL TO ORDER

Chair, Shaunak called the meeting to order at 2:05pm

II. ROLL CALL, WELCOME, INTRODUCTIONS

Request consent to record meeting

Committee Members present:

Val Sadaat
Sudershan Shaunak
Denise Stillinger
Sharon Wiback

Committee Members absent:

Stephen "Hap" L'Heureux
Janet Wennes

Staff present:

Foundation Specialist/Board Support, Dee Jaykus

Staff absent:

Executive Director, Foundation

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

None

IV. CHANGES IN AGENDA ORDER

None

V. APPROVE MEETING MINUTES (action item)

Special meeting February 24, 2021



FOUNDATION

By motion made by Committee member Stillinger, and seconded by Committee member Wiback, the minutes of the special meeting of February 24, 2021 were approved.

Vote: 4/0

Aye: Sadaat, Shaunak, Stillinger, Wiback

Abstentions: none

Absent: L'Heureux, Wennes

VI. PRESENTATION(S)

None

VII. COMMITTEE REPORT(S)

A. Governance and Nominations

i. Review and Approve - Re-election to four-year term. - ACTION

(07/01/2021 to 6/30/2025)

- a. Julie Ames
- b. Raye Clendening

By motion made by Committee member Sadaat, and seconded by Committee member Wiback, the re-election to a four-year term for Board members Julie Ames and Raye Clendening were approved.

Vote: 4/0

Aye: Sadaat, Shaunak, Stillinger, Wiback

Abstentions: none

Absent: L'Heureux, Wennes

ii. Review and Approve - Slate of Officers - ACTION

- a. President: Raye Clendening
- b. Vice President: Dave McGuigan
- c. Treasurer: Bruce Bandemer
- d. Secretary: Foundation Executive Director

By motion made by Committee member Stillinger, and seconded by Committee member Wiback, the Slate of Officers for fiscal year 2021/2022 were approved.

Vote: 4/0

Aye: Sadaat, Shaunak, Stillinger, Wiback

Abstentions: none

Absent: L'Heureux, Wennes

Committee discussed succession plan for treasurer. Board member Matt Adams will be contacted to discuss mentorship in anticipation of succession.



FOUNDATION

iii. Review candidate process

The Committee discussed the proposed addition of “ED Reviews status with MCC president in the capacity as an advisor to the board” in the candidate process. Committee would like Board President, Babiarz to elaborate on the proposed change to the process.

The item is deferred to decide until clarification from Board President, Babiarz

iv. Revisit Onboarding process

Chair, Shaunak discussed the proposed addition of “& Board Mentor”, “& learn about MCC”, “Learn about MCC’s mission & Strategic direction & priorities from MCC’s President/Superintendent to the onboarding process. the goal is to have a mentor for incoming board members.

v. Board grid.

Committee agreed to add the following areas of expertise to the board grid:

- a. Add Estate Law
- b. Add Real Estate

- c. **Record names of retiring Board members** – Greg Grajek and George Karetas

Chair, Shaunak reported that board members Grajek and Karetas have retired.

vi. Revisit Governance and Nominations view on corporate membership.

Consensus is the Governance and Nominations Committee does not want to have foundation board seats for Corporations, however, individuals who belong to a corporation can certainly be on the board and those corporations can pay the dues.

Committee members believe more time needs to be spent on looking at this. Need feedback of what other colleges are doing.

Committee agreed to defer until the new AVP/ED comes on board.

VIII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

Next Finance Committee meeting – Tuesday, May 11, 2021 – 1:30 pm

Next Executive Committee meeting – Tuesday, May 11, 2021 – 4 pm *Time Change

Next Foundation Board meeting – Tuesday, May 18, 2021 – 3pm

See attached meeting and events calendar for future dates

Chair, Shaunak announced he will not be the Chair of the Governance and Nominations Committee, however will be a member of the committee.

The committee thanked Chair, Shaunak for being a great role model and leader.



FOUNDATION

IX. FUTURE AGENDA ITEMS

Corporate membership
Review candidate process

X. ADJOURNMENT

Chair, Shaunak adjourned the meeting at 2:54 p.m.

*** ITEMS ON THE AGENDA:** Members of the audience may address the Foundation Board Committee 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 committee. Non-English speakers utilizing a translator will have six (6) minutes to directly address the Committee.

ITEMS NOT ON THE AGENDA: Members of the audience may address the Foundation Board Committee on any topic not on the agenda so long as the topic is within the jurisdiction of the Foundation. Under the Brown Act, the committee 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 committee 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 committee may ask a question for clarification. A member of the committee or the committee itself may provide a reference to staff or other resources for factual information, request staff to report back to the body at a subsequent meeting concerning any matter, or take action to direct staff to place a matter of business on a future agenda. Comments from visitors shall not exceed three (3) minutes unless the committee waives the time limit. Non-English speakers utilizing a translator will have six (6) minutes to directly address the committee. The committee may also limit the total amount of time for public comment on a particular topic to fifteen (15) minutes.

DECORUM: Decorum requires members of the public to observe order at committee meetings. 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 Foundation Board Committee. The 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. 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 lawfully authorized assembly or meeting.

Foundation Committee meetings are held in meeting rooms that are accessible to those with mobility disabilities. If you wish to attend the meeting and you have another disability requiring special accommodation, please notify the board assistant, 760.795.6645, 760.757.2121, extension 6645, or 619.755.5155, extension 6645. The California Relay Service is available by dialing 711 or 800-735-2929 or 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 District Foundation Board in advance of their meetings may be viewed at the Office of Institutional Advancement, 1 Barnard Drive, Oceanside, California, 92056 or by clicking on the Foundation website at <http://foundation.miracosta.edu/agendas>. 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, board assistant, at 760.795.6645 or by e-mail at djaykus@miracosta.edu.