



**MIRACOSTA COLLEGE FOUNDATION BOARD
GOVERNANCE AND NOMINATIONS COMMITTEE**

MINUTES OF THE REGULAR MEETING

October 29, 2024
Approved January 28, 2025

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 Stillinger

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, Stillinger

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.


Denise Stillinger (Feb 10, 2025 16:25 PST)

Chair, Governance and Nominations Committee


Shannon Stubblefield (Feb 10, 2025 16:35 PST)

Executive Director, MiraCosta College Foundation









2024.10.29 MCC Foundation Governance & Nominations Committee Minutes

Final Audit Report

2025-02-11

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