



MEETING OF THE BOARD OF DIRECTORS
Wednesday, February 8th, 2018 5:30 pm-7 pm
Peralta Colleges District
333 East 8th Street, Oakland, CA 94606

Minutes

Directors Present:

Jeffrey Chew, Pamela Emerick, Sydney Firestone, Linda Handy, Edward McFarlan, Sean McKaig, William Riley, Ed. D, Sbeydeh Viveros- Walton, and Chancellor Jowel C. Laguerre, Ph.D

Directors Absent:

Andrea Cluver, Michelle Horaney, Christie Pitts, Michael K. Rich, Adam Sanchez

Others Present:

Tim Rice

Call to Order – Sbeydeh Viveros- Walton

Introduction – Nikki Lasley Interim Executive Director

Adoption of Agenda – *Motion: To remove agenda topic: Approval of Minutes for September 13, 2017 and December 13, 2017 Board Meetings”M/S/C Sean McKaig/ Ed Mcfarlan/ Motion Passed.*

Introductions – Sbeydeh Viveros- Walton

Introduced the Interim Executive Director, Nikki Lasley to the group

Public Comment: Tim Rice introduced himself as an employee for over twenty years at Peralta, and currently an employee at Merritt College.

Ratification of Hiring Interim Executive Director – Sbeydeh Viveros- Walton,

The background of this agenda topic: there was a special meeting in December where a reception was held, and the board was going to ratify the Interim Executive Director but the board did not have quorum. This agenda topic is to make sure that there are no questions about Nikki Lasley and her background. The general feeling of this agenda topic was that the board is thankful and thoroughly impressed with Lasley’s expertise that she is bringing to the role and what she has accomplished in the past two months has been stellar. They feel lucky to have a highly qualified candidate as Executive Director to help the foundation through transition and this iteration of who the foundation is.

Motion: To ratify Interim Executive Director. M/S/C Jeffrey Chew/ Edward McFarlan/ Motion Passed.

Finance Committee Report- Sydney Finestone

• **FY17-18 Year-to-Date Financials: December 2017**

The foundation is going through changes, and because there was no fall gala there will be a short fall of revenue. No one is working aggressively on individual and other contributions and that is also why there has been a fall in that revenue. With that said, there is savings in expenses and Lasley will speak to that later in the meeting.

The foundation will move forward to the future and Lasley will speak to the golf tournament so that the foundation can raise the minimum goal and make the expenses equal to revenue. The foundation is in the spring scholarship season so there is hope and work going into making sure students are receiving scholarships that we've budgeted.

- **Update Audit FY16-17**

The audit for the Foundation is now done by the same audit firm that audits the district so this year is a transition. The previous auditors were great at getting things done quickly, but this is a big learning time for the new audits so hopefully we'll be able to resolve all of it quickly and effectively. Today the old executive director spent some time with Lasley to go over some of the questions. With that said, the audit is not ready but hopefully there will be a draft ready by the end of the month for a vote next month.

The foundation is hoping to break even and not go into the reserves, but the reason why the foundation is on budget is because there is no staff and infrastructure so the foundation needs to create the people support to accomplish all the mission and goals and serve the Peralta Community College district.

- **Budget FY18-19**

The budget for the next year usually starts in February so that it can be presented and approved by May. Hopefully there will still be a budget ready by May, but there will be more challenges with creating a budget by then. Hopefully we will deal with the transactional materials so we can work on the budget. This is at the front of the finance committee's mind.

Committee Reports- various

Governance Committee – Sbeydeh Viveros-Walton

- **PCF Transition Task Force Update**

There are some changes in the conversation about whether or not the foundation will be a part of the district or it's own entity, and how that relationship looks. This is very related to the Executive Director Hiring update.

- **Executive Director Hiring Update**

There is a challenge with the original agreement with the Interim Executive Director. When the discussion started about the transition, the offer that was given to Lasley was under the assumption that the Executive Director would become an employee of the district as a district employee. This is common for foundation staff to be district employees, and before the last iteration of the foundation the foundation was a part of the district. The departure of the past Executive Director provides space to reimagine what the foundation could look like with the Chancellor and presidents as partners. Although Lasley extended her contract for the next two weeks, there are serious concerns about renegotiation the offer, as it was created in conjunction with the chancellor with the assumption of the district employee status. As of now she is on board until Friday the 16th and there needs to be some form of firm start date as a district or independent contractor, and there is some belief that the rate will change as we want to make sure the foundation is treating the people that work for the foundation well.

The chancellor added that there are some complications with the process of hiring the executive director through the district as the job description needs to go through an approval process and then open to the public for applicants. If the Executive Director stays a foundation employee there will be more flexibility in hiring where there can be a similar commitment to the employee in terms of benefits and competitive salary but a faster process.

The hiring process of the Executive Director as a district employee or a foundation employee is also very related to the master agreement- and that still needs to be approved. There was clarification that this conversation needed to focus on process, and so the focus was kept to the hiring process not about the terms of the agreement.

There is a back and forth argument about whether or not the Executive Director should be a part of the district or the foundation but the conversation left with the board agreeing that terms had changed and they need to renegotiate the contract as soon as possible so that there is clarity when Lasley's contract ends February 16th.

There is also a conversation about the master agreement here and that also needs to have a vote in the near future. *Motion: To enable the Executive Committee to negotiate compensation letter with the Interim Executive Director until July 1st. M/S/C Jeffrey Chew/ Edward McFarlan/ Motion Passed.*

Executive Director Report – Nikki Lasley

- **Report: First 60 Days - Lessons, Opportunities, Asks**

The foundation is basically starting from the ground up, and there is a push to create a solid foundation and position Peralta as a leader as a community college but also as a career technical opportunity for the community of Alameda County. The earned revenue is forecasted to be just a little under what it was initially budgeted, so there is still work to do but there is financial stability. Contributed revenue will be a combination of local asks to organizations but also upping the effort with the Golf Outing on May 7th. Fees have remained stable but the administrative fees are down based to the various administrative challenges. All that said, expenses are on target and salaries are consistent with other organizations. Scholarships should be higher but overall all is okay. In the last two months Lasley has had big learning about how the organization functions and do not function in different cases. The managed fund process is great and clean and people are very happy with that. There is some need to clean up the deposits and gifts, but there has been a lot of support from the Chancellor and Presidents to keep working on that. Gift acknowledgement process needs to be more consistent which is something else we are working on. Scholarship policy is going to tighten and hopefully move to a same semester giving as the students apply so that we can serve students who need it the most. In general there needs to be an acknowledged stewardship program to let people know what is happening and build more money. There is a need for board members to give to the foundation in order to create a base of financial health for the organization. A lot has been accomplished as the master agreement is almost completed with the hard work of the task force. The year end appeal raised over 2,500 with only going out two weeks to 700 folks. Spring scholarships were launched on Monday and on target timeline to distribute the scholarship funds. There is a lot of rebuilding relationships with stakeholders, college employees and others.

- **Golf Tournament – May 7, 2018**

Lasley needs extra help with the golf tournament as it is a big fundraiser for the foundation. People are excited about the opportunity to bring in businesses and community members. There was talk about inviting the school presidents and maybe having some type of competition with Cal. There is an obvious need of messaging and providing a clear opportunity for people to play and participate in the golf outing. The goal is to make more than last year. There will be a need to have an independent contractor come in and help run the event and there is someone that Lasley has in mind to hire. Board help is needed in terms of the golf outing, and Lasley will provide names of companies to reach out to as sponsors and a script to follow with outreach.

Next Meeting Dates- Sbeydeh Viveros Walton

a. April 11, 2018 | 5:30pm-7:30pm

There will be a doodle poll sent out from Lasley for the session about the master agreement. There are many channels that the master agreement must pass through in order to be approved.

Call for Adjournment – Edward McFarlan, Jeffrey Chew/ motion passed