

BOARD OF DIRECTORS REGULAR MEETING

Tuesday, June 23, 2015 - 12:00 p.m.

Board Room #107, District Office

MINUTES

I. CALL TO ORDER

The meeting was called to order at 12:25 p.m. by Ms. Kristin Crellin

II. ROLL CALL

Members in attendance: Ms. Arianna Barrios, Ms. Kristin Crellin, Mr. Todd O. Litfin, Mr. Richard Porras and Ms. Nelida Mendoza Yáñez

Ex-Officio Voting Members in attendance: Mr. Enrique Perez and Dr. Raúl Rodríguez

Ex-Officio Non-Voting Members in attendance: Mr. John Didion, Dr. Erlinda Martinez and Dr. John Weispfenning

Guests: Mr. Ken August and Mr. Robert Feldhake

Not Present: Ms. Claudia C. Alvarez, Mr. David G. Coffaro, Mr. Peter Hardash, Mr. Hector J. Infante and Mr. Eddie Marquez

III. APPROVAL OF THE AGENDA

A. Amendments and Corrections

Ms. Crellin noted the following correction to the agenda:

- a. Omission of Item IX.A - Treasurer's Report for May 2015, as this was not finalized and ready for this meeting.

B. Approval of Agenda

It was moved by Ms. Mendoza Yáñez, seconded by Mr. Litfin and carried unanimously to approve the June 23, 2015 Regular Meeting Agenda.

IV. APPROVAL OF MINUTES

A. Corrections

No corrections were made to the minutes of the May 12, 2015 regular meeting.

FOUNDATION BOARD MEMBERS:

Claudia C. Alvarez • Arianna Barrios • Kristin Crellin • Hector J. Infante • Todd O. Litfin • Eddie Marquez • Nelida Mendoza Yáñez • Richard Porras • David G. Coffaro

Ex-Officio Members-Voting: Dr. Raúl Rodríguez • Peter Hardash • Enrique Perez

Ex-Officio Members-Non Voting: John Didion • Dr. Erlinda Martinez • Dr. John Weispfenning

B. Approval of the Minutes

It was moved by Ms. Mendoza Yáñez, seconded by Mr. Porras and carried unanimously to approve the May 12, 2015 regular meeting minutes.

V. **PUBLIC COMMENT**

Mr. Morrie Barembaum and Dr. Barry Resnick spoke regarding the agreement between the Colleges of Excellence in Saudi Arabia and the Rancho Santiago Community College District Foundation.

VI. **PRESIDENT'S REPORT**

No report was given by the President.

VII. **EXECUTIVE DIRECTOR'S REPORT**

No report was given by the Executive Director.

VIII. **COMMITTEE REPORTS**

No committee reports were given.

Mr. Porras left the meeting at this time.

IX. **TREASURER'S REPORT**

A. Treasurer's Report

The Treasurer's Report for March 2015 and April 2015 were reviewed. The Treasurer's Report for May 2015 was omitted as noted in Item IV.A, corrections to the agenda.

B. Investment Report

The Investment Report was reviewed and discussion ensued.

It was moved by Ms. Barrios, seconded by Dr. Rodríguez and carried unanimously to approve the March 2015 and April 2015 Treasurer's Reports and the Investment Report.

X. **STAFF REPORTS**

No reports were given by staff.

XI. **BOARD MEMBER COMMENTS**

No comments were given by board members.

XII. ITEMS FOR DISCUSSIONS AND/OR ACTION

A. Approval of the Capability Building Contract between Rancho Santiago Community College District Foundation with Colleges of Excellence Company and Al Khaleej Training and Education in the Kingdom of Saudi Arabia

Mr. Robert Feldhake, Board counsel, presented the Capability Building Contract for tentative approval. Mr. Feldhake reported that an addendum will be added to the contract to further insure the Foundation is in compliance of California and U.S. laws.

Mr. Feldhake also presented the Joint Venture Agreement (Item XII.B) at this time.

Discussion ensued about both agreements.

It was moved by Dr. Rodríguez, seconded by Mr. Litfin and carried unanimously to tentatively approve the Capacity Building Contract and Joint Venture Agreement.

B. Approval of the Joint Venture Agreement between the Rancho Santiago Community College District Foundation with Al-Khaleej Training and Education

This item was discussed as part of Item XII.A.

C. Accepting of End of Term of Service on RSCCD Foundation Board of Directors for Rossina Gallegos of Union Bank

This item was presented for informational purposes only.

D. Proposed New Board of Directors Structure

Mr. Perez reported that the committee has not yet met and no action was taken.

E. Approval of New Board Members

No new board members were presented for approval.

VI. PRESIDENT'S REPORT

Ms. Crellin asked to return to Item VI – President's Report and asked each college president to report on news from their college.

Dr. Martinez provided a report on Santa Ana College and Dr. Weispfenning reported on Santiago Canyon College.

XIII. CLOSED SESSION

A. Pending or potential litigation – Faculty Association of the Rancho Santiago Community College District re alleged Brown Act violations by the Foundation Board. Govt. Code §54956.9(a), (b), (c)

It was recommended by Mr. Feldhake that, since all items have been discussed in open session, no closed session was required. It was agreed that there would be no closed session.

XIV. **RETURN TO OPEN SESSION**

No report.

XV. **FUTURE MEETINGS**

Tuesday, September 22, 2015 – Board of Directors Regular Meeting

VI. **PRESIDENT’S REPORT**

Ms. Barrios added to the President’s Report a report on her meeting with the new Executive President of the Boys & Girls Club in Tustin.

XVI. **ADJOURNMENT**

The next regular meeting of the Board of Directors will be held on September 22, 2015 at 2323 N. Broadway, Santa Ana, California 92706 at 12 p.m.

There being no further business, Ms. Crellin adjourned the meeting at 1:05 p.m.

Minutes Approved: July 16, 2015