



MIRACOSTA COLLEGE FOUNDATION BOARD GOVERNANCE AND NOMINATIONS COMMITTEE MEETING

Tuesday, January 27, 2026, 2:00 - 3:00 p.m.

MiraCosta College Oceanside-East Campus (Room 1054)
1 Barnard Dr. Oceanside CA 92056

Members of the community not able to attend in person can access the live stream here:
<https://linktr.ee/miracostacollegefoundation>

Governance and Nominations Committee Members:

Hema Crockett, Alma Flores, Diane Mills,
Denise Stillinger, Val Warner-Saadat, Sharon Wiback

Staff Support & Additional Attendees:

Elizabeth Lurenana, Shannon Stubblefield

MiraCosta College Foundation Mission:

Promote the benefits of MiraCosta College and secure resources that transform lives.

MiraCosta College Foundation Vision:

Educational opportunities for all.

Land Acknowledgement:

We acknowledge the Payómkawichum (the People of the West) as the traditional land caretakers of the land on which MiraCosta College is built and its surrounding traditional cultural landscapes. Today, the Payómkawichum are known as Luiseño and are made up of seven bands: La Jolla, Pala Pauma, Pechanga, Rincon, San Luis Rey, and Soboba. We, the MiraCosta College Foundation, are mindful of the Indigenous peoples in this place, and we pay our respects to the Luiseño - past, present, and emerging. We are grateful to have the opportunity to be part of this community in Luiseño territory and to honor their history, culture, and perseverance of spirit.

Pronunciations: Luiseño (Loo-sin-yo) Payómkawichum (Pie-yom-ko-wi-shum)

AGENDA

- I. CALL TO ORDER**
- II. ROLL CALL, WELCOME, INTRODUCTIONS**
- III. PUBLIC COMMENT ON ITEMS ON AND NOT ON THE AGENDA**
- IV. CHANGES IN AGENDA ORDER**
- V. APPROVE MEETING MINUTES – Action Required**
 - A. Regular Meeting of October 28, 2025
- VI. COMMITTEE REPORT(S)**
 - A. Governance and Nominations
 - i. Board Prospects for FY25/26
 - a. Bryan Fletcher
 - b. Michael Krival
 - c. 4 Additional Prospects Toured

- ii. Slate of Officers for July 1, 2026 – June 30, 2028
- iii. Policies/Procedures to Review & Approve
 - a. Document Retention & Destruction Policy – **Action Required**
 - b. Whistleblower Policy – **Action Required**
- iv. [Bylaws](#) Review & Discussion
- v. Next Meeting Location (May 12, 2026 at 2-3 pm)

VII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

Next Governance and Nominations Committee Meeting (TBD)

Tuesday, May 12, 2026 at 2:00 – 3:00 p.m.

Next Finance Committee Meeting (San Elijo Campus)

Tuesday, February 10, 2026 at 2:00 – 3:30 p.m.

Next Executive Committee Meeting (San Elijo Campus)

Tuesday, February 10, 2026 at 3:45 – 5:00 p.m.

Next Quarterly Board Meeting (Oceanside – Barnard Campus)

Tuesday, February 24, 2026 at 3:00 – 5:00 p.m.

Next Resource Development Ad hoc Committee Meeting (Zoom)

Monday, February 9, 2026 at 2:00 – 2:45 p.m.

Next Grants & Scholarships Ad hoc Committee Meeting (Oceanside Campus & Zoom)

Tuesday, May 5, 2026 at 2:00 – 3:00 p.m.

Next Audit Committee Meeting (San Elijo Campus)

Tuesday, May 19, 2026 at 1:00 – 1:30 p.m.

Scholarship Awards Celebration (Oceanside – Barnard Campus)

Friday, February 27, 2026 at 5:00 – 6:30 p.m.

Dr. Cooke Retirement Fundraising Event (Oceanside – Barnard Campus)

Saturday, June 13, 2026 at 4:00 – 8:30 p.m.

VIII. FUTURE AGENDA ITEMS

IX. ADJOURNMENT

* **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, 760.757.2121, extension 6940. 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/>. 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 the board assistant, at 760.795.6645 or by e-mail at foundation@miracosta.edu



MIRACOSTA COLLEGE FOUNDATION BOARD GOVERNANCE AND NOMINATIONS COMMITTEE

MINUTES OF THE REGULAR MEETING

**October 28, 2025
DRAFT**

I. CALL TO ORDER

The MiraCosta College Foundation Governance and Nominations Committee met in open session on Tuesday, October 28, 2025 in Room 1054 on the Oceanside Campus (1 Barnard Dr, Oceanside, CA 92056). The meeting was live-streamed on Zoom. Chair Crockett called the meeting to order at 2:03 p.m.

II. ROLL CALL, WELCOME, INTRODUCTIONS

Committee Members Present:

Hema Crockett	Alma Flores	Diane Mills (2:10 p.m.)
Val Saadat (2:09 p.m.)	Denise Stillinger	Sharon Wiback

Staff Present:

Elizabeth Lurenana	Shannon Stubblefield
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III. PUBLIC COMMENT ON ITEMS ON AND NOT ON THE AGENDA

None

IV. CHANGES IN AGENDA ORDER

None

V. APPROVE MEETING MINUTES – Action Required

- A. By motion of Committee Member Stillinger, seconded by Committee Member Wiback, the minutes of the regular meeting of August 5, 2025 were approved as presented.

Vote:	4/0/0/2
Aye:	Crockett, Flores, Stillinger, Wiback
Nay:	None
Abstain:	None
Absent:	Mills, Saadat

VI. COMMITTEE REPORT(S)

A. Governance and Nominations

i. Community Leaders Breakfast Feedback

- a. The committee gave positive feedback about the recent Community Leaders Breakfast and the process for recruiting a new college president.
- The committee particularly enjoyed the adaptable components of the program, the physical changing of the boards on stage, student participation, the student music ensemble, and the theme.
 - The committee reported that the parking was a challenge, and the panel was a little slow. They would have appreciated having the panelists introduce themselves rather than having attendees read about them online in the program.

- Committee members appreciated having board members and campus leadership spread through the room at different tables.
- The committee recommended having something more high-energy at the end of the program and an announcement about taking the centerpieces.

ii. Board Prospects for FY 25/26

a. Gap Analysis

- Chair Crockett announced that Josh Mazur completed his new board member onboarding and that Bryan Fletcher from Western Alliance Bank is coming to campus in November for a board prospect tour.
- Committee Member Mills recommended Gina Mancuso as a board prospect and will set up a meeting with VP/ED Stubblefield. Her son is a MiraCosta student.
 - i. VP/ED Stubblefield outlined in detail the process for working with board prospects.
 - ii. Staff will follow up with Diane to invite Gina to the campus tour in November.
- The committee discussed the process for modifying the bylaws to adapt to a smaller number of board members and the pros and cons of going that route.
- Committee members discussed the board engagement strategy of staff members individually engaging board members.
- Committee members discussed board prospects.

b. Presentation to Board

- Chair Crockett will present the Gap Analysis document and remind board members to make introductions.

iii. Policies/Procedures to Review

a. Calendar of Board-Approved Policies & Procedures – **Action Required**

By motion of Committee Member Saadat, seconded by Committee Member Stillinger, the Calendar of Board-Approved Policies & Procedures was approved as presented and will go to the full board for final approval.

Vote: 6/0/0/0
Aye: Crockett, Flores, Mills, Saadat, Stillinger, Wiback
Nay: None
Abstain: None
Absent: None

b. Board Candidate Questionnaire & Cover Letter – **Action Required**

By motion of Committee Member Stillinger, seconded by Committee Member Saadat, the updated Board Candidate Questionnaire & Cover Letter was approved as presented and will go to the full board for final approval.

Vote: 6/0/0/0
Aye: Crockett, Flores, Mills, Saadat, Stillinger, Wiback
Nay: None
Abstain: None
Absent: None

c. Code of Ethical Conduct – **Action Required**

By motion of Vice Chair Flores, seconded by Committee Member Wiback, the updated Code of Ethical Conduct was approved as presented and will go to the full board for final approval.

Vote: 6/0/0/0
Aye: Crockett, Flores, Mills, Saadat, Stillinger, Wiback
Nay: None
Abstain: None
Absent: None

d. **Conflict of Interest Statement – Action Required**

By motion of Committee Member Saadat, seconded by Committee Member Stillinger, the updated Conflict of Interest Statement was approved as presented and will go to the full board for final approval.

Vote: 6/0/0/0
Aye: Crockett, Flores, Mills, Saadat, Stillinger, Wiback
Nay: None
Abstain: None
Absent: None

e. **Statement of Adherence to Confidentiality – Action Required**

By motion of Vice Chair Flores, seconded by Committee Member Mills, the Statement of Adherence to Confidentiality was reviewed and approved with no changes and will go to the full board for final approval.

Vote: 6/0/0/0
Aye: Crockett, Flores, Mills, Saadat, Stillinger, Wiback
Nay: None
Abstain: None
Absent: None

- iv. The next meeting (previously scheduled for February 3, 2026, at 2-3 pm) will need to be rescheduled due to too many committee members not being able to attend.
a. Staff will follow up on a new date.

VII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

Donor and Board Appreciation Event (Oceanside Campus)

Wednesday, December 3, 2025 at 5:30 p.m.

Next Governance and Nominations Committee Meeting (Oceanside Campus)

To be re-scheduled.

Next Finance Committee Meeting (San Elijo Campus)

Tuesday, November 4, 2025 at 2:00 – 3:30 p.m.

Next Quarterly Board Meeting (Community Learning Center)

Tuesday, November 18, 2025 at 3:00 – 5:00 p.m.

Next Resource Development Ad hoc Committee Meeting (Zoom)

Monday, December 1, 2025 at 2:00 – 2:45 p.m.

Next Grants & Scholarships Ad hoc Committee Meeting (Oceanside Campus & Zoom)

Tuesday, January 20, 2026 at 2:00 – 3:00 p.m.

Next Executive Committee Meeting (San Elijo Campus)

Tuesday, February 10, 2026 at 3:45 – 5:00 p.m.

Next Audit Committee Meeting (San Elijo Campus)

Tuesday, May 19, 2026 at 1:00 – 1:30 p.m.

VIII. FUTURE AGENDA ITEMS

None

IX. ADJOURNMENT

The meeting was adjourned at 2:48 p.m.

DRAFT



FOUNDATION

1 Barnard Dr., Oceanside, CA 92056 760.757.2121

Board Candidate Questionnaire

Please take about 10 minutes to complete and return this form to Foundation@miracosta.edu along with a digital headshot photo and current resume.

Name: Bryan Fletcher

Home Address:

City: Oceanside

State: CA

Zip: 92057

Home Phone:

Cell Phone:

Email Address:

Date of Birth: [REDACTED]

☐

Retired

OR

☒

Currently Working

Company Name: Fifth Third Bank

Position: Relationship Manager

Type of Business: Finance

Work Phone: _____

Are you an alumnus of MiraCosta College? ☐ Yes ☒ No

If yes, year you graduated or took classes: N/A Major: N/A

MiraCosta College Involvement (past/present):

Table sponsor at the MiraCosta College Community Leaders Breakfast. Led the effort within the bank to renew the table sponsorship in 2025 while at Western Alliance Bank.

Education:

UCLA Undergraduate

MBA in Finance from Indiana University - Purdue University (IUPUI)

Other community activities:

San Diego County Civil Service Commissioner (retired), Black American Political Association of California (BAPAC), motivational speaking in US and Mexico. Volunteer for several charities and organizations.

Leadership roles:

Voted Best Leader by coaches and peers at UCLA. Director of Operations at The Third Option City, led turnaround at San Felipe Marina Resort (Mexico), led first online political forums for BAPAC during Covid.

Other information:

By nature of my job, I am in regular contact with C-Suite executives across almost all industries in San Diego. Also, I am fluent in Spanish and husband to a green card holder. Together we have one child.



Why do you want to join the MiraCosta College Foundation Board?

I want to join because I have seen MiraCosta College's mission and vision in action and the positive impact on students and the community. I have been impressed by the college's leadership and atmosphere amongst the Foundation's leaders.

What are some of the qualities and strengths you can bring to the board?

The values I bring are in line with those of MiraCosta: commitment, integrity, service, inclusiveness, and excellence.

My greatest strength may be that I have upheld these values throughout my life often under difficult circumstances and environments.

How can we best utilize your skills to advance the [Foundation's mission and vision](#)?

If accepted, my plan is to serve in any capacity that the foundation deems necessary and that aligns with my personal obligations to my family and job. There is nothing beneath me nor above when it comes to service.

What are your interests and passions regarding MiraCosta College?

My interest is to help MiraCosta's efforts to give opportunities to as many people as possible through education, the arts, and sports.

My passion is seeing people have an opportunity to succeed, regardless of past circumstances. MiraCosta College is giving people, young and old, opportunities - all while maintaining its values and focus on its vision. The growth has been impressive and the results, more so.



FOUNDATION

1 Barnard Dr., Oceanside, CA 92056 760.757.2121

Area(s) of Expertise (Check all that Apply):

- ☒ Wealth Management/Investment
- ☐ Accounting (CPA)
- ☐ Estate Law
- ☐ Real Estate/Property Management
- ☐ Marketing/PR
- ☐ Fundraising
- ☐ Legal System
- ☒ Economic Development
- ☒ Business Ownership
- ☐ Other:

C-Suite Representation in Key Industries (Check all that Apply):

- ☐ Biotech
- ☐ Health/Medical
- ☒ Technology
- ☒ Manufacturing/Advanced Manufacturing
- ☒ Energy/Sustainability
- ☒ Other: Banking

Diversity (Please self-identify):

Gender: Male Pronouns: He/Him/His LGBTQIA+: ☐ Yes ☒ No

Ethnicity: African American

Veteran: ☐ Yes ☒ No Active Duty Military: ☐ Yes ☒ No

Status:

Highest Level of Education: Masters

[MiraCosta College District of Residence](#) (if applicable): N/A

Work Status: Employed

Industry/Sector: Banking

Institutional Relationship: Fifth Third Bank

Committee Interest:

Please select a minimum of 2 committees you are interested in joining, including at least 1 standing committee.

- ☒ Governance & Nominations (standing) ☒ Finance (standing) ☐ Audit (standing)
- ☐ Grants and Scholarships (Ad hoc) ☐ Resource Development (Ad hoc)

MICHAEL P. KRIVAL

Carlsbad, California 92009

Telephone: E-Mail:

WORK HISTORY: In my twenties, I was a Carpenter and General Contractor and with friends built some of the first solar homes in the American Southwest. I also worked in various capacities for touring Rock and Roll bands and as a musical stage manager. I went to law school when I was 31.

LEGAL EMPLOYMENT: Sole Practitioner: Santa Monica, CA; Marina Del Rey, CA; and January 1996 to 2022 Carlsbad, CA

April 1993 to December 1996 Managing Partner
Krival & Oakleaf
Santa Monica, CA

July 1990 to March 1993 Sole Practitioner: Venice Beach, CA

November 1984 to March 1990 Associate
Gibson, Dunn & Crutcher
Los Angeles, California

PRACTICE AREAS: Business and transactional: Representation of Architects, Developers, Solar Enterprises and Educators, Builders, Brokers, Lenders, Title and Escrow Companies; Negotiations with Municipalities, Neighborhood Associations and the Coastal Commission.
Commercial litigation: Real Estate and Construction; Intellectual Property; Labor & Employment; and Insurance Matters.
Representation of Professional Athletes, Sports Franchises, and Agents; Restaurateurs, Franchisees and owners, and Business Owners.

EDUCATION: PFP (Personal Financial Planning), 2000--UCLA

J.D., 1984 --University of Texas

B.A., Psychology, 1979 -- University of Wisconsin
Graduation With Distinction; Ranked in top 1% of class

PERSONAL PROFILE: I have always maintained community service activities such as Big Brothers of Los Angeles, Meals on Wheels, the Center for Attitudinal Healing, Architecture for Humanity, Board of Directors Dance Resource Center for Greater Los Angeles, Board of Directors of the Ulan Bator Foundation, Joint L.A. County Bar Assn County Medical Assn Bioethics Committee, Venice Beach Chamber of Commerce Board of Directors, Venice Town Council, NSEFU Board of Directors (an African wildlife conservation non-profit), San Diego Food Bank Advisory Board (briefly), and for the last 5 years have been very involved with ICBOC at Mira Costa College. I have mentored a number of young attorneys over the years, and through the University of Texas Law School, several aspiring law students. I also was the Personal Advisor and Attorney to the Founder and Chairman of Solar Energy International for over 30 years.

My personal interests include physical fitness (swimming, bicycling), travel (North and Central America, Europe, Asia, Africa, the Middle East, Australia and the Caribbean), and enjoying the time I have been granted on the Planet with my family.

***Questionnaire will be available for review by committee and members of the public, at the time of the committee meeting.**

MiraCosta College Foundation Board of Directors
Proposed Slate of Officers for July 1, 2026 – June 30, 2028

President: Karen Pearson

Vice President:

Treasurer: Michelle Gray

FOUNDATION BOARD ELECTION CYCLE CALENDAR

Orange Cells (2.5) 2nd term

Pink Cells Term out following year

1=Slated for First Term Election

2=Start of 2nd term -- Slated for Second Term Election 30 days prior to the beginning of this FY

3=Termed out

		FY Start Date =	Jul-25	Jul-26	Jul-27	Jul-28	Jul-29	Jul-30	Jul-31	Jul-32
Board Member Name	Started	New FY 1st Term Start Date per new Term limits in by-laws	July 1, 25 - June 30, 26	July 1, 26 - June 30, 27	July 1, 27 - June 30, 28	July 1, 28 - June 30, 29	July 1, 29 - June 30, 30	July 1, 30 - June 30, 31	July 1, 31 - June 30, 32	July 1, 32 - June 30, 33
<i>*Italics indicates board member tenure ending in FY25/26.</i>										
Crockett, Hema	21-Feb-23	2-Jul-23	1.50	Ending Tenure	Available	Available	Available	Available	Available	Available
Flores, Alma	14-Nov-23	2-Jul-23	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Gray, Michelle	19-Nov-24	1-Jul-24	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out
Kurth, MD, Janice	2-Nov-16	2-Jul-18	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Mazur, Josh	26-Aug-25	1-Jul-25	1.00	1.25	1.50	1.75	2.00	2.25	2.50	2.75
McCarthy, Neil	27-Aug-24	1-Jul-24	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out
McGuigan, David	2-Nov-16	2-Jul-18	2.75	Termed Out	Available	Available	Available	Available	Available	Available
McNamara, Amy	14-Nov-23	2-Jul-23	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Mills, Diane	14-Nov-23	2-Jul-23	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Musser, Cindy	15-Nov-22	2-Jul-22	1.75	Ending Tenure	Available	Available	Available	Available	Available	Available
Pearson, Karen	1-Feb-20	1-Jul-20	2.25	2.50	2.75	Termed Out	Available	Available	Available	Available
Warner-Saadat, Valencia	20-Jul-18	2-Jul-18	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Snodgrass, Tim	2-Sep-17	2-Jul-18	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Spano, Anthony	19-Nov-24	1-Jul-24	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out
Stillinger, Denise	2-May-16	2-Jul-18	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Wiback, Sharon	2-Apr-18	2-Jul-18	2.75	Termed Out	Available	Available	Available	Available	Available	Available

Number of Board Members per FY	Board Members	16	8	8	7	7	7	4	1
Maximum Number of Replacement/New Board members	# to Max	17	25	25	26	26	26	29	32
Minimum Number of Replacement/New Board member	# to Min	-5	3	3	4	4	4	7	10

Number of Board Members per FY

- Reflects that Hema Crockett & Cindy Musser will not continue on the board after FY25/26.
- Does not reflect current board prospects.

Document Retention & Destruction Policy (<https://foundation.miracosta.edu/foundation-board/policy-document-retention.html>)

Purpose and Background

The purpose of this procedure is to ensure that MiraCosta College Foundation “(the Foundation)” records and documents are adequately identified, maintained and secured and to ensure that records that are no longer needed or of no value are destroyed in a timely and appropriate manner.

Alignment with District Policy and Procedures

The Foundation’s policy is in alignment with District Board Policy (BP) 77003310: Whistleblower Protection Records Management and Administrative Procedure (AP) 77003310: Whistleblower Protection Records Management.

In accordance with the Sarbanes-Oxley Act, which makes it a crime to alter, cover up, falsify, or destroy any document with the intent of impeding or obstructing any official proceeding, this policy provides for the systematic review, retention, and destruction of documents received or created by the MiraCosta College Foundation (the “Foundation”) in connection with the transaction of organization business. This policy covers all records and documents, regardless of physical form, contains guidelines for how long certain documents should be kept, and how records should be destroyed (unless under a legal hold). The policy is designed to ensure compliance with federal and state laws and regulations, to eliminate accidental or innocent destruction of records, and to facilitate The MiraCosta College Foundation’s operations by promoting efficiency and freeing up valuable storage space.

Definitions

“Records” means all records, maps, books, papers, data processing output, and documents of the Foundation required by Title 5 to be retained, including but not limited to records created originally by computer and “electronically stored information” (“ESI”), as that term is defined by the Federal Rules of Civil Procedure.

Authority The district’s superintendent/president or designee shall have responsibility for the classification, retention, security, and destruction of district records.

Authority

The Foundation’s Executive Director shall have responsibility for the classification, retention, security, and destruction of Foundation records.

Period of Retention

The period of retention for all records shall be as outlined in MiraCosta College Administrative Procedure 3310: Records Management.

Classification of Records

Document Retention

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Document Retention & Destruction Policy (<https://foundation.miracosta.edu/foundation-board/policy-document-retention.html>)

The Foundation follows the document retention procedures outlined in [MiraCosta College Administrative Procedure 3310: Records Management](#), the schedule below. Documents that are not listed, but are substantially similar to those listed in the schedule, will be retained for the appropriate length of time.

Corporate Records

Annual Reports to Secretary of State/Attorney General	Permanent
Articles of Incorporation	Permanent
Board Meeting and Board Committee Meeting Minutes	Permanent
Board Policies/Resolutions	Permanent
Bylaws	Permanent
Construction Documents	Permanent
Fixed Asset Records	Permanent
IRS Application for Tax Exempt Status (Form 1023)	Permanent
IRS Determination Letter	Permanent
State Sales Tax Exemption Letter Contracts (after expiration)	7 years
Correspondence (general)	3 years

Accounting and Corporate Tax Records

Annual Audits and Financial Statements	Permanent
Depreciation Schedules	Permanent
IRS Form 990 Tax Returns	Permanent
General Ledgers	7 years
Business Expense Records	7 years
IRS Form 1099	7 years
Journal Entries (Deposits)	7 years
Invoices (Check Requests)	7 years
Sales Records (box office, concessions, gift shop)	7 years

Document Retention & Destruction Policy (<https://foundation.miracosta.edu/foundation-board/policy-document-retention.html>)

Petty Cash Vouchers	3 years
Cash Receipts	3 years
Credit Card Receipts	3 years
Bank Records	
Check Registers	7 years
Bank Deposit Slips	7 years
Bank Statement and Reconciliation	7 years
General Ledgers	7 years
Payroll and Employment Tax Records*	
Employment and Termination Agreements	Permanent
Retirement and Pension Plan Documents	Permanent
Records Relating to Promotion, Demotion or Discharge	7 years after termination
Accident Reports and Worker's Compensation Records	5 years
Salary Schedules	5 years
Employment Applications	3 years
I-9 Forms	3 years after termination
Time Cards	2 years
Donor and Grant Records	
Donor Records and Acknowledgment Letters	7 years
Grant Applications and Contracts	7 years after completion
Legal, Insurance, and Safety Records	
Appraisals	Permanent
Copyright Registrations	Permanent
Environmental Studies	Permanent
Insurance Policies	Permanent

Document Retention & Destruction Policy (<https://foundation.miracosta.edu/foundation-board/policy-document-retention.html>)

Real Estate Documents	Permanent
Stock and Bond Records	Permanent
Trademark Registrations	Permanent
Leases	6 years after expiration
OSHA Documents	5 years
General Contracts	3 years after termination

Electronic Documents and Records

The Foundation follows the Microfilm/Microfiche Storage/Data Imaging Storage procedures outlined in [MiraCosta College Administrative Procedure 3310: Records Management](#). Electronic documents will be retained as if they were paper documents. Therefore, any electronic files, including records of donations made online, that fall into one of the document types on the above schedule will be maintained for the appropriate amount of time. If a user has sufficient reason to keep an e-mail message, the message should be printed in hard copy and kept in the appropriate file or moved to an "archive" computer file folder. Backup and recovery methods will be tested on a regular basis.

Emergency Planning

The Foundation's records will be stored in a safe, secure, and accessible manner in the Foundation office or in the MiraCosta College document storage facility. Electronic documents and financial files that are essential to keeping the Foundation operating in an emergency will be duplicated or backed up in accordance to the MiraCosta College data retention system.

Document Destruction

The Foundation follows the Destruction of Records procedures outlined in [MiraCosta College Administrative Procedure 3310: Records Management](#).

The Foundation's Executive Director is responsible for the ongoing review of the Foundation's records, identifying those records that need to be destroyed, and overseeing their destruction.

Document destruction will be suspended immediately upon the indication of an official investigation or when a lawsuit is filed or appears imminent. Destruction will be reinstated upon conclusion of the investigation or litigation.

Compliance

Failure on the part of those responsible to follow this policy can result in possible civil and criminal sanctions against the Foundation and possible disciplinary action against responsible individuals.

Shredding/Destruction

Document Retention & Destruction Policy (<https://foundation.miracosta.edu/foundation-board/policy-document-retention.html>)

~~The Foundation requires that any items or documents containing personal information such as name, address, phone number, etc. that are assigned to be destroyed be shredded or marked out (redacted) with permanent ink before being placed in the garbage.~~

~~*The Foundation currently has no employees. All records pertaining to Foundation employees are retained by the MiraCosta Community College District.~~

Approved and Adopted 10.30.02009, 2.9.2012, 2.13.2014

Document Retention & Destruction Policy (<https://foundation.miracosta.edu/foundation-board/policy-document-retention.html>)

Purpose

The purpose of this procedure is to ensure that MiraCosta College Foundation “the Foundation” records and documents are adequately identified, maintained and secured and to ensure that records that are no longer needed or of no value are destroyed in a timely and appropriate manner.

Alignment with District Policy and Procedures

The Foundation’s policy is in alignment with District [Board Policy \(BP\) 3310: Records Management](#) and [Administrative Procedure \(AP\) 3310: Records Management](#).

Definitions

“Records” means all records, maps, books, papers, data processing output, and documents of the Foundation required by Title 5 to be retained, including but not limited to records created originally by computer and “electronically stored information” (“ESI”), as that term is defined by the Federal Rules of Civil Procedure.

Authority

The Foundation’s Executive Director shall have responsibility for the classification, retention, security, and destruction of Foundation records.

Period of Retention

The period of retention for all records shall be as outlined in MiraCosta College [Administrative Procedure 3310: Records Management](#).

Classification of Records

The Foundation follows the document retention procedures outlined in [MiraCosta College Administrative Procedure 3310: Records Management](#). **Electronic Documents and Records**

The Foundation follows the Microfilm/Microfiche Storage/Data Imaging Storage procedures outlined in [MiraCosta College Administrative Procedure 3310: Records Management](#). **Emergency Planning**

The Foundation’s records will be stored in a safe, secure, and accessible manner in the Foundation office or in the MiraCosta College document storage facility. Electronic documents and financial files that are essential to keeping the Foundation operating in an emergency will be duplicated or backed up in accordance to the MiraCosta College data retention system.

Document Destruction

The Foundation follows the Destruction of Records procedures outlined in [MiraCosta College Administrative Procedure 3310: Records Management](#).

Approved and Adopted 10.30.02009, 2.9.2012, 2.13.2014

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Whistleblower Policy (<https://foundation.miracosta.edu/foundation-board/policy-whistleblower.html>)

General

The MiraCosta College Foundation Code of Ethical Conduct (the "Code") requires directors, officers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the MiraCosta Community College District (the "District") and/or the MiraCosta College Foundation (the "Foundation"), we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Alignment with District Policy and Procedures

The Foundation's policy is in alignment with MiraCosta College Board Policy (BP) 7700: Whistleblower Protection and Administrative Procedure (AP) 7700: Whistleblower Protection.

Responsible Parties

In addition to those listed in the District ABP and ABP, the following parties are responsible for Foundation compliance:

- Audit Committee Chair
- Vice President of the Office of Advancement/Executive Director and Secretary
- Risk & Safety Manager
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Reporting

It is the responsibility of all directors, officers, and employees to comply with the Code and to report violations or suspected violations. Reports should be filed as outlined in the MiraCosta College Administrative Procedure 7700: Whistleblower Protection.

~~in accordance with this Whistleblower Policy. Matters that should be reported include anything that (1) is in violation of any state or federal law or regulation, including, but not limited to, corruption, malfeasance, bribery, theft of government property, fraudulent claims, fraud, coercion, conversion, malicious prosecution, misuse of government property, or willful omission to perform duty, (2) is economically wasteful, or involves gross misconduct, incompetency, or inefficiency, or (3) would cause others to work in conditions outside of their line of duty that would unreasonably threaten the health or safety of employees or the public.~~

No Protection from Retaliation

~~No directors, officers, or employees who in good faith refuses to participate, in or reports a violation or suspected violation of the Code, shall suffer harassment, retaliation, or adverse~~

Whistleblower Policy (<https://foundation.miracosta.edu/foundation-board/policy-whistleblower.html>)

employment consequences are protected from retaliation as outlined in the [MiraCosta College Administrative Procedure 7700: Whistleblower Protection](#). An employee who retaliates against someone who has reported a violation or suspected violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns regarding violations or suspected violations of the Code within the Foundation prior to seeking resolution outside the Foundation.

Reporting

Violations Employees are encouraged to share their questions, concerns, suggestions, or complaints with someone who can address them properly. In most cases, an employee's supervisor, or the Foundation's Executive Director, is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor or the Executive Director or you are not satisfied with the response given, you are encouraged to utilize one of three resources: 1) the chair of the audit committee, 2) the MiraCosta Community College District's (the "District") internal fraud hotline, or 3) the District's Director of Risk Management. Procedures on how to report suspicion of fraud to the District are attached.

Compliance

The District's Director of Risk Management is responsible for investigating and resolving all reported complaints and allegations concerning suspicion of fraud and, at her/his discretion, shall advise the Executive Director and/or the audit committee. The chair of the audit committee is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code of Ethics and, at her/his discretion, shall advise the Executive Director and/or the Board of Directors.

Accounting and Auditing Matters

The audit committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls, or auditing. Anyone receiving such a complaint shall immediately notify the audit committee and work with the committee until the matter is resolved.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Whistleblower Policy (<https://foundation.miracosta.edu/foundation-board/policy-whistleblower.html>)

Confidentiality

~~Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.~~

Handling of Reported Violations

~~The chair of the audit committee, the District's Director of Risk Management, or the Executive Director acknowledges receipt of the complaint within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.~~

Responsible Parties

- ~~• Audit Committee Chair~~
- ~~• Vice President of the Office of Advancement/Executive Director and Secretary~~
- ~~• Risk & Safety Manager~~

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~~This policy was modified from a sample provided by the National Council of Nonprofit Associations, www.nena.org, Copyright 2004~~

How to Report Suspicion of Fraud (June, 2009)

~~The District supports a culture of honesty wherein employees are provided with information to assist them in identifying possible signs of fraud and encourages them to report their suspicions without fear of reprisal.~~

~~The following situations may create an environment in which occupational fraud could occur and should be reported on the District's internal fraud hotline at 800-860-0597, to the Director of Risk Management at 760-795-6866, or to the chair of the MiraCosta College Foundation Audit Committee:~~

- ~~• Inadequate internal controls over assets, e.g., lack of segregation of duties or independent checks, especially in areas such as purchasing, accounts payable, cash handling, and payroll~~
- ~~• Lack of management oversight~~
- ~~• Lack of proper screening and hiring procedures~~
- ~~• Poor physical safeguards over cash, investments, inventory, or fixed assets~~

Whistleblower Policy (<https://foundation.miracosta.edu/foundation-board/policy-whistleblower.html>)

- ~~Lack of timely reconciliations of bank accounts~~
- ~~Infrequent or no vacations taken by employees performing key control functions~~
- ~~Inadequate management understanding of information technology, which enables any employees to perpetrate a misappropriation~~
- ~~Inadequate access controls over automated records, including controls over and review of computer systems event logs~~
- ~~Conflicts of interest~~
- ~~Behavior indicating displeasure or dissatisfaction with the District or its treatment of employees~~
- ~~Changes in behavior or lifestyle that may indicate assets have been misappropriated~~
- ~~Management override of internal controls~~
- ~~Management repeated failure to react to employee misconduct~~
- ~~Theft~~
- ~~Workers' Compensation fraud~~
- ~~Questionable accounting practices~~

Any one of these outside agencies may also be contacted:

- ~~The State Auditor's Whistle Blower Hotline at 800.952.5665~~
- ~~Investigations, Bureau of State Audits, 555 Capital Mall #300, Sacramento, CA 95814~~
- ~~State of California Department of Insurance Fraud Division, 619.645.2485, 1495 Pacific Hwy., Suite 300, San Diego, CA 92101~~
- ~~WeTip Corporate Ethics Hotline, 800.873.7283, P.O. Box 1296, Rancho Cucamonga, CA 91729-1296. www.wetip.com~~

~~The Director of Risk Management shall receive all reports of fraud. As needed, he/she shall form an ad hoc team of knowledgeable individuals to investigate all reports of suspected fraud. The reporting individual(s) name(s) will not be divulged unless and until legal proceedings are initiated. The team's findings will be reported to the Superintendent/President and/or the president of the Board of Trustees.~~

Approved and adopted: 10.30.2008; 2.9.2012; 2.13.2014

Whistleblower Policy (<https://foundation.miracosta.edu/foundation-board/policy-whistleblower.html>)

General

The MiraCosta College Foundation Code of Ethical Conduct (the “Code”) requires directors, officers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the MiraCosta Community College District (the “District”) and/or the MiraCosta College Foundation (the “Foundation”), we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Alignment with District Policy and Procedures

The Foundation’s policy is in alignment with [MiraCosta College Board Policy \(BP\) 7700: Whistleblower Protection](#) and [Administrative Procedure \(AP\) 7700: Whistleblower Protection](#).

Responsible Parties

In addition to those listed in the District BP and AP, the following parties are responsible for Foundation compliance:

- [Audit Committee Chair](#)
- [Vice President of the Office of Advancement/Executive Director and Secretary](#)
- [Risk & Safety Manager](#)

Reporting

It is the responsibility of all directors, officers, and employees to comply with the Code and to report violations or suspected violations. Reports should be filed as outlined in the [MiraCosta College Administrative Procedure 7700: Whistleblower Protection](#).

Protection from Retaliation

Directors, officers, or employees who in good faith refuse to participate, in or report a violation or suspected violation of the Code, are protected from retaliation as outlined in the [MiraCosta College Administrative Procedure 7700: Whistleblower Protection](#).

Accounting and Auditing Matters

The audit committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls, or auditing. Anyone receiving such a complaint shall immediately notify the audit committee and work with the committee until the matter is resolved.

Approved and adopted: 10.30.2008; 2.9.2012; 2.13.2014

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