



2323 North Broadway • Santa Ana, CA 92706 -1640 • (714) 480-7460 • www.rscdd.edu

Santa Ana College • Santiago Canyon College

**RANCHO SANTIAGO COMMUNITY COLLEGE DISTRICT FOUNDATION
BOARD OF DIRECTORS MEETING**

AGENDA

Date/Time : **Tuesday, May 12, 2015--12:00 p.m.**

Location : **Executive Conference Room #114**
Rancho Santiago Community College District
2323 North Broadway, Santa Ana, California 92706

In compliance with the Ralph M. Brown Act, this Agenda is being posted and sent to you in advance of a scheduled meeting of the Board. All discussion, deliberation as well as action on these items needs to occur at the meeting, and should not be subject of either serial email communications outside of the agendized meeting, phone conversations or direct communications between or among Board members for the purpose of discussing or deliberating on any items.

I. CALL TO ORDER

II. ROLL CALL

III. APPROVAL OF THE AGENDA

Action may be taken by the Board of Directors on any item listed on this Agenda.

- A. Amendments and Corrections (if any)
- B. Approval of Agenda

IV. APPROVAL OF MINUTES – March 24, 2015 Board Meeting

- A. Corrections (if any)
- B. Approval of the Minutes

FOUNDATION BOARD MEMBERS:

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

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

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

V. PUBLIC COMMENTS

At this time, members of the public may address the Board of Directors regarding any item within the subject matter jurisdiction of the Board, provided that no action may be taken on off-Agenda items unless authorized by law. Comments shall be limited to five minutes per person and twenty minutes for all comments, unless different time limits are set the President and approved by the Board.

VI. PRESIDENT'S REPORT

VII. CEO'S REPORT

VIII. COMMITTEE REPORTS

IX. TREASURER'S REPORT

X. STAFF REPORTS

XI. BOARD MEMBER COMMENTS

XII. ITEMS FOR DISCUSSIONS AND/OR ACTION

- A. Approval of Retention Agreement with The Feldhake Law Firm, APC (for discussion and/or action).
- B. Approval of the Conflict Waiver Agreement with the Feldhake Law Firm, APC (for discussion and/or action).
- C. Approval and ratification of Kristin Crellin as an elected member of the Rancho Santiago Community College District Foundation and as a representative of the Santa Ana College ("SAC") Foundation (for discussion and/or action).
- D. Approval and ratification of the Rancho Santiago Community College District Foundation's revised business plan effective September 28, 2011 (for discussion and/or action).
- E. Approval and ratification Rancho Santiago Community College District Foundation's revised Bylaws effective October 31, 2013 (for discussion and/or action).
- F. Approval and ratification of March 2014 expenditures for Raul Rodriguez and Enrique Perez for travel to San Francisco on April 2, 2014 to meet with Colleges of Excellence Company's representative(s) (for discussion and/or action).

- G. Approval and ratification of acceptance of \$15,000 from SchoolsFirst Credit Union Bank to be used in connection with international activities. (for discussion and/or action)
- H. Approval and ratification of Rancho Santiago Community College District Foundation's Mission Statement effective September 25, 2014 (for discussion and/or action).
- I. Approval and ratification of January 28, 2015 Binding Letter of Execution with the Colleges of Excellence Company (for discussion and/or action).
- J. Approval and ratification of payment to Gus Chamorro pursuant to the January 28, 2015 Binding Letter of Execution with the Colleges of Excellence Company (for discussion and/or action).
- K. Approval and ratification of payment to Christopher Mackie pursuant to the January 28, 2015 Binding Letter of Execution with the Colleges of Excellence Company (for discussion and/or action).
- L. Approval and ratification of interim payment instruction agreement with Al Khaleej Training and Education (for discussion and/or action).
- M. Approval and ratification of Preliminary Agreement fiveD Learning, Inc., a Delaware corporation, dated February 19, 2015 (for discussion and/or action).
- N. Approval and ratification of Memorandum of Understanding Regarding Joint Venture to Develop Community Colleges in the Kingdom of Saudi Arabia with Al Khaleej Training and Education (for discussion and/or action).
- O. Discussion of current Board of Directors/Staff procedures—addressing recent communications and discussion of enhanced Board and staff procedures for best practices, transparency and full compliance with all legal requirements (for discussion only).
- P. Discussion of current governance structure of Board of Directors of the Foundation, relevant Bylaw provisions (for discussion only).
- Q. Approval and ratification of unconditional commitment as to compliance with the Ralph M. Brown Act (for discussion and/or action).

XIII. CLOSED SESSION

THE BOARD OF DIRECTORS WILL NOW BE MOVING INTO CLOSED SESSION. MATTERS TO BE DISCUSSED ARE THOSE PERMITTED BY GOVERNMENT CODE SECTIONS 54956.8, 54956.9, 54956.95, 54957, AND 54957.6 – PERSONNEL, LITIGATION, AND/OR REAL PROPERTY.

A. Pending 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) (for discussion and/or action)

XIV. RETURN TO OPEN SESSION

(Announcement of Action Taken in Closed Session As Required Under Brown Act and California Law)

XV. FUTURE MEETINGS

June 23, 2015 – Board of Directors Regular & Annual Meeting

XVI. ADJOURNMENT

The next regular and annual meeting of the Board of Directors will be held on June 23, 2015 at 2323 N. Broadway, Santa Ana, California 92706 at 12 p.m.

Americans with Disabilities Act

The Rancho Santiago Community College District Foundation (the “Foundation”) conforms to the protections and prohibitions contained in Section 202 of the Americans with Disabilities Act of 1990 and the Federal Rules and Regulations adopted in implementation thereof. A request for disability related modification or accommodation, in order to participate in a public meeting of the Foundation, shall be made to: Enrique Perez, J.D., Executive Director, Rancho Santiago Community College District Foundation, 2323 N. Broadway, Santa Ana, California 92706, (714) 480-7460.