

SANTA CLARITA COMMUNITY COLLEGE DISTRICT
BOARD OF TRUSTEES

JOINT MEETING WITH THE
COC FOUNDATION BOARD OF DIRECTORS
WEDNESDAY, APRIL 27, 2005
MINUTES

The Business Meeting of the Board of Trustees of the Santa Clarita Community College District was called to order on Wednesday, April 27, 2005, by Board President Joan MacGregor, in the Staff Dining Room of the Student Center, College of the Canyons, 26455 Rockwell Canyon Road, Santa Clarita, California.

Members Present: Mr. Bruce D. Fortine
 Mr. Ronald E. Gillis
 Mrs. Michele R. Jenkins
 Mrs. Joan W. MacGregor
 Mr. Ernest L. Tichenor
 Mr. Steven Vanover, Student Trustee

Others Present: Dr. Dianne Van Hook, Superintendent-President
 Ms. Kathleen Maloney, Executive Director, COC Foundation
 Mr. Steve Zimmer, Vice-Chairman, Foundation Board of Directors
 Mr. Joe Klocko, Finance Chairman, Foundation Board of Directors
 Mr. Kevin Holmes, Finance Committee Member, Foundation Board of Directors
 Mr. Art Cornelius, Parliamentarian, Foundation Board of Directors
 Ms. Sharlene Coleal, VP, Business Services and Treasurer, Foundation Board of Directors
 Dr. Barry Gribbons, VP, Institutional Development, Technology, and Online Services/
 Interim Assistant Superintendent
 Ms. Connie Luechtefeld, President's Circle Chairwoman, Foundation Board of Directors
 Mr. Bill Kennedy, Member, Foundation Board of Directors
 Ms. Julie Sturgeon, Member, Foundation Board of Directors
 Mr. Jim Lauffer, Member, Foundation Board of Directors
 Ms. Cindy Smith, Member, Foundation Board of Directors
 Ms. Dena Maloney, Dean, Economic Development and Member, Foundation Board of Directors
 Mr. Gary Condie, Member, Foundation Board of Directors
 Mr. Cal Naulls, Member, Foundation Board of Directors
 Ms. Rita Garasi, Member, Foundation Board of Directors
 Ms. Amy Grant, Member, Foundation Board of Directors
 Ms. Terry LaRue, Executive Assistant, COC Foundation
 Ms. Lynne Mayer, Administrative Assistant to the Board of Trustees/
 Superintendent-President

President MacGregor declared a quorum and called the meeting to order at 5:35 p.m.

**QUORUM
 ESTABLISHED
 (1.1)**

The Board moved to Closed Session to discuss the following:

**CLOSED SESSION
 (1.2)**

1.2a Conference with Labor Negotiator
 Santa Clarita Community College District Representative:
 Dr. Michael Wilding
 College of the Canyons Faculty Association (COCFA)

- 1.2b Conference with Labor Negotiator
Santa Clarita Community College District Representative:
Dr. Michael Wilding
Part Time Faculty United-AFT Local 6262
- 1.2c Conference with Real Property Negotiator(s)
Property APN's #2839-002-026, -027; #2839-004-024, -028, -041
Agency Negotiators: Dr. Dianne Van Hook and Mr. Jim Schrage
Negotiating Parties: Mr. Bob Kellar, Mr. Marty Kovacs,
Mr. Michael Rodgers
Under Negotiation: Price and Terms of Payment
Those present in Closed Session were Coleal, Fortine, Gillis, Jenkins,
MacGregor, Schrage, Tichenor, Van Hook, and Wilding.
The Board returned to Open Session at 7:25 pm. President MacGregor
announced the Board took no action in Closed Session.

President MacGregor asked Mr. Zimmer to lead the flag salute.

**FLAG SALUTE
(1.3)**

President MacGregor welcomed all present and invited members of the audience desiring to address the Board to so indicate and they would be recognized. On behalf of her fellow trustees, she thanked the members of the COC Foundation Board of Directors for being present at the joint meeting.

**WELCOME GUESTS
(1.4)**

The Board moved approval of the Agenda for the meeting.

Motion: Jenkins Second: Tichenor Record of Board Vote: 5-0
Student Opinion: aye

**APPROVAL OF AGENDA
(1.5)**

Dr. Van Hook introduced Ms. Donna Haywood and Ms. Sharlene Duzick, both alumnae of College of the Canyons. They addressed the Boards about the importance of scholarships for students, and shared their personal experiences and connections as students to College of the Canyons.

**RECOGNITION/
INFORMATION
(1.6)**

Ms. MacGregor administered the Foundation's Oath of Office to two new members of the COC Foundation Board of Directors, Ms. Cindy Smith and Ms. Rita Garasi.

The Board moved to accept the Annual Gifts to the Foundation for the Period July 1, 2003 through June 30, 2004

Motion: Fortine Second: Tichenor Record of Board Vote: 5-0
Student Opinion: aye

**ACCEPTANCE OF
ANNUAL GIFTS TO THE
FOUNDATION FOR THE
PERIOD 07/01/03
THROUGH 06/30/04
(2.1)**

Mr. Holmes provided an overview of the Management Discussion & Analysis (MD&A) to the two Boards. Mr. Holmes reviewed the components of the annual financial report, the statement of activities, the revenues raised, expenses, net assets, cash flow, liabilities and other selected financial highlights. Ms. Maloney noted the Foundation is running two successful campaigns and that she would like to see the scholarship base increase. There was a brief question and answer period.

**PRESENTATION OF THE
COC FOUNDATION
MANAGEMENT
DISCUSSION AND
ANALYSIS FOR THE
2003-2004 AUDITED
FINANCIAL
STATEMENTS
(2.2)**

In a presentation by Ms. Maloney, the Boards received information on the College of the Canyons Foundation Commensurate Return to the Santa Clarita Community College District. She reviewed the donations from the Foundation to the District, offset by the District's contributions back to the Foundation.

**PRESENTATION ON THE
COC FOUNDATION
COMMENSURATE
RETURN TO THE SCCCD
(2.3)**

The Board moved Approval of Audit Engagement Letter from Vavrinek, Trine, Day & Co., LLP for Services Related to the College of the Canyons Foundation Annual Audit for the Year Ending June 30, 2005.

Motion: Jenkins Second: Tichenor Record of Board Vote: 5-0
Student Opinion: aye

**APPROVAL OF AUDIT
ENGAGEMENT LETTER
FROM VAVRINEK,
TRINE, DAY & CO., LLP
FOR SERVICES
RELATED TO THE COC
FOUNDATION ANNUAL
AUDIT FOR THE YEAR
ENDING JUNE 30, 2005
(2.4)**

The two Boards received an Update on New Fundraising Initiatives by the College of the Canyons Foundation, including:

- Newhall Coffee/Java & Jazz Coffee Kiosk – Ms. Coleal provided a status of where we are with this project and the timeline for moving forward.
- University Center Campaign – Mr. Jay Grigsby, Netzel Associates presented an overview of this important campaign and the progress to date.
- Performing Arts Center Patrons Group/Endowment – Dr. Gribbons and Ms. Rita Garasi (Endowment Chair, Patrons of the Performing Arts) provided an overview of the status and structure of this group.
- Program Sponsorships for 2005/06 Season at the Vital Express Center – Ms. Cathy Ritz, Director of Development, COC Foundation, presented the preliminary planned strategy to be put into action for corporate sponsorships.

**UPDATE ON NEW
FUNDRAISING
INITIATIVES BY THE
COC FOUNDATION
(2.5)**

Ms. Coleal provided an overview of the need for such an agreement for the Performing Arts Center, the University Center and any other naming opportunity on campus. Another item for naming opportunities for other buildings and structures on campus will be brought to the Board of Trustees at a future meeting. The Board moved Approval of Supplemental Agreement Between Santa Clarita Community College District and the College of the Canyons Foundation for Naming Opportunities.

**APPROVAL OF
SUPPLEMENTAL
AGREEMENT BETWEEN
SCCCD AND THE COC
FOUNDATION FOR
NAMING
OPPORTUNITIES
(2.6)**

Motion: Tichenor Second: Gillis Record of Board Vote: 5-0
Student Opinion: aye

The two Boards received a Presentation on the College of the Canyons Foundation Strategic Plan and Progress on Key Issues from Ms. Maloney. From a retreat in January 2004, several goals were established, including Board and staff development, operational self-sufficiency, and establishing endowments. She highlighted the ways these goals are being achieved and met for the future.

**PRESENTATION ON THE
COLLEGE OF THE
CANYONS FOUNDATION
STRATEGIC PLAN AND
PROGRESS ON KEY
ISSUES
(2.7)**

There was a revision to this item distributed at the Board meeting, and the item was presented for information, not action. Ms. Coleal announced that the finalized version will be brought back at a future date for approval by the Board. In order to have an auxiliary organization, the District must have implementing regulations. The Board was provided with a review of the Updated Implementing Regulations for the Santa Clarita Community College District for Auxiliary Organizations.

**REVIEW OF UPDATED
IMPLEMENTING
REGULATIONS FOR THE
SANTA CLARITA
COMMUNITY COLLEGE
DISTRICT FOR
AUXILIARY
ORGANIZATIONS
(2.8)**

Dr. Van Hook noted that in order to begin the fundraising and build on the endowments for next season, the artists for the coming year are being presented for approval at this time. Ms. Karen Schmidt, Theatre Manager, noted they are working with other venues to provide “block booking” and partnering with other theatres in the area. The Board moved Approval of Artist Offers for the 2005-2006 Season at the Vital Express Center for the Performing Arts.

Motion: Jenkins Second: Tichenor Record of Board Vote: 4-1
Opposed: Fortine
Student Opinion: aye

APPROVAL OF ARTIST OFFERS FOR THE 2005-2006 SEASON AT THE VITAL EXPRESS CENTER FOR THE PERFORMING ARTS (2.9)

The two Boards were provided with a Review of the Master Agreement and Supplemental Agreement Between Santa Clarita Community College District and College of the Canyons Auxiliary Services Foundation by Ms. Coleal. Dr. Van Hook noted this is not a separate entity being set up to compete with our existing foundation, but rather is for the ability to track financial activity. The Board of Trustees will be discussing this item in more depth on a future agenda.

REVIEW OF THE MASTER AGREEMENT AND SUPPLEMENTAL AGREEMENT BETWEEN SCCCD AND COC AUXILIARY SERVICES FOUNDATION (2.10)

The Board moved Approval of the Revision to the Master Agreement By and Between Santa Clarita Community College District and the College of the Canyons Foundation. The Foundation Board also moved and approved this item (Motion: Lauffer, Second: Gribbons).

Motion: Gillis Second: Jenkins Record of Board Vote: 4-0-1
Abstain: Fortine
Student Opinion: abstain

APPROVAL OF THE REVISION TO THE MASTER AGREEMENT BY AND BETWEEN SCCCD AND THE COC FOUNDATION (2.11)

The two Boards received a Presentation on the Status of the Agreement between Vital Express and the College of the Canyons Foundation Regarding Naming the Performing Arts Center by Dr. Gribbons, who discussed how this agreement was drafted. He noted the agreement has been presented to Lisa and Dan Boaz and we are waiting to receive their input. Mr. Cornelius noted that the Boaz’s are extremely dedicated to this donation and want to see it through to fruition. Both the COC Foundation and the Board of Trustees are hoping to finalize this agreement quickly.

PRESENTATION ON THE STATUS OF THE AGREEMENT BETWEEN VITAL EXPRESS AND THE COC FOUNDATION REGARDING NAMING THE PERFORMING ARTS CENTER (2.12)

An Update on the College of the Canyons Foundation Policy Manual was provided by Ms. Maloney. She noted the executive committee will be reviewing the final policies in the near future. Mr. Zimmer noted it has been a great undertaking and will be of great use to the Foundation.

UPDATE ON THE COC FOUNDATION POLICY MANUAL (2.13)

A Presentation on Select College of the Canyons Foundation Board of Directors Committees Activities was presented by the committee chairs of various committees. Those who provided input and their respective committees were:

- Ms. Luechtefeld – Chair of President’s Circle committee.
- Mr. Condie – Chair of the Board Governance committee.
- Ms. Sturgeon – Chair of the Scholarship committee.
- Mr. Cornelius - Chair of the Cougar Club.
- Ms. Michele Edmonson presented on behalf of Ms. Peggy Cannistraci – Chair of the Alumni & Friends Group.
- Dr. Gribbons – Chair of Silver Spur committee.
- Mr. Holmes – Chair of Finance.

PRESENTATION ON SELECT COC FOUNDATION BOARD OF DIRECTORS COMMITTEES ACTIVITIES (2.14)

Mr. Condie shared his ideas and provided a review of his committee's work under Item 2.14.

**PRESENTATION ON THE
COC FOUNDATION
BOARD ORGANIZATION
AND DEVELOPMENT
(2.15)**

Ms. MacGregor discussed the idea of the having the Foundation Convene a Sub-Committee to address Foundation Organization and Staffing Structure.

**PRESENTATION OF COC
FOUNDATION
PROPOSAL TO
CONVENE A SUB-
COMMITTEE ON
FOUNDATION
ORGANIZATION AND
STAFFING STRUCTURE
(2.16)**

Mr. Zimmer suggested that a joint sub-committee be formed with members of the Board of Trustees and the Foundation Board to address the Foundation organization and staffing structure. He also felt both Boards could benefit by addressing their individual roles to support the Performing Arts Center in the future.

Ms. MacGregor requested this item be placed on the May 4th agenda for the Board of Trustees (a special meeting of the Board) for Action.

Ms. MacGregor thanked the Foundation Board members for participating in this joint meeting. Mr. Zimmer thanked the Board of Trustees and the Foundation Board members for their time and efforts to making the meeting a success.

At this time, the members of the Foundation Board of Directors departed. The Board of Trustees continued with their business items on the agenda.

The Board moved Approval of Resolution 2004/05-21: Purchase of Property for Canyon Country Educational Center.

**APPROVAL OF
RESOLUTION 2004/05-
21: PURCHASE OF
PROPERTY FOR
CANYON COUNTRY
EDUCATIONAL CENTER
(3.1)**

Motion: Jenkins Second: Gillis Record of Board Vote: 5-0
Student Opinion: aye

The Board moved Approval of Consultant Agreement for Geotechnical Services for the PE Addition and Tennis Courts Project.

**APPROVAL OF
CONSULTANT
AGREEMENT FOR
GEOTECHNICAL
SERVICES FOR THE PE
ADDITION AND TENNIS
COURTS PROJECT
(3.2)**

Motion: Tichenor Second: Gillis Record of Board Vote: 5-0
Student Opinion: aye

None.

**COMMENTS BY THE
AUDIENCE FOR ITEMS
NOT ON THE AGENDA.
(4.1)**

There was a request to add an open session agenda item to the May 4 Special Board meeting to appoint a member (or members) of the Board to the Foundation sub-committee for the Foundation organization and staffing structure.

**RECAP/REQUEST FROM
BOARD MEMBERS TO
HAVE AN ITEM PLACED
ON A FUTURE AGENDA
(4.2)**

Ms. MacGregor announced and reminded the Board of the following:

- There will be a Special Meeting of the Board for the Superintendent-President evaluation and one open session agenda item on May 4, 2005 at 6:30pm. in the Superintendent-President's office.
- May 9 is the educational forum in the PAC. Ms. Jenkins will be speaking at this event.
- The Board has been asked to do another FLEX workshop on August 8. It is tentatively scheduled to be held from 1:00 to -3:00 pm.
- The Board's budget was distributed to the trustees for their input. She will go forth with what was proposed for the 2005/06 year.

**RECAP/REQUEST FROM
BOARD MEMBERS TO
HAVE AN ITEM PLACED
ON A FUTURE AGENDA
(4.2) con't**

The meeting was adjourned at 10:36 pm. The Board reconvened to Closed Session until 11:05 pm, at which time they returned to Open Session and announced the Board took no action.

President MacGregor announced the next Business meeting will be held on Wednesday, May 11, 2005 at 5:30 pm for Closed Session and 7:00 pm for Open Session in S-132, Staff Dining Room, College of the Canyons Student Center.

**ANNOUNCEMENT OF
NEXT SPECIAL MEETING
(05/04/05) AND
BUSINESS MEETING
(05/12/04) AND
ADJOURNMENT
(5)**

There being no further business, the meeting was adjourned at 11:07 p.m.

Mr. Bruce D. Fortine, Clerk
Board of Trustees
Santa Clarita Community College District

Dr. Dianne G. Van Hook
Superintendent-President
College of the Canyons

Entered in the proceedings of the District _____