



**Planning Session of the Foundation Board  
Minutes for Wednesday, October 27, 2021  
9AM to 4PM**

**Meeting Participants**

**Voting Board Members Present (17 members)**

Christine Anderson (Chair), Norma Castaneda, Bill Chunowitz, Marge Dodge, Carol Fragen, Barbara Fromm, Paul Hinkes, Peggy Jacobs, Jim Johnson, Thomas Minder, Joanne Mintz, Barbara Foster Monachino, Diane Rubin, Jane Saltonstall, Leslie Usow, Jim Williams and Jake Wuest

**Non-Voting Board Members Present**

Catherine Abbott and Martha Garcia

**Board Members Not Present**

Carol Bell Dean, Peggy Cravens, Kim Dozier, Jim Greene, Dale Landon, Donna MacMillan, Rob Moon, Marlene O'Sullivan, John Ramont and Bonnie Stefan

**Guest(s) & Staff**

Jeff Bagel (EAdvancement), Gailya Brown, Liz Chambers, Veronica Daut, Jessica Enders, Ana Hernandez, Dakota De La Torre (Student), Matt Durkan, Brandon Harrison (Eide Bailly), Juli Maxwell, Christina Paredes (Student) and Kirstien Renna

**Recorder**

Eve-Marie Dehondt

**Meeting Minutes**

**1. Call to Order/Roll Call**

**1.1 Call to Order**

The meeting was called to order at 9:07AM.

Martha Garcia joined the meeting at 12:45PM.

**1.2 Resignation from Board Member Rob Kincaid Update**

Christine Anderson informed the Board that Rob Kincaid resigned from the Foundation Board due to a lack of availability.

## 2. Approval of Agenda

**2.1 Approval of Agenda: Foundation Board of Directors Planning Session of October 27, 2021:** Pursuant to Government Code Section 54954.2(b)(2), the Board may take action on items of business not appearing on the posted agenda, upon a determination by a two-thirds vote of the members of the legislative body present at the meeting, or, if less than two-thirds of the members are present, a unanimous vote of those members present, that there is a need to take immediate action and that the need for action came to the attention of the local agency subsequent to the agenda being posted as specified in subdivision (a).

**2.2 Confirmation of Agenda:** Approval of Agenda for the Board of Directors Planning Session of October 27, 2021 with any addition, correction or deletions.

Christine Anderson asked to add the approval of the Student Board Member, Hasan Rakipi, under the Consent Agenda. This will become **agenda item 6.3**.

### 2.2 Conclusion

Bill Chunowitz moved to approve the agenda as updated, Barbara Fromm seconded. Motion carried.

2.2 Follow-up Items	2.2 Task of	2.2 Due by
None	None	None

## 3. Approval of Minutes

**3.1 Approval of September 29, 2021 Foundation Regular Board of Directors Meeting Minutes**

Diane Rubin moved to approve the minutes as presented, Barbara Foster Monachino seconded. Motion Carried.

3.1 Follow-up Items	3.1 Task of	3.1 Due by
None	None	None

## 4. Comments from the Public

**4.1 Comments from the Public:** In accordance with Assembly Bill 361 and guidance from the California Department of Public Health on gatherings, remote public participation is allowed. Questions will be accepted by email to [codfoundation@collegeofthedesert.edu](mailto:codfoundation@collegeofthedesert.edu) and read into the record during public comment. Persons who wish to speak to the Board on any item not already on the agenda may do so at this time. There is a time limit of three (3) minutes per person and fifteen (15) minutes per topic, unless further time is granted by the Board. This

time limit will be doubled for members of the public utilizing a translator to ensure the non-English speaker receives the same opportunity to directly address the Board, unless simultaneous translation equipment is used. Requests should be directed to the Foundation as soon in advance of the Board meeting as possible

There were no comments from the public and no member of the public was present.

## 5. Mission Moment

Marge Dodge introduced two of the Learning to Lead students: Dakota De La Torre and Christa Paredes, who provided insights on the Learning to Lead programs. Marge Dodge indicated that there were 4 successful students selected for the program out of 47 applicants.

5.0 Follow-up Items	5.0 Task of	5.0 Due by
None	None	None

## 6. Consent Agenda Items

**Consent Agenda:** Blanket Motion: All Consent items were voted on in one motion. Any Board Member may request that any item(s) be moved to the Action Agenda.

### 6.1 Approve the September 27, 2021 Audit Committee Meeting Minutes

### 6.2 Approve the Financial Statements for period ended August 31, 2021 - item pulled

### 6.3 Approve Hasan Rakipi as the Foundation Student Board Member for year 2021-2022

Jim Johnson asked to remove item 6.2 of the consent agenda.

## 6. Conclusion

Tom Minder moved to approve the consent agenda items 6.1 and 6.3, Carol Fragen seconded. Motion carried.

6. Follow-up Items	6. Task of	6. Due by
None	None	None

## 7. Action Agenda (Items pulled from the Consent Agenda for Separate discussion and consideration)

Item agenda 6.2 "Approve the Financial Statements for period ended August

**31, 2021"** from the consent agenda was pulled.

Jim Johnson asked questions on the allocation of some of the funds and Kirstien Renna and Catherine Abbott provided clarifications.

Jim Johnson moved to approve the Financial Statements for period ended August 31, 2021, Diane Rubin seconded. Motion carried.

<b>7. Follow-up Items</b>	<b>7. Task of</b>	<b>7. Due By</b>

## **8. Discussions & Action Items**

### **8.1 Review and Approve the 2020-2021 Audited Financial Statements (Eide Bailly)**

Diane Rubin thanked Kirstien Renna and Mike Rodriguez for a successful audit. Diane Rubin introduced Brandon Harrison from Auditing firm Eide Bailly, who presented the audit to the Board and responded to their questions.

Kirstien Renna thanked her team and the Foundation staff for their work on the audit.

#### **8.1 Conclusion**

The Audit Committee made the motion to approve the 2020-2021 Financial Audited Statement as presented. Motion carried unanimously.

<b>8.1 Follow-up Items</b>	<b>8.1 Task of</b>	<b>8.1 Due by</b>
None	None	None

### **8.2 Resolution of the Board of Directors of the College of the Desert Foundation Making Findings and determinations under AB 361 for Continued Virtual Meetings (Catherine Abbott)**

The resolution presented provides the ability for the Board and associated Committees to host hybrid meetings (Online and In-Person or fully online) for the next 30 days. The Board agreed that hybrid meetings were recommended.

Christine Anderson indicated that this resolution will be added to the Board next meeting agenda until the State of Emergency is lifted in California.

#### **8.2 Conclusion**

Tom Minder moved to approve the Resolution of the Board of Directors of the College of the Desert Foundation Making Findings and determinations under AB 361 for Continued Virtual Meetings, Barbara Fromm Seconded. Motion carried.

**8.2 Follow-up Items****8.2 Task of****8.2 Due by**

The Board and Committee meetings will be hybrid meetings in November 2021		
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**9. Planning Session Items****9.1 Ice Breaker**

Catherine Abbott led the ice breaker and Board members shared something that nobody knew anything about themselves.

**9.1 Follow-up Items****9.1 Task of****9.1 Due by**

None	None	None
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**9.2 Introduction of today's Facilitator, Jeff Bagel**

Catherine Abbott introduced Jeff Bagel, principal at EAdvancement.

**9.2 Follow-up Items****9.2 Task of****9.2 Due by**

None	None	None
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**9.3 Aiming High!**

The Board went through an exercise where they imagined the USA Today headline claimed "College of the Desert Foundation Ranked Best Institutionally Related Foundation In The Country"

**9.3 Follow-up Items****9.3 Task of****9.3 Due by**

None	None	None
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**9.4 You've Heard the Word "Auxiliary" but What Does It really Mean? (Jeff Bagel)**

Jeff Bagel provided a deeper understanding of the Foundation's mission and dived into the important role the Foundation plays to support the College of the Desert.

The Board discussed the possibility to set up meetings with the Board of Trustees in the future to see their vision/mission goals. This would need to be coordinated according to Brown Act requirements and might not take place until next fiscal year for logistical purposes.

In the meantime, presentations from the College Leadership and faculty members are provided on a monthly basis to keep the Board updated on College activity.

9.4 Follow-up Items	9.4 Task of	9.4 Due by
None	None	None

**9.5 Now you're on a committee. Yes! This is the perfect place for you to be! (Jeff Bagel)**

The Board regrouped in their respective Committee to discuss and review their roles and responsibilities.

**Academic Angels:**

- **NEW Purpose** is to engage the community by organizing fundraising events to achieve the mission of the COD Foundation, specifically in awarding scholarships.
- **NEW responsibilities:** Academic Angels are ambassadors of the College to the Community with fundraising responsibility.
- The **composition** of the Committee should be around 15 members, including community members. Some of the Committee members are already members of the Community.

**Development Report:**

Joanne Mintz indicated the Development Committee members could not find a purpose for the Development Committee, as there are small groups reporting back to that committee, which has become a listening Committee. Since it serves currently no purpose, this will need to be reviewed properly.

The recommendation at this point would be to turn this committee into a Stewardship Committee. Further discussions will need to take place.

**Nominating Report:**

The Nominating Committee will focus on:

- Term limits
- Clarifying the succession
- Diversity and inclusion
- Determining gaps/Changes for the year to year

**Audit Report:**

The Audit Committee's mandate is governed by the California Law.

The Committee members noted the following:

- The Audit Committee needs to update its purpose to align it with the Non-Profit Integrity Act of 2004.
- The auditors are required to be independent.
- Financial statements have to use and be in accordance with GAAP
- The independent auditor must follow GAAS
- The Audit Committee makes recommendation about hiring and firing of the independent auditing firm
- The Audit Committee can negotiate the compensation for the auditors, which should be added to the Committee's responsibilities. A
- The Audit Committee confer with auditors, review audit and decide whether to accept it.

Diane Rubin noted that the by-laws states that that Audit Committee is in charge of administering the fraud policy. The Committee is not aware of such policy and will investigate further. Kirstien Renna indicated that there was the whistleblower policy that exists that might cover the fraud policy. She will investigate and see if such a policy exists and report back to the Committee.

### **Finance & Investment Committee Report:**

- The Finance and Investment Committee's purpose is to oversee financial operations of COD Foundation.
- The Finance and Investment Committee's responsibilities are to:
  - Review monthly financial reports
  - Review and recommend Annual Operating Budget for the Foundation
  - Recommend necessary adjustments to the Operating budget, if any, to the Executive Committee
  - Maintain oversight of funds coming into the operational budget and funds being disbursed through the operational budget
  - Oversee the investment of the Foundation's assets in accordance with an Investment Policy Statement adopted by the Board and makes recommendations for changes to that policy
  - Meet yearly or as needed, to review the investment with the designated financial advisors
  - Report to the Board of Directors at each Board meeting on the allocation and makeup of the Foundation's financial conditions
  - Recommend any changes in advisors for the Board's consideration and informs the Board of any matters, which may be of interest to the Board as it, pertains to the investments
  - Review and approve all disbursements of funds of the Foundation

- The Committee is comprised of at least 5 appointed members of the Board of Directors. In no circumstances is the independent auditor or an employee or relative of the Independent Auditor’s firm to serve on the Committee. The Treasurer shall Chair Committee.
- The Committee shall meet monthly or as needed to fulfill the responsibilities described above. The Committee Chair shall convene the meetings.
- STAFF LIAISON: Executive Director and Financial Accountant

9.5 Follow-up Items	9.5 Task of	9.5 Due by
Kirstien Renna will investigate if there is an existing Fraud Policy and will check if the whistleblower policy language regarding fraud policy.	Kirstien Renna/Diane Rubin and the Audit Committee	December 2021

**9.6 Part II. You’re a volunteer but sometimes it feels like real work (Jeff Bagel)**

This item was removed from the agenda due to a lack of time.

9.6 Follow-up Items	9.6 Task of	9.6 Due by
None	None	None

**9.7 All this talk about what drives us? Mission, Vision, Values (Jeff Bagel)**

The Board discussed the mission, vision and values of College of the Desert Foundation.

The current mission of the Foundation is:

**Mission:** College of the Desert Foundation acts as advocates for the College and to secure financial support enhancing educational opportunities for all students.

**9.7 Conclusion:**

The Board debated on adding a reference to workforce development but agreed to keep the mission broad. They also asked to update the grammatical error as follows:

**Mission:** College of the Desert Foundation acts as advocates for the College and to secure financial support enhancing educational opportunities for all students.

9.7 Follow-up Items	9.7 Task of	9.7 Due by
Correct the grammatical error in the Foundation mission statement	Foundation Staff	



**9.8 It’s a new era at College of the Desert (Dr. Martha Garcia)**

Dr. Martha Garcia presented her goals and purpose for the institution. She then answered questions from the Board.

<b>9.8 Follow-up Items</b>	<b>9.8 Task of</b>	<b>9.8 Due by</b>
None	None	None

**9.9 The Talent Pool (Ana Hernandez)**

Ana Hernandez presented the Work Experience Program at College of the Desert and answered questions from the Board.

<b>9.9 Follow-up Items</b>	<b>9.9 Task of</b>	<b>9.9 Due by</b>
None	None	None

**9.10 Diversity Matters (Dr. Veronica Daut)**

Veronica Daut presented on Diversity and responded to Board Members’ questions.

<b>9.10 Follow-up Items</b>	<b>9.10 Task of</b>	<b>9.10 Due by</b>
None	None	None

**9.11 Stepping Out For College of the Desert Update (Barbara Foster Monachino and Jane Saltonstall)**

Barbara Foster Monachino and Jane Saltonstall provided an update on the Stepping Out for College of the Desert Gala. They played a video of entertainer Ann Hampton Callaway performing at the Kennedy Center. They showed the sponsorship brochures and the Save the Date documents to the Board members. The Board was provided with the names of some donors that they would like to write personal notes for, in order to invite them to become sponsors.

<b>9.11 Follow-up Items</b>	<b>9.11 Task of</b>	<b>9.11Due by</b>
None	None	None

**9.12 Budget Workshop Announcement (Catherine Abbott)**

Catherine Abbott announced the budget workshops that are scheduled on:

- Wed, January 19 at 9AM
- Wed, February 2, at 9AM

**9.12 Follow-up Items****9.12 Task of****9.12 Due by**

None	None	None
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**9.13 Planning Session Takeaway (Jeff Bagel)**

Board members shared their takeaways.

**9.13 Follow-up Items****9.13 Task of****9.13 Due by**

None	None	None
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**10. Other Discussions & Future Agenda Items**

There were no other discussions or agenda items.

**10. Follow-up Items****10. Task of****10. Due by**

None	None	None
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**11. Adjournment**

The Foundation President adjourned the meeting at 3:46PM.

**Next Meeting: Wednesday, December 1, 2021 –College of the Desert Indio Campus & Zoom – 12PM to 2PM**