



## VICTOR VALLEY COLLEGE DISTRICT FOUNDATION, INC.

Board of Directors

Meeting: December 14, 2016

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### MINUTES

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Present: Peter Allan, Tim Anderson, Jackie Augustine-Carreira, Don Brown, Larry Cusack, Lorrie Denson, Dennis Haghghat, Fred Hunter, Norm Hurst, Jason Lamoreaux, Mike Nutter, Logan Olds, Teri Ortega, Angela Perdomo, Tracey Richardson, Frank Robinson, Sharon Rodriguez, Eric Schmidt, Shannon Shannon, Marianne Tortorici, Donna Wells, Kevin Yousef, Carol Yule, Robert Sewell (Guest), Catherine Abbott, Kirsten Acosta, Frank Castanos, Jesika Pomponio and Glennis Duncan.

Not Present: Merlin Aalborg, Casey Armstrong, Deedee Garcia, Craig Garrick, Scott Nassif, Mary Pringle, Kirk Riding, Bill Scott, Dawn Serbus, Paul Stanton and Roger Wagner.

- I. The meeting was called to order at 7:05 am. Allan requested a revision to the agenda regarding Engagement of Legal Counsel. MSC (Ortega / Shannon).
- II. **Calendar Review** – The board received and reviewed the December - February 2016 calendars and the major annual events calendar.
- III. **Consent Agenda:** The following items were approved as presented: MSC (Allan / Yule, Schmidt abstained from the minutes).
  - a. Minutes of the November 9, 2016 meeting,
  - b. BP1 – Code of Ethical Conduct / Conflict of Interest,
  - c. JD8.1 – Board Development / Nominating Committee.
- IV. **Items pulled from Consent Agenda: None.**
- V. **Information / Discussion:**
  - a. Bylaws Review Ad-hoc Committee – Allan, Hunter and Schmidt met and have made significant progress in the revision of the Bylaws. A draft will be presented at the Executive Committee and then to full board in February.
  - b. Progress Report – Staff distributed the November 2016 progress, grants and contract / community education and executive director reports.
  - c. Engagement of Legal Counsel – Allan reported that staff and administration have been inundated with letters of requests for additional information from a VVC Trustee regarding the Foundation practices, policies, financial information and MOU performance reports. These requests take up a considerable amount of staff time and disrupt the daily functions and goals of the Foundation. Tortorici suggested working with President Wood to resolve the personal issues with this Trustee before engaging legal counsel. The board agreed to send a letter to Trustee Brady through President Wood requesting all MOU questions be discussed during negotiations of the new MOU. All other requests will only

be responded to if they are submitted from the Trustee Board as a whole. MSC (Yule / Olds). Allan suggested retaining Kevin Porter as legal counsel in regards to possible Foundation legal issues which could relate to staff, as well as guidance during the new MOU negotiations and Griffith endowment policy. Cost is not to exceed \$10,000. MSC (Allan / Lamoreaux, 2 Nay Votes - Haghghat and Wells, Hurst abstained).

VI. **Committee & Task Force Reports:**

- a. VP Resource Development – Caroll Yule – Olds distributed a Hall of Fame silent auction item sign-up list. Abbott reported that this year’s awardees have all been notified. The 2<sup>nd</sup> annual lip sync competition will be held and teams will represent bands. Anyone interested in signing up should let Abbott know.
- b. VP Public Outreach & Recognition – Mike Nutter – No report.
- c. VP Programs & Allocations – Frank Robinson – No report.
- d. VP Campus Connections – Peter Allan – No report.
- e. VP Operations – Norm Hurst – Hurst reported that the ED evaluation should be complete this week and submitted to Schmidt for review.
- f. Treasurer – Shannon Shannon – No report.
- g. Past President – Don Brown – The emeritus council will meet tomorrow at 7:30 am at Johnnie D’s. Diana O’Malley has suggested everyone with President’s Circle sweaters to wear them to Janice Olson’s services this Saturday at Sunset Hills.

VII. **Comments:** Yousef reported that the PAC will be hosting several holiday musical events this month. Schmidt thanked Trustees Pinkerton and Tortorici for their attendance and service to the Foundation board. Sewell reported that Dr. Wagner is hosting an employee holiday open house in the President’s office through Friday. Augustine-Carreira reminded the board to give to Helmets for the Holidays and receive your VVC helmet ornament. Abbott reported that the Foundation offices will be closed from December 22 through January 2. She will be available on her cell if anyone needs any information.

VIII. The meeting adjourned at 8:26 am. MSC (Schmidt / Olds).