

THE FRIENDS OF CHABOT COLLEGE
Board of Directors Meeting
Friday, April 20, 2018 • 9:00 a.m.
TPC Stonebrae • 202 Country Club Drive • Hayward CA • 94542
Board Retreat

MINUTES

1. Call to Order – Chair Salinas

Chair Mark Salinas called the meeting to order at 9:28 a.m.

2. Roll Call – Recording Secretary Ms. Aubrie Ross

Members Present:

Ms. Marita Cheng
Vice Chair/Secretary Pat Gacoscos
Dr. Hal Gin
Ms. Melinda Matsuda
Chair Mark Salinas
Dr. Susan Sperling
Ms. Yvonne Wu Craig

Members Excused:

Chief Sheryl Boykins
Mr. Ronald Gerhard
Mr. Obray Van Buren

Recording Secretary:

Ms. Aubrie Ross

Other Attendees:

Ms. Robin Braverman, Robin Braverman Associates

3. Public Comments

There were no Public Comments made during the meeting.

4. Approval of Minutes from February 7, 2018

Motion to approve the minutes was moved by Dr. Gin and Seconded by Dr. Sperling

Motion passed with 7 Ayes, 0 Nays, and 0 Abstention.

Approval of Minutes from March 7, 2018

Motion to approve the minutes as corrected moved by Dr. Sperling and Seconded by Ms. Matsuda.

Motion passed with 5 Ayes, 0 Nays, and 2 Abstention

5. Discussion and Action Items

- Election of Board Chair and Vice Chair Secretary

Nominations for Board Chair

Dr. Gin nominated Chair Salinas as Board Chair, Vice Chair Gacoscos Seconded.

All were in favor of the nomination.

Passed unanimously

Nominations for Vice Chair/Secretary

Dr. Gin nominated Vice Chair Gacoscos as Vice Chair, Chair Salinas Seconded.

All were in favor of the nomination.

Passed unanimously

- Board of Directors Terms

Chair Salinas shared that the terms of Directors are up for renewal.

Two year term April 20, 2018 – 2020

Ms. Marita Cheng & Ms. Melinda Matsuda

Three year term April 20, 2018 – 2021

Chief Sheryl Boykins, Dr. Hal Gin & Mr. O Bray Van Buren

- Revision and approval of Friends of Chabot College Policies & Procedures

The Board reviewed the following Policies & Procedures. Ms. Wu Craig informed the Board that there were some edits to the materials and asked the Board to review them. Ms. Wu Craig will provide the Conflict of Interest Policy at the next meeting for their review.

- Articles of Incorporation

The Board updated the Articles of Incorporation by excluding the name of the person in the role of Vice Chancellor of Business Services. Will include just the job title of Vice Chancellor of Business Services. Ms. Braverman will verify if the minor change to the Articles of Incorporation will need to be resubmitted to the IRS.

- Bylaws

The Board discussed the Bylaws in detail. Listed in the Bylaws the Executive Director has authority over the financial procedures. Ms. Braverman will provide a form that she uses with other non-profit

organization. The Board will review the form during the next Board meeting.

The following edits to the Bylaws were made by the Board of Directors:

- Increase of the number of Board Members. The Board agreed to include up to 4 – 10 Board Members in the Bylaws.
- Change the term Ex Officio to Institutional Directors.
- Add language regarding Advisory Honorary Board Members. The Advisory Honorary Board Member will have no voting power and will give advice to the Board of Directors and Executive Director. Ms. Wu Craig will look into what extent of Brown Act the Advisory Board will have to follow.
- Add the Finance & Audit Committee to the Bylaws. The Finance Committee will meet periodically to review the internal financial statements and make decisions about investments.
- Add language regarding the President of Chabot College to make updates to the Foundation Board.
- Executive Director will be considered an Ex-Officio and be considered a non-voting member

Dr. Sperling moved to pass the edits to the Bylaws as amended, seconded by Chair Gacoscos.

All approved

Passed unanimously

The Bylaws will be discussed at the next Board meeting. The Board of Directors agreed to change the next scheduled Board meeting on May 3, 2018 to June 13, 2018.

○ Gift Acceptance & Investment Policy

Gift Acceptance Policy

Ms. Wu Craig informed the Board that they ratified the Gift Acceptance Policy in 2015. Since it was ratified there has been no updates. Ms. Wu Craig added the Stewardship fee to the Policy. Ms. Braverman explained the Board that the Stewardship fees and Managed Funds are the only way to pay for the operations cost of the Foundation. Dr. Sperling asked if the College is limited to pay for operational expenses. Ms. Braverman stated that another College she worked with gave a Grant for operational costs for the Foundation. The Board agreed to add a 5% Stewardship fee for all annual scholarship donations & 5 % Stewardship fee to be added to the initial contribution on Endowed Scholarships 5% and any subsequent year a gift is made. The Stewardship fee will be effective 2018-19 Fiscal year.

The Managed Fund definition will be determined by Ms. Wu Craig and Ms. Braverman.

The Board discussed possibly holding a Veterans payback program which will be a fundraiser to help cover the cost of the 5% Stewardship associated with the Veterans Memorial Scholarship.

Motion to apply a 5% stewardship to all monetary gifts was moved by Vice Chair Gacoscos and seconded by Dr. Sperling.

All approved

Passed unanimously

Investment Policy

In general the use of the investment income should be determined by the Board of Directors. The Board will work with an Investment Manager regarding cash flow to award scholarships.

The Board will discuss the following at a future meeting:

- Record Retention/Disposition Policy
 - Whistleblower Policy
 - Drug-Free Certification
- Review & approval of Friends of Chabot College Executive Director Job Description

Dr. Sperling informed the Board that the college has been supporting the Executive Director's position at a Dean's salary level. The Foundation will need to move towards a precise delineation as to what in-kind contributions are being made to the college. The job description for the Executive Director will need to include in-kind duties, community, education & outreach on behalf of the Foundation and Chabot College. The Board agreed that they will need to look into their needs and the College will look into what they can afford to put forward for the salary of the Executive Director.

Ms. Wu Craig informed the Board that she is willing to fulfill the role if she could have a fulltime Sr. Administrative Assistant assigned to the Office of Grant Development and the Foundation, a Grant Developer/Writer, and a consultant to assist with Alumni outreach & marketing.

Dr. Sperling stated that there will need to be an agreement from HR to reconfigure Ms. Wu Craig's position from a Director level to a Dean's level. Will need to include some information regarding the Executive Director reporting to the Foundation Board for all foundation duties and the President's Office for all other college duties.

- Review & approval of 2018-23 Bylaws & Master Agreement
The Master Agreement will be reviewed during the next regular meeting.
- Review of February 2018 Financial Report
Ms. Braverman informed the Board that there wasn't much to highlight and asked the Board to review the Financials and let her know if they had any questions.
- Establishing the 2018-21 Strategic Plan
Ms. Wu Craig reviewed Chabot's characteristics and College Majors list with the Board. Ms. Braverman suggested that some of the goals for each year focus on Scholarship outreach to local High Schools and Parent Teacher Organizations. Ms. Wu Craig will work with Chabot's Outreach team by providing them with Scholarship information that can be handed out when they visit High Schools.
 - Alumni & Donor Cultivation
The Board would like to have more relationship building with Alumni and Retirees. The Board will consider hiring a Social Media consultant to help market events.

The Board discussed holding an Alumni Speaker Bureau which would highlight Career Tech jobs. Dr. Sperling suggested partnering with Strong Workforce.

Ms. Braverman suggested looking into the Grant that helps market non-profits offered through Google.
 - Fundraising & Events
The Board discussed holding a welcome back Microbrew/Root beer Float event during College Day. Will have Payroll deduction forms available for staff to enroll to support the Foundation.
 - Support of Chabot Students & Programs
 - Scholarships
- 2018-19 Budget Development
The Board reviewed the Budget Development worksheet. Ms. Braverman informed the Board the Surplus was due to a cut of expenses. The Board agreed to earmark \$500 per Board Member to allow for Donor cultivation.
- The Friends of Chabot College Board & Committee Structure

6. For the Good of the Order

Chair Salinas thanked Ms. Braverman, Ms. Wu Craig & Ms. Ross for all of their work.

7. Adjournment

Chair Salinas adjourned the meeting at 5:02 p.m.

Any person with a disability may request this agenda be made available in an appropriate alternative format. A request for a disability-related modification or accommodation may be made by a person with a disability who requires a modification or accommodation in order to participate in the public meeting to the Office of Development and the Foundation, 25555 Hesperian Blvd., Hayward, CA 94545, 510-723-6633, between 8:00 a.m. and 5:00 p.m. at least 48 hours before the meeting. Pursuant to Government Code 54957.5: Supplemental materials distributed less than 72 hours before this meeting, to a majority of The Friends of Chabot College Board will be made available for public inspection at this meeting and at the Office of Development and the Foundation located at 25555 Hesperian Blvd., Hayward, CA 94545 during normal business hours. Materials prepared by The Friends of Chabot College and distributed during the meeting are available for public inspection at the meeting or after the meeting if prepared by some other person. Documents related to closed session items or are exempt from disclosure will not be made available for public inspection.