



Wednesday, March 25, 2020

Board of Directors Meeting

4:45-6:00 p.m. – Via Zoom

Board Present: Andersen, Banerjee, Bautista, Bewtra, Khechfe, Davis, Dubin, Espinosa-Pieb, Klinke, Krause, Landsberger, Mahoney, Miner, Nguyen, Santora, Wong-Agbayani, Wong, Zebrowski

Board Absent: Levy, Oropeza, Smith

Staff Present: Cima, Howell, Latta, West,

Guests: Becky Bartindale – District Communications Coordinator; Marisa Spatafore – Associate VP of Communications and External Relations; Odile Bhadkamkar – Finance Committee member; Simon Pennington - Associate VP of College and Community Relations, Marketing and Communications, Foothill College; Susan Cheu – Vice Chancellor Business Services, Savita Vaidhyanathan, De Anza Commission

Minutes

Welcome and Call to Order

Approval of Minutes

- January Minutes Approved
 - Bautista motioned; Krause seconded; all in favor

Introductions – Cima

- Cima introduced former Cupertino Mayor Savita Vaidhyanathan who, although not officially appointed, has volunteered to be co-chair along with Orrin Mahoney of the De Anza Commission.

Chancellor's Report - Miner

- Miner thanked the Board for attending via Zoom. She mentioned that the College Presidents would give greater detail on how Foothill and De Anza are working to support students and transition to all online courses later in the meeting.

- The Colleges plan to start the spring quarter one week later than usual to devote a full week to professional development training for faculty and staff on technology to help support students and keep the campuses running virtually.
- Miner gave some background that last quarter about 50% of Foothill College's FTES were from online courses while De Anza's was about 21%.
- Miner commented the benefit of the colleges being on the quarter system, as there was only a single week of instruction left in the quarter when the shelter in place was put into effect. Instead of having to transition instruction in the middle of a semester, faculty has time to ramp up and get prepared for spring quarter.
- Miner said that some physical classes will not be able to be moved virtually such as ceramics or swimming, but most have been successful in moving to an online platform. Miner is actively working with state licensing boards regarding various allied health programs clinical in person requirements.
- Miner commented at the creativity of faculty in being able to maneuver courses online. She added that the State Chancellor's Office has subscribed to a service called "labster" that allows students to do their labs online.
- Members asked if students were able to get Covid-19 health resources from the colleges. Miner let the board know that our health services were open virtually, but that the colleges were working to refer students to public health information from the CDC, and the county of Santa Clara for resources.
- Prior to the Covid-19 pandemic there had been a drop in international student enrollment due to the various travel bans, however, with the current international population, most intend to finish the spring quarter. The challenge faced by international students now is whether to return to their home countries and take courses online there or stay in the local area.
- Miner reported that the enrollment numbers for spring are down, but not drastically. Currently there are 23,115 students enrolled for spring courses between the two campus, about 1,500 students less than the same date last year.
- Both colleges have moved their student services successfully online. They continue to support students and encouraging them to take a full course load so students qualify for College Promise funding.
- Wong-Agbayani asked about revenue and how with the move to online courses if the District is worried about a decline in revenue. Miner responded that the District has a healthy reserve in place, plus is considered a "hold harmless" district in terms of the funding from the state, meaning that if there is a decline in the 20-21 enrollment the District won't see their funding reduced.

- Espinosa-Pieb reported to the Board that the campus tried to keep their food pantry open as long as possible. Once the shelter in place order went into effect, they worked with West Valley Community Services to take all their non-shelf stable goods there to be distributed. Students who formerly used the De Anza food pantry have been referred to the West Valley Community Services.
- De Anza has constantly been updating its website to provide resources to students, faculty and staff. Services are still being provided to students, just virtually.
- Mahoney asked for an update on the De Anza President search, Miner responded that the search is not anticipated to be delayed due to the crisis. March 20th was the deadline for applications and that interviews would be held in April over Zoom.

President's Report Foothill- Nguyen

- Nguyen let the board know that neither campus has so far had a reported positive case of Covid-19. She thanked the Chancellor for her leadership as the colleges decided to move to a virtual campus.
- The Foothill College food pantry has also closed; it is planning to give out e-gift cards for groceries for students.
- Nguyen thanked the Foundation and the Foundation Board for their continued support of her Chancellor's Circle and President's funds that has allowed her to quickly respond to student needs. Nguyen reported as of today, there are 300 students that have requested assistance.
- Currently President Nguyen is holding daily college-wide Zoom briefings, and invited Foundation board members to join.
- Nguyen also holds weekly virtual Tea with President Thuy for student to answer questions and help student stay connected.
- The college anticipates more students may be struggling with anxiety and depression during the pandemic, so efforts will be made to ramp up mental health services virtually.

Finance Report – Wong-Agbayani

- Wong-Agbayani reported that while February's Consolidated Report showed Foundation's assets were just around \$44 million, due to the market volatility, current assets are now at around \$36 million, an 18% drop from late February.
- After consulting with our asset manager, Kaspick, the Finance Committee recommended that even with the market volatility, the current positioning of investments were solid and prepared to weather the storm.
- Wong-Agbayani reported that the Foundation is at 84% of its current fundraising goal when last year at the same time it was at 70%. A \$1.1 million grant from the Heising Simons Foundation for Foothill's Family Engagement Institute attributed to this

increase. Foundation has identified approximately \$300K in gifts before the end of the year.

- Latta also notified the Board of two outstanding bequests, although she was unsure if they would come in this fiscal year or the next.
- Cima let the Foundation Board know that after consulting with the Chancellor, fellow Foundation staff members and De Anza College leadership, he chose to hold off on hiring a new Director of Development for De Anza College due to the difficulty in trying to onboard a new colleague with the Shelter in Place in addition to current volatility of the market, and its effect on the Foundation's overall budget.

Measures G&H Update – Cima

- Cima reported out on the election results of March 3. Of the two measures that FHDACCD had on the ballot, Measure G passed with over 55% of the vote. The parcel tax measure, Measure H, which needed 66.7% of the vote did not pass.
- Cima reminded the Foundation Board they authorized up to \$250K campaign contribution to the G & H Campaign. The Campaign's fundraising goal was \$500K, and the campaign was able to exceed that goal; the campaign will make a charitable contribution to the Foundation of approximately \$100K. This contribution will be placed back into the Foundation's reserve account.

Bylaws Review – Cima

- Cima let the board know that the bylaws had not been updated since 2012. Any changes to the bylaws cannot be made without notifying the board more than 20 days in advance of the vote on the proposed change so Cima let the board know that this was a first reading of the potential changes.
- Article III Section 4 had a typo – changed word “filed” to “filled.”
- Article IV – Section 3 – amend June to July for the annual meeting. The bylaws state that there is supposed to be an annual meeting in June to vote on the budget but the meeting is now held in July. Wong-Agbayani stated that the budget itself is finished and reviewed by the end of June, but that due to limited availability of members in June, the meeting was moved to July.
- Article VI – Committees and Commissions – Cima highlighted that the Board appoints committee members to the various committees and the Foundation has a long history of including members who are not directors on committees. The current bylaws neither allow nor prohibit the appointment of external individuals to the Board's committees. The proposed change formally permits the Board to make such appointments.
- Cima suggested that the board investigate allowing the appointment of committee members who are not official members of the board of directors. If those committees have the authority to act on your behalf it becomes problematic legally if they do act,

thus advisory committees (Finance and Governance) can have members who are not board members as they only make recommendations to the board on decision making.

- Landsberger commented that the Foundation board should be aware of directives from the California Association of Nonprofits about committee members and their roles as it relates to the decisions made by the board.
- The board agreed to table the adoption of the amendment to the bylaws until next meeting in order to have more discussion.

Foundation Report – Foundation Staff

- Latta reported to the board that the \$140K have been raised in Chancellor's Circle funds with 51 current members. Reminders will be going out this month, though not as per usual. Reminders will be reviewed and handpicked. Latta reminded the Board that Chancellor's Circle members are some of the most loyal and supportive donors.
- The Foothill Alumni Hall of Fame event has been postponed due to Covid-19.
- Cima informed the board that a Covid-19 student emergency fundraiser had been set up and a request went out to donors and alumni. As of the board meeting the fundraiser had raised \$3,838. The money will be used to support students with things like housing, access to technology, and food insecurity.
- Latta told the board that the Los Altos Rotary Cioppino feed raised \$50K to support Foothill College Student Veterans.
- Howell gave kudos to the Foothill Commission who raised over \$9K to support Foothill Music Theatre with their Winter Musical Benefit.
- Krause let the Board know that the KCI is working with the Maker Nexus to use the Makerspace 3-D printers to create PPE for health care workers.

*Meeting adjourned 6:34 pm
Next meeting May 27th via Zoom*