



# MIRACOSTA COLLEGE FOUNDATION BOARD GOVERNANCE AND NOMINATIONS COMMITTEE MEETING

**Tuesday, January 28, 2024, 2:00 - 3:00 p.m.**

MiraCosta College San Elijo Campus  
3333 Manchester Avenue Cardiff, CA 92007  
Conference Room 1131

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, Amy McNamara, 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 original caretakers of the land on which MiraCosta College is built. The Luiseno people are made up of seven bands: the La Jolla, Pala, Pauma, Pechanga, Rincon, San Luis Rey, and Soboba. We pay our respects to the Luiseno – past, present, and emerging, and are grateful to have the opportunity to be part of this community and to honor their history, culture, and spirit.*

## 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 29, 2024
- VI. COMMITTEE REPORT(S)
  - A. Governance and Nominations
    - i. Emeritus Board Member Knox Williams
    - ii. Board Development
      - a. Review Term Expiration Grid
        - 7 Members Terming Out on 6/30/26
      - b. Review Proposed Updated Grid Categories

- Areas of Expertise
- c. Board Prospects for FY 25/26

## VII. STAFF UPDATES

- A. Donor Prospecting Event (Spring 2025)

## VIII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

### **Next Governance and Nominations Committee Meeting** (San Elijo Campus)

Tuesday, April 15, 2025 at 2:00 – 3:00 p.m.

### **Next Audit Committee Meeting** (San Elijo Campus)

Tuesday, April 22, 2025 at 1:00 – 1:30 p.m.

### **Next Finance Committee Meeting** (San Elijo Campus)

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

### **Next Executive Committee Meeting** (San Elijo Campus)

Tuesday, February 4, 2025 at 3:45 – 5:00 p.m.

### **Next Quarterly Board Meeting** (TCI Campus)

Tuesday, February 25, 2025 at 3:00 – 5:00 p.m.

## IX. FUTURE AGENDA ITEMS

## X. 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](mailto:foundation@miracosta.edu)



MIRACOSTA COLLEGE FOUNDATION BOARD GOVERNANCE AND NOMINATIONS COMMITTEE

MINUTES OF THE REGULAR MEETING

October 29, 2024 DRAFT

I. CALL TO ORDER

The MiraCosta College Foundation Governance and Nominations Committee met in open session on Tuesday, October 29, 2024 in Room 1131 on the San Elijo Campus (3333 Manchester Ave, Cardiff, CA 92007). The meeting was live-streamed and recorded on Zoom. Vice Chair Wiback called the meeting to order at 2:00 p.m.

II. ROLL CALL, WELCOME, INTRODUCTIONS

Committee Members Present:

Hema Crockett Amy McNamara Val Saadat Sharon Wiback

Committee Members Absent:

Alma Flores Diane Mills Denise Stilling

Staff Present:

Elizabeth Lurenana Shannon Stubblefield

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

None

IV. CHANGES IN AGENDA ORDER

None

V. APPROVE MEETING MINUTES

A. Regular Meeting of August 6, 2024

- i. By motion of Committee Member Saadat, seconded by Committee Member Crockett, the minutes of the regular meeting of August 6, 2024 were approved as presented.

Vote: 4/0/0/3
Aye: Crockett, McNamara, Saadat, Wiback
Nay: None
Abstain: None
Absent: Flores, Mills, Stilling

VI. COMMITTEE REPORT(S)

A. Governance and Nominations

i. Board Prospects

- a. Vice Chair Wiback gave committee members five minutes to review board prospect materials from Michelle Gray and Anthony Spano.
b. The committee discussed board prospect materials, and Committee Member McNamara and VP/ED Stubblefield provided additional commentary based on the tour they had with both candidates on 10/28/2024.
- Spano has taken courses at MiraCosta and both of Gray's brothers took courses at the college.

- Spano is well-connected in the community and a long-term local small business owner. He would be a strong connector and resource for the Governance and Nominations Committee.
  - Gray is a financial advisor working directly with clients and has investment expertise.
- c. By motion of Committee Member Crockett, seconded by Committee Member Saadat, the committee voted to put forward both Michelle Gray and Anthony Spano's names to the Executive Committee to serve as foundation board members. If approved by the Executive Committee, their candidacy will be on the agenda for the November 5 Executive Committee meeting and then the November 19 Board meeting, if approved on November 5.
- Vote: 4/0/0/3  
 Aye: Crockett, McNamara, Saadat, Wiback  
 Nay: None  
 Abstain: None  
 Absent: Flores, Mills, Stillinger
- d. Committee Member McNamara has another board prospect (Joe Foster of Gearhound in Oceanside) she will connect with VP/ED Stubblefield. He is a veteran.
- ii. Onboarding Process: Consider adding a Peer-to-Peer Step
- a. VP/ED Stubblefield asked the committee to consider what would be an effective way to add a peer-to-peer step for onboarding new board members. Committee members discussed options, including having the board member who nominated them reach out to have coffee or meet up in some way. If the nominator isn't a good option, it would be ideal to have a member of a committee they are on reach out to the new board member.
- *Action Steps*: Staff to ask nominators to reach out to new board members or identify an alternate committee member if the nominator is not the right person. McNamara will serve as Spano's peer mentor and Wiback as Gray's if approved by the board on November 19.
- iii. Board Grid
- a. Strengths & Gap Analysis
- VP/ED Stubblefield asked the committee to provide feedback on the "Areas of Expertise" categories in the board grid and to ask the question, "Who do we want to have on our board?"
    - i. Committee Members recommended looking at companies who are already affiliated with the campus and bringing lists of companies for board members to look at for existing relationships with people in the C-suite or on the board of these companies.
      1. VP/ED Stubblefield will bring San Diego Business Journal book of lists to board meetings for members to review.
      2. Committee Member Crockett recommended looking at the San Diego Business Journal's upcoming "50 Top Leaders in the Veteran Community."
      3. Committee Members recommended checking with major donors on board interest.
    - ii. The committee approved reviewing the "Area of Expertise" categories and how the information is collected.
      1. Consider Adding: Construction/Property Management, Economic Development/City Positions, Business Owner
      2. Consider Removing: Other BoD Positions, CRA, Technology, Executive Management, Entrepreneur

3. Staff will revise the list and bring it back to the committee for review and recommend how to collect this information in the future.
- b. Review Terms, including those ending on June 30, 2026
  - Committee members reviewed the grid of board terms and compared it to the gaps grid and committee representation, discussing the need to bring on 3-5 new board members a year to maintain board membership.
- c. Onboarding Goals for FY 24/25 and FY 25/26
  - The board is on track to bring on four new board members in FY24/25 and VP/ED Stubblefield suggested bringing on five board members in FY25/26. The committee agreed.

## **VII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW**

### **Next Governance and Nominations Committee Meeting (San Elijo Campus)**

Tuesday, January 28, 2025 at 2:00 – 3:00 p.m.

### **Next Audit Committee Meeting (San Elijo Campus)**

Tuesday, April 22, 2025 at 1:00 – 1:30 p.m.

### **Next Finance Committee Meeting (San Elijo Campus)**

Tuesday, November 5, 2024 at 2:00 – 3:30 p.m.

### **Next Executive Committee Meeting (San Elijo Campus)**

Tuesday, November 5, 2024 at 3:45 – 5:00 p.m.

### **Next Quarterly Board Meeting (CLC Campus)**

Tuesday, November 19, 2024 at 3:00 – 5:00 p.m.

## **VIII. FUTURE AGENDA ITEMS**

- A. Staff will bring back the expertise grid.

## **IX. ADJOURNMENT**

The meeting was adjourned at 2:55 p.m.

OBITUARY

# *Knox Williams*

AUGUST 9, 1928 - DECEMBER 6, 2024



IN THE CARE OF

Eternal Hills Mortuary & Crematory at Eternal Hills Memorial Park

*Knox Williams died early in the morning of Dec. 6, 2024 in Carlsbad, California. He was in his 96th year having been born on 9 August 1928 in Grandfield, Oklahoma.*

He was raised by his parents Knox Bondy Williams and Clara Mae Butler Williams. He was their firstborn of five, Knox, Reba, Bill, Bonnie, and Linda.

He was a good son, brother, husband, father, grandfather and great grandfather. He was a hard worker and child of the Great Depression. He helped his dad haul and sell scrap metal, picked cotton, shined shoes and as well as other odd jobs. After graduating from high school, Knox enrolled in the Bakersfield Junior College. While there, he served in the Naval Reserve. He was encouraged to continue his education so he headed to UCLA. He graduated in 1951 with a Bachelor's degree in Business. He married Juanita June Wood September 9, 1951. Their children are "The Twins" Jodi and Jeri and their brother Drue, who predeceased Knox in November 1999.

Knox bought a Rayne Soft Water franchise, and moved his family to Carlsbad from Santa Barbara in 1961. He worked in the water business for many years and was a pillar of the Carlsbad and San Diego area communities. He devoted much time and energy to multiple charities and causes. He enthusiastically supported education, the YMCA, the

developmentally disabled through St Madeleine Sophie's Center and Noah homes, the Presbyterian church, Rotary International and was a founding member and chair of the Carlsbad Charitable Foundation. Knox enjoyed travel and took a keen interest in world affairs. He and June took much joy in hosting international students and taking them into their family. He lost June in August 2014, thus making Knox a widower for 10 years. He was a father of three, a grandfather of 4, and a great grandfather of four more. He loved his family and helped them all with advice and treasure. He will be dearly missed.

Please join the family for a Celebration of Life Memorial Service Saturday February 22, 2025 1:00 PM at the First Presbyterian Church 2001 S. El Camino Real, Oceanside, CA 92054.

# In Memory Of

## Knox Williams

 8

 26

 18



VIEW



*Click to light a candle*

7 CANDLES HAVE BEEN LIT

ADD A MEMORY

ALL MEMORIES

FROM THE FAMILY



From the Family

FOUNDATION BOARD ELECTION CYCLE CALENDAR

<b>1=Slated for First Term Election</b>
<b>2=Start of 2nd term -- Slated for Second Term Election 30 days prior to the beginning of this FY</b>
<b>3=Termed out</b>

		FY Start Date =	Jul-24	Jul-25	Jul-26	Jul-27	Jul-28	Jul-29	Jul-30	Jul-31	Jul-32
	Started	New FY 1st Term Start Date per new Term limits in by-laws	July 1, 24 - June 30, 25	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
Benson, Dottie	14-Nov-23	2-Jul-23	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Crockett, Hema	21-Feb-23	2-Jul-23	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Figueroa, Jimmy	20-Jul-18	2-Jul-18	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Flores, Alma	14-Nov-23	2-Jul-23	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Gray, Michelle	19-Nov-24	1-Jul-24	1.00	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	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available
McCarthy, Neil	27-Aug-24	1-Jul-24	1.00	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out
McGuigan, David	2-Nov-16	2-Jul-18	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available
McNamara, Amy	14-Nov-23	2-Jul-23	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Mills, Diane	14-Nov-23	2-Jul-23	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available
Musser, Cindy	15-Nov-22	2-Jul-22	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out	Available	Available
Pearson, Karen	1-Feb-20	1-Jul-20	2.00	2.25	2.50	2.75	Termed Out	Available	Available	Available	Available
Richards, Mark	27-Aug-24	1-Jul-24	1.00	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out
Warner-Saadat, Valencia	20-Jul-18	2-Jul-18	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Snodgrass, Tim	2-Sep-17	2-Jul-18	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Spano, Anthony	19-Nov-24	1-Jul-24	1.00	1.25	1.50	1.75	2.00	2.25	2.50	2.75	Termed Out
Stillinger, Denise	2-May-16	2-Jul-18	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available
Wiback, Sharon	2-Apr-18	2-Jul-18	2.50	2.75	Termed Out	Available	Available	Available	Available	Available	Available

Number of Board Members per FY	Board Members	18	18	11	11	10	10	9	4	0
Maximum Number of Replacement/New Board members	# to Max	15	15	22	22	23	23	24	29	33
Minimum Number of Replacement/New Board member	# to Min	-7	-7	0	0	1	1	2	7	11
<b>Goal # Add</b>		<b>4</b>	<b>5</b>	<b>4</b>	<b>3</b>	<b>3</b>	<b>3</b>	<b>3</b>		
<b># after Add</b>		<b>22</b>	<b>27</b>	<b>24</b>	<b>27</b>	<b>29</b>	<b>32</b>	<b>34</b>		



## Foundation Board “Grid” Areas of Expertise – 2025 Draft

### Purpose

To identify areas of expertise that should be represented by the Foundation board to guide strategy for which community members to engage as new potential board members.

### Proposed “Area of Expertise” Categories:

- Wealth Management/Investment
- Accounting (CPA)
- Estate Law
- Real Estate/[Property Management](#)
- Marketing/PR
- Fundraising
- Legal System
- [Economic Development](#)
  - [Talk with Christi and Matt Sanford](#)
- [Business Ownership](#)
- [C-Suite Representation in Key Industries – TBD, such as:](#)
  - [Biotech](#)
  - Health/Medical
  - Technology
  - Manufacturing / Advanced Manufacturing
  - Energy or sustainability
  - Other TBD
  - See Book of Lists

### Removed with Committee’s Feedback

- ~~Other BoD Positions (recommend removing)~~
- ~~CRA (Community Reinvestment Act) (recommend removing)~~
- ~~Executive Management (recommend removing)~~
- ~~Entrepreneur (recommend removing)~~
- ~~Lawyer (recommend removing)~~
- ~~Gift Planning (recommend removing)~~