



## **Foundation Nominating Committee Meeting**

**Minutes for Monday, March 14, 2022**

**3:00PM**

### **Meeting Participants**

#### **Committee Members Present**

Barbara Fromm (Chair), Bill Chunowitz, Carol Fragen, Rob Moon, and Diane Rubin

#### **Committee Members NOT Present**

Norma Castaneda and Jane Saltonstall

#### **Recorder**

Eve-Marie Dehondt

#### **Guests:**

Catherine Abbott

### **Meeting Minutes**

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

The meeting was called to order at 3:05PM.

#### **2. Agenda**

**2.1 Approval of Agenda: Regular Foundation Nominating Committee Meeting of March 14, 2022 Agenda:** Pursuant to Government Code Section 54954.2(b)(2), the Committee 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).

**2.1 Confirmation of Agenda:** Approval of Agenda for the Regular Nominating Committee Meeting of March 14, 2022 with any addition, correction or deletions.

#### **2.1 Conclusion**

Bill Chunowitz moved to approve the agenda as presented, Rob Moon seconded. Motion carried.

2.1 Follow-up Items	2.1 Task of	2.1 Due by
None	None	None

### 3. Minutes

#### 3.1 Approval of the Foundation Nominating Committee Meeting Minutes – January 10, 2022

Carol Fragen moved to approve the Minutes as presented, Bill Chunowitz seconded. Motion Carried.

### 4. Comments from the Public

**4.1 Public Comments:** In accordance with Senate Bill 361 and guidance from the California Department of Public Health on gatherings, remote public participation is allowed and will be accepted in person, by email to [codfoundation@collegeofthedesert.edu](mailto:codfoundation@collegeofthedesert.edu) and read into the record during public comment or by using the raise your hand function by joining the Zoom link. There is a time limit of three (3) minutes per person. All comments must be submitted or brought forward prior to the end of the public comments section. Persons with disabilities may make a written request for a disability-related modification or accommodation, including auxiliary aids or services, in order to participate in the Committee meeting. All requests should be directed to the Foundation in advance.

There were no comments from the public received and no public attended.

### 5. Closed Session

**5.1 Closed session from 3:10 PM – 3:55PM** Closed session shall not extend past the designated time, but should the business considered in closed session require additional time, the Committee shall reserve time to continue discussion.

**5.2 Public Employee Appointment** (*Pursuant to Government Code Section 54957*)

### 6. Open Session

There was no reportable action taken in closed session.

### 7. Discussion Items

#### 7.1 Governance items:

**7.1.1 Discuss the Board Expectation Form and financial Requirements as recommended by the Financial and Investment Committee**

The Nominating Committee discussed the financial requirements recommendation for the Board members. They agreed that this information should be clearly communicated to the Board members when they join the Foundation and reminded to them yearly when they sign their Board Expectation form.

**7.1.1 Conclusion**

Rob Moon and Barbara Fromm will constitute an Ad-Hoc Committee to work on the form and think about how to make it more flexible and encouraging, rather than mandating. They will provide their recommendation for modification at the next Nominating Committee meeting.

7.1.1 Follow-up Items	7.1.1 Task of	7.1.1 Due by
Rob Moon and Barbara Fromm will work on the form and provide their recommendation for modification at the next Nominating Committee meeting.	Rob Moon & Barbara Fromm	April 18, 2022

**7.1.2 Discuss the length of the Board Terms and Size of the Board**

- The By-laws indicate that Board members have an annual term that can be renewed yearly. They do not state a limit on the number of term that can be performed.
- The Committee recommended adding Board-terms, like 3-3 year terms, which might not necessarily be consecutive.
- The By-laws do not state a maximum amount of Board members.
- Since the new structure of the Executive committee is 9 people, the Board should be significantly larger than the Executive Committee, at least twice as large, as the Executive Committee should be a subset of the full Board.
- Terms limits and size of the Board change represent a by-law change.

7.1.2 Follow-up Items	7.1.2 Task of	7.1.2 Due by
None	None	None

**8. Adjournment**

The Chair adjourned the meeting at 4:28pm. The next meeting is scheduled on May 18 at 3PM.