MIRACOSTA COLLEGE FOUNDATION BOARD
GOVERNANCE AND NOMINATIONS COMMITTEE

MINUTES OF THE REGULAR MEETING May 12, 2026

I. CALL TO ORDER

The MiraCosta College Foundation Governance and Nominations Committee met in open session on Tuesday, May 12, 2026 in the Conference Room on the TCI Campus (2075 Las Palmas Dr, Carlsbad, CA, 92011). The meeting was live-streamed on Zoom. Chair Flores called the meeting to order at 2:10 p.m.

II. ROLL CALL, WELCOME, INTRODUCTIONS

Committee Members Present:

Hema Crockett, Alma Flores, Diane Mills (2:16 p.m.)
Val Saadat, Denise Stillinger

Committee members Absent:

Sharon Wiback

Staff Present:

Laural Cooper, 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 – Action Required

A. By motion of Committee Member Hema, seconded by Committee Member Saadat, the minutes of the regular meeting of January 27, 2026, were approved as presented.

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

VI. COMMITTEE REPORT(S)

A. Governance and Nominations

i. The committee reviewed and discussed the board prospect questionnaire for Rod Freeman.

By motion of Committee Member Crocket, seconded by Committee Member Stillinger, the committee recommended that Rod Freeman's nomination be presented to the Executive Committee and the full Board of Directors in Q4 of FY25/26, with an official start date as a board member on July 1, 2026.

Vote: 5/0/0/1
Aye: Crockett, Flores, Mills, Saadat, Stillinger
Nay: None

Abstain: None
Absent: Wiback

ii. The committee reviewed and discussed the board prospect questionnaire for Michael Krival.

By motion of Committee Member Saadat, seconded by Committee Member Crocket, the committee recommended that Michael Krival's nomination be presented to the Executive Committee and the full Board of Directors in Q4 of FY25/26, with an official start date as a board member on July 1, 2026.
Vote: 5/0/0/1
Aye: Crockett, Flores, Mills, Saadat, Stillinger
Nay: None
Abstain: None
Absent: Wiback

iii. The committee reviewed and discussed the board prospect questionnaire for Jacqueline Pierson.

By motion of Committee Member Stillinger, seconded by Committee Member Saadat, the committee recommended that Jacqueline Pierson's nomination be presented to the Executive Committee and the full Board of Directors in Q4 of FY25/26, with an official start date as a board member on July 1, 2026.
Vote: 5/0/0/1
Aye: Crockett, Flores, Mills, Saadat, Stillinger
Nay: None
Abstain: None
Absent: Wiback

iv. The committee reviewed and discussed the board members eligible to serve an additional 4-Year Term. Cindy Musser is the only board member up for re-election and has opted not to serve a second term. Committee members discussed the naming convention in the Term grid.

v. The committee reviewed and discussed the list of current board members eligible to receive emeritus status after ending their service June 30, 2026.
   a. At the FY26/27 Q1 meeting, the board will review the criteria for emeritus status and then vote on the recipients. At the Q1 full board meeting, Karen will formally recognize the new emeritus members.

vi. The committee reviewed and discussed the Proposed Board Grid for FY26/27, including setting annual targets for future board composition, balancing desired expertise, and identifying gaps to address.

vii. The committee reviewed and discussed the finalized Slate of Officers for July 1, 2026 – June 30, 2028
   a. President: Karen Pearson
   b. Vice President: Alma Flores
   c. Treasurer: Michelle Gray

By motion of Committee Member Stillinger, seconded by Committee Member Crocket, the Slate of Officers for July 1, 2026 – June 30, 2028 were approved for review by the Executive Committee and full Board of Directors.

Vote: 5/0/0/1
Aye: Crockett, Flores, Mills, Saadat, Stillinger
Nay: None
Abstain: None
Absent: Wiback

viii. The committee reviewed and discussed the Board Officer Election Policy.

By motion of Committee Member Saadat, seconded by Committee Member Mills, the Board Officer Election Policy was approved with no changes for review by the Executive Committee and full Board of Directors.
Vote: 5/0/0/1
Aye: Crockett, Flores, Mills, Saadat, Stillinger
Nay: None
Abstain: None
Absent: Wiback

ix. Bylaws Review & Discussion
   a. The committee reviewed Article IV, Section 2 of the Bylaws and determined not to recommend a change at this time.

x. The committee discussed the Governance and Nominations committee meeting location for FY26/27 and determined they will meet at the Technology Career Institute.

xi. The committee reviewed the board meeting calendar for FY26/27.

VII. ANNOUNCEMENTS, MEETING AND EVENT CALENDAR REVIEW

Next Governance and Nominations Committee Meeting (Technology Career Institute)
Tuesday, August 4, 2026 at 2:00 – 3:00 p.m.

Next Finance Committee Meeting (San Elijo Campus)
Tuesday, May 19, 2026 at 2:00 – 3:30 p.m.
Next Executive Committee Meeting (San Elijo Campus)
Tuesday, May 19, 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.
Next Resource Development Ad hoc Committee Meeting (Zoom)
Monday, June 1, 2026 at 2:00 – 2:45 p.m.
Next Quarterly Board Meeting (Technology Career Institute Campus)
Tuesday, June 2, 2026 at 3:00 – 5:00 p.m.
Next Grants & Scholarships Ad hoc Committee Meeting (Oceanside Campus & Zoom)
Tuesday, July 28, 2026 at 2:00 – 3:00 p.m.

Dr. Cooke Retirement Fundraising Event (Oceanside – Barnard Campus)
Saturday, June 13, 2026 (4:00 – 8:30 p.m.)

VIII. FUTURE AGENDA ITEMS

A. None

IX. ADJOURNMENT

The meeting was adjourned at 2:52 p.m.

alma flores (Aug 28, 2026 10:51:56 PDT)
Committee Chair

Shannon Stubblefield (Aug 28, 2026 12:22:47 PDT)
Executive Director

2026.05.12 MCC Foundation G & N Comm Minutes DRAFT

Final Audit Report 2026-08-28

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