



MIRACOSTA COLLEGE FOUNDATION BOARD GOVERNANCE AND NOMINATIONS COMMITTEE

REGULAR MEETING

April 16, 2024
Approved August 6, 2024

I. CALL TO ORDER

The MiraCosta College Foundation Governance and Nominations Committee met in open session on Tuesday, April 16, 2024, in Room 1131 on the San Elijo Campus (3333 Manchester Ave, Cardiff, CA 92007). The meeting was live-streamed and recorded on Zoom. Chair Stillinger called the meeting to order at 2:03 p.m.

II. ROLL CALL, WELCOME, INTRODUCTIONS

Committee Members Present:

Alec Babiarz	Dottie Benson	Hema Crockett
Alma Flores	Hap L'Heureux	Diane Mills
Denise Stillinger	Val Saadat	Sharon Wiback

Committee Members Absent:

Amy McNamara	Sudershan Shaunak
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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. Regular Meeting of October 24, 2023

- i. By motion of Committee Vice Chair Wiback, seconded by Committee Member Saadat the minutes of the regular meeting of October 24, 2023 were approved as presented.

Vote: 9/0/0/2

Aye: Babiarz, Benson, Crockett, Flores, L'Heureux, Mills, Stillinger, Saadat, Wiback

Nay: None

Abstain: None

Absent: McNamara, Shaunak

VI. COMMITTEE REPORT(S)

A. Governance and Nominations

- i. Purpose and Functions of the Governance & Nominations Committee

- a. Chair Stillinger and VP/ED Stubblefield reviewed the purpose and functions of the committee for the benefit of new committee members. Details can be found on the [Foundation Website](#).

- Committee Member Babiarz asked clarifying questions on the verbiage VP/ED Stubblefield provided. Update to: "The committee shall

recommend candidates to the Executive Committee for approval to join the full board.”

- Committee Member L’Heureux recommended adding language around adding responsibilities related to Governance. Examples: reviewing bylaws, updates to the Board Manual, Brown Act updates, processes/procedures, etc. Staff will draft language to bring back to the committee.
- The committee discussed whether the language around the membership of the Executive Committee is clear enough, specifically on whether the chair of Audit and the past president should be included. The committee decided to leave the language as is. The process for selecting committees, chairs, and vice chairs may be helpful to document in the future.
- Action Items: Staff to update and bring to committee in Q1 of FY 24/25

ii. Board Member Term Renewals

- a. By motion of Committee Member Crockett, seconded by Committee Member Saadat, the committee voted to put forward Karen Pearson’s name to the Executive Committee to serve a second term on the foundation board, beginning on July 1, 2024. This will be voted on at the next quarterly board meeting on May 7, 2024.

Vote: 9/0/0/2

Aye: Babiarz, Benson, Crockett, Flores, L’Heureux, Mills, Stillinger, Saadat, Wiback

Nay: None

Abstain: None

Absent: McNamara, Shaunak

iii. Board Prospects

- The committee discussed Alex Kaiser’s application and, in so doing, reviewed the purpose of the candidate questionnaire and agreed that if future changes are made, the application will also be converted to an online form rather than a PDF.

By motion of Committee Member Babiarz, seconded by Committee Vice Chair Wiback, the committee voted to put forward Alex Kaiser’s name to the Executive Committee to serve as a foundation board member, beginning on July 1, 2024. This will be voted on at the next quarterly board meeting on May 7, 2024.

Comment: Committee Member L’Heureux recommended VP/ED Stubblefield have some additional information to present to the full board when considering his application.

Vote: 9/0/0/2

Aye: Babiarz, Benson, Crockett, Flores, L’Heureux, Mills, Stillinger, Saadat, Wiback

Nay: None

Abstain: None

Absent: McNamara, Shaunak

- b. Newly Identified: Mark Brandt

- VP/ED Stubblefield, Treasurer Bandemer, and Committee Chair Stillinger are scheduled to meet on campus with this candidate, brought forth by Treasurer Bandemer.

- c. There are currently no other identified prospective board members

iv. Slate of Officers for Next Term (July 2024 – June 2026)

- a. By motion of Committee Vice-Chair Wiback, seconded by Committee Member Crockett, the committee voted to put forward the proposed slate of officers to the Executive Committee (President: Janice Kurth; Vice President: Karen Pearson; Treasurer: Cindy Musser) to serve July 1, 2024 – June 30, 2026. This will be voted on at the next quarterly board meeting on May 7, 2024.

Vote: 9/0/0/2

Aye: Babiarz, Benson, Crockett, Flores, L'Heureux, Mills, Stillinger, Saadat, Wiback
Nay: None
Abstain: None
Absent: McNamara, Shaunak

- v. LinkedIn as a Board Recruitment Tool
 - a. Committee Member Stillinger reported that VP Kurth recommended using LinkedIn to advertise that the foundation is looking for new board members. The committee discussed this option, given that the foundation does not currently have its own LinkedIn profile. VP/ED Stubblefield recommended providing sample language for board members to post on LinkedIn when they attend events and link it back to the foundation's website, rather than an individual foundation LinkedIn profile.
 - An embedded application would have a fee associated with it.
 - b. Committee Member Mills has input for how to use Facebook if the foundation determines they want to use it.
 - c. Staff will create a sample social media post for foundation board members. No committee members are opposed to using LinkedIn as a recruitment tool.
- vi. Board Development Goals (through June 2027)
 - a. Board Gaps: Skills/Experience & Demographics
 - VP/ED Stubblefield reviewed the gaps grid and asked for prospects. There are no current prospects aside from Mark Brandt.
- vii. Committee Vice Chair
 - a. Sharon Wiback has volunteered
 - Role of Vice Chair: step in if the chair is not available and help as needed.
- viii. Chair Stillinger noted that she hoped all committee members had a chance to review the attachment concerning voting on minutes for meetings not attended.

VII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

Next Governance and Nominations Committee Meeting (San Elijo Campus)

Tuesday, August 6, 2024 at 2:00 – 3:00 p.m. (tentative)

Next Audit Committee Meeting (San Elijo Campus)

Tuesday, April 23, 2024 at 12:00 – 12:30 p.m.

Next Finance Committee Meeting (San Elijo Campus)

Tuesday, April 23, 2024 at 1:00 – 2:30 p.m.

Next Executive Committee Meeting (San Elijo Campus)

Tuesday, April 23, 2024 at 2:45 – 4:00 p.m.

Next Quarterly Board Meeting (TCI Campus)

Tuesday, May 7, 2024 at 3:00 – 5:00 p.m.

VIII. FUTURE AGENDA ITEMS

- A. Committee Roles & Responsibilities
- B. Candidate Questionnaire Revisions
- C. Social Media/LinkedIn

IX. ADJOURNMENT

The meeting was adjourned at 3:03 p.m.


Denise Stillinger (Sep 15, 2024 15:36 PDT)

Denise Stillinger, Committee Chair


Shannon Stubblefield (Sep 16, 2024 12:57 PDT)

Shannon Stubblefield, Executive Director









2024.04.16 MCC Foundation Governance & Nominations Committee Minutes Approved

Final Audit Report

2024-09-16

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