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Board of Directors Meeting - Minutes 03/02/2018

UC Hastings Board of Directors

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UNIVERSITY OF CALIFORNIA
HASTINGS COLLEGE OF THE LAW

BOARD OF DIRECTORS
OPEN SESSION
MEETING MINUTES

MARCH 2, 2018

1. ROLL CALL

Chair Gede called the meeting to order at approximately 9:00am and the Secretary called the roll.

Board of Directors Present:

Chair Tom Gede
Director Simona Agnolucci
Director Don Bradley
Director Tina Combs
Director Marci Dragun
Director Claes Lewenhaupt
Director Chip Robertson
Director Mary Noel Pepys
Director Courtney Power

Staff Present:

Chancellor & Dean David Faigman
Academic Dean Morris Ratner
General Counsel Elise Traynum
Chief Financial Officer David Seward
Director of External Relations Alex A.G. Shapiro

Other Participants:

ASUCH President Sammy Chang

2. PUBLIC COMMENT PERIOD

(Oral)

Chair Gede opened the Public Comment period. Hearing no requests from the public to speak, Chair Gede closed the Public Comment period.

3. REPORT OF ASUCH PRESIDENT

(Written)

Presented by ASUCH President Samuel Chang

ASUCH President Samuel Chang began by discussing some recent student concerns, including:

- Late grading: In response to student feedback regarding late submission of grades, ASUCH is considering various remedies, such as a proposal to adjust the add/drop deadline.
- Exam feedback: Students have reported to ASUCH that some professors did not release graded exams or provide any feedback following their exams. ASUCH will continue to work with the administration on this matter.

Next Mr. Chang discussed the recent active shooter training. ASUCH prepared an eight-point plan, which has been approved by the Hastings Republicans and the Hastings Democrats. Mr. Chang identified three primary goals of the plan:

1. Holding an active shooter simulation for first responders who would respond to emergency at the College;
2. Creating a more intuitive numbering system for classrooms in the 198 McAllister building, which would enable first responders to act quickly if called to an emergency at the College; and
3. Installing window shades in lecture halls and offices to reduce visibility for potential active shooters.

Mr. Chang noted a flourishing online discussion between students regarding the UC Hastings street banners. Mr. Chang said some students are working to develop a larger forum for community discourse and ASUCH will support them in that goal.

Next, Mr. Chang announced that the Wellness Fee Advisory Committee is now active. The Committee is comprised of: ASUCH-appointed students, two student health advisory committees, the student housing manager, the student health services manager, and a representative from Student Services. Mr. Chang noted one of the committee's goals is to refurbish the Tower Fitness Center. They have met with a YMCA consultant, and they are currently receiving bids for three- to five-year leases.

Lastly, Mr. Chang reported that ASUCH passed a resolution to rename the McAllister Tower gym "The Lowest Court in the Land," as the gym is located in the building's basement. Mr. Chang explained that this renaming is a play on the Supreme Court's basketball court, which is called "the Highest Court in the Land." Mr. Chang noted that the 3L class is taking responsibility for the renaming as a gift.

Chair Gede took a few moments to recognize Mr. Chang's two years of service as the ASUCH President, reading excerpts from a *Daily Journal* article which profiled the student leader.

In closing, Academic Dean Morris Ratner responded to Mr. Chang's reporting on timeliness of faculty grading and feedback to students. Dean Ratner noted that because one professor was expected to be traveling during the grade submission deadline, the administration took measures to communicate student progress in timely manner. With regards to feedback, Dean Ratner explained that the faculty voted last year to require all faculty teaching 1L doctrinal subjects to provide students with individualized feedback. That requirement has not been extended to the upper-division courses, Dean Ratner noted, although he continues to encourage faculty to provide feedback when possible.

4. **APPROVAL OF MINUTES — December 1, 2017** (Written)
Chair Gede called for the approval of the December 1, 2017 minutes. The minutes were approved as distributed.

5. **REPORT OF THE BOARD CHAIR**

5.1 Report of the Chair of the Educational Policy Committee
Presented by Academic Dean Morris Ratner

- 5.1.1 Bar Success — Full Report by Dr. Stephen N. Goggin, Ph.D
Re: July 2017 Bar Outcomes (Written)
Not discussed.

- 5.1.2 Bar Success—Comparing July 2017 Bar Success Strategies
and Bar Exam Outcomes at UC Hastings and Other California
Law Schools (Written)

Academic Dean Morris Ratner began by saying that this presentation would be a continuation of the data presented at the December Board meeting, as since that time the College's statistician, Dr. Stephen N. Goggin, Ph.D, has refined his analysis of the July 2017 bar outcomes.

Dean Ratner introduced Associate Dean for Academic and Professional Success Stefano Moscato and Academic and Professional Success Lecturer Margaret Greer, who have helped to complete comparative analyses regarding how the College is performing in relationship to its peer schools (both aspirational peers and metric peers). A key question being explored, Dean Ratner said, is why bar outcomes have not progressed more, given the breadth of bar success interventions implemented at the College.

Studying July 2017 bar outcomes offers a window into how programming performed over the previous three years, Dean Ratner said. Via regression analyses, bar outcomes also allow administrators to reflect on the efficacy of program elements, like particular suites of classes, students' individual choices (such as what classes they choose to take or how much of their summer bar course they choose to complete), the College's admissions and retention policies. Finally, Dean Ratner said, bar outcomes allow administrators to assess the College's performance relative to its peer schools.

- 5.1.3 Bar Success — Preliminary Evaluation of Curricular
Innovations Implemented in Fall 2017 (Written)

In considering the 62% pass rate for graduates of the class of 2017, Dean Ratner said it is important to remember that this class did not receive the full range of bar success

initiatives that were implemented by the College since fall of last year. For example, while the class of 2017 benefitted from the revised Critical Studies curriculum,

mandatory closed book and MBE exams, and recent retention efforts, the class of 2017 predates:

- Expanded orientation
- Sack program and modules
- Revised 1L curriculum
- Scaled-up of “Law and Process” curriculum
- Credit/No-Credit phase-out
- Mandatory upper division bar classes

Dean Ratner explained that administrators will have a more complete understanding of the impact of these newly implemented interventions in November 2020 when that class’s bar exam results are released.

One of the highlights of Dr. Goggin’s final report is the importance of upper-division bar courses. Specifically, Dr. Goggin found that, when controlling for many admissions characteristics and variables, it is clear that each additional upper-division bar subject course increases a student’s probability of passing the bar exam by approximately 4.5%. Additionally, Dr. Goggin found that law school GPA (LGPA) is one of the greatest predictors of bar exam performance.

A third highlight from Dr. Goggin’s findings is the effect of completion of summer (post-graduation) commercial bar preparation courses. Dr. Goggin found that a student completing the entire Barbri course (versus completing none of it) is estimated to be 42.7% more likely to pass the California bar exam on the first attempt. Improved performance is also witnessed in students who complete Kaplan and Themis courses.

In response to a question about how experiential learning curriculum may affect bar class attendance, Chancellor & Dean David Faigman provided additional explanation. Responding to the marketplace’s demand for law graduates who are ‘practice ready,’ law schools have been under growing pressure to provide ample experiential learning opportunities to students. However, Dean Faigman said, while experiential courses give students valuable opportunities to learn how to interview, negotiate, or work with a judge, those new skill sets do not transfer to improved performance on the bar exam.

Continuing his report, Dean Ratner noted that there are non-programmatic explanations for the difference between UC Hastings’ bar performance and the performance of peer law schools. For example, some other schools have much higher non-transfer attrition rates; that is, disqualification of students when their performance demonstrates that they will not be successful attorneys.

5.2 Report of the Chair of the Advancement and Communications Committee Presented by Chief Development Officer Eric Dumbleton
Board Chairman Tom Gede began by announcing that Director Courtney Power has agreed to serve as the chair of the Advancement and Communications Committee. Chair Power asked Chief Development Officer Eric Dumbleton to deliver his report.

Mr. Dumbleton announced that the Spring Soiree will be held on Saturday, April 21 at the Asian Art Museum. Honorees include Congresswoman Jackie Speier, Fritz Duda ('64), Anthony McCusker ('95), Professor Emeritus H.G. Prince, and the Commit to Hastings group. Willie Brown will emcee the event.

Mr. Dumbleton also announced the hire of a new Annual Giving and Development Communications Manager.

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| 5.2.1 | FY17 Fundraising Update
Not discussed. | (Written) |
| 5.2.2 | FY17 Fundraising Comparison Year to Date Raised Report
Not discussed. | (Written) |
| 5.2.3 | FY17 Fundraising Comparison Year to Date Received Report
Not discussed. | (Written) |
| 5.2.4 | FY17-FY18 YTD Giving Trends | (Oral) |

Mr. Dumbleton presented a PowerPoint, which highlighted giving trends in fiscal years 2014-2018. Mr. Dumbleton referred to a chart showing July 1 to December 31 raised trend performance for FY14-FY18. Mr. Dumbleton explained that \$3 million was raised in the first half of FY18, which was the best performing that the College has had since FY14 — a year he believes is an outlier. Mr. Dumbleton reported that as of March 1, 2018, his department had raised \$3.8 million, and he is satisfied with this progress.

Next, Mr. Dumbleton discussed donors to the College's unrestricted fund. Despite a downward trend since 2014, he noted that the number of donors is starting to rebound. Mr. Dumbleton noted that the goal for this year is to reach 2,100 donors. He estimates that the College has 19,000 'solicitable' alums, or alums with current contact information on file with the College. In response to a question about the Hastings Legacy Society as a vehicle for planned giving, Mr. Dumbleton agreed to discuss the Legacy Society at the June Board meeting.

Current alumni giving participation rate is about 12%, Mr. Dumbleton said. Mr. Dumbleton's office is in the process of surveying other law schools to learn more about their respective giving rates, however his sense is that the participation rate at UC Hastings is within the typical range. Mr. Dumbleton noted that his department has had success with individualized, inspirational messaging, especially where it is possible to help alumni understand how their support will directly impact the vision for the College.

project status report prepared by the Department of General Services is included in the meeting materials.

Mr. Seward reported that the College is finalizing the bid for the construction on the sixth floor of the 200 McAllister building. He noted that this is a critically important project, as completing the renovations will create much needed space for temporary work locations during periods of construction at 198 McAllister.

Next, Mr. Seward announced the release of the RFQ for the campus housing to be built at 198 McAllister and 100 McAllister. The purpose of the RFQ is to seek three to five development teams who would be shortlisted to compete for the RFP that would follow. The RFPs are expected to be released in May, Mr. Seward said. Mr. Seward also noted that UCSF and the YMCA have signed updated letters of intent.

Chair Gede referred to a February 20 article in the San Francisco Chronicle, with the headline *"UC Hastings Starting Ambitious Expansion. Law School Will Beef Up Housing, Bring YMCA Back to Tenderloin."* Next, Director of External Relations Alex A.G. Shapiro commented on the press coverage on the project thus far.

7. **REPORT OF THE CHIEF FINANCIAL OFFICER**

7.1 Investment Report as of December 31, 2017

(Written)

Not discussed.

7.2 Legislative Analyst's Report

(Written)

Mr. Seward briefly addressed the Legislative Analyst's Office (LAO) overview of the Governor's proposed 2018-19 budget for the College. He began by explaining that the LAO is nonpartisan and it provides fiscal and policy information and advice to the State Legislature. One of the roles of the LAO is to analyze the annual Governor's January budget proposal and make recommendations for legislative consideration.

Mr. Seward observed that the LAO review of the College's budget submission remains similar to last year's review, with highlights on deficit spending.

7.3 Multi-Year Budget Modeling 2017-18 Mid-year Update

(Written)

Mr. Seward presented a PowerPoint Presentation entitled "Budget Modeling 2017-2018 Midyear Update," which is included in the meeting materials. Mr. Seward reported that last year the College ended with a \$1.8 million deficit in core operations defined as the educational program, and a \$1.8 million net surplus in auxiliary enterprises — essentially breaking even in those two categories. The projected deficit in the current year is \$7.4 million, Mr. Seward said. Mr. Seward reported that auxiliary enterprises are providing a net cash flow of \$3.2 million last year and \$3.5 million next year. Thus, the net draw on reserves, assuming no change in market value from June 30, 2017, is \$5.9 million.

In response to a question about future rental space, Mr. Seward confirmed that the auxiliary floor space of the parking garage has been leased in its entirety.

Mr. Seward noted that while there will be substantial costs associated with the implementation of UC Path, a PeopleSoft program to implement a single payroll, benefits, human resources and academic personnel solution for all UC employees, the five-year model does not deviate significantly from previous analyses.

7.4 Hastings College of the Law – Series 2017 Bond Refunding Recap (Written)

Mr. Seward reported that the College successfully completed the refinancing of the debt on the series 2018, with a total savings of \$2 million over the term of the bonds. The bond terms were not extended, so there is a 20-year term remaining on a 30-year bond. Mr. Seward noted that the College will be pulling in cash flow savings of \$200,000 a year for the first four years, after which time it is structured to decrease to about \$130,000 for the balance of the term.

7.5 Report on Faculty and Staff Salaries over \$100,000 (Written)
Not discussed.

7.6 List of Checks over \$50,000 (Written)
Not discussed.

8. REPORT OF THE CHANCELLOR & DEAN

8.1 Chancellor & Dean's Report on Informational Items: Academic Programs, Student Services, External Relations and Personnel (Oral)

Chancellor & Dean David Faigman said he continues to work closely with Senior Assistant Dean for Enrollment Management June Sakamoto and Associate Dean for Global Programs Keith Hand to expand the College's LLM and MSL programs, as well as the health policy and law degree that the College administers equally with UCSF. The administration is working on MOUs with Italian, French, and Chinese universities to both extend the LLM program and also to facilitate visiting scholars coming from those institutions. Chancellor & Dean David Faigman noted that his visits to Europe and China occurred after the usual application period, so the administration expects increased activity in future application cycles.

Moving on to Student Services, Chancellor & Dean David Faigman said the College expects to hire a new Director of Student Services shortly. The expectation is that the new hire will eventually transition into the position of Assistant Dean for Students. Chancellor & Dean David Faigman explained that most law schools treat the Dean of Students as an administrative staff position, as opposed to a short-term faculty position, which has been the practice at UC Hastings.

Regarding External Relations and Personnel, Chancellor & Dean Faigman noted that the transition to UCPath, mentioned previously in the Report of the Chief Financial Officer, will be somewhat disruptive to College operations. First, the transition will require certain dedicated personnel, as virtually none of the College's current reporting systems use PeopleSoft software. Chancellor & Dean David Faigman observed that the Director of HR probably cannot both manage HR and execute the transition to UCPath, as it is too large of an undertaking for any single person. Second, both Payroll and Fiscal

Services will be very active in the transition to UCPATH. Despite the cost of the investment, Chancellor & Dean David Faigman explained that the UCPATH transition will minimize future costs in payroll, HR, and other areas. UC Path is not optional. It is required so that UC Hastings payroll and HR can integrate with the UC systems for benefits and retirement programs.

Continuing his report on External Relations, Chancellor & Dean David Faigman reported on the College's promotional banners. The current banners have been posted for about 8 months and they have received a great deal of attention. The public's response to the banners has been overwhelmingly positive, and even earned the College a 2017 Davey Award. Chancellor & Dean David Faigman noted that the banners recently received attention from a right-wing blogpost, which generated student discussion on campus. Now the College is designing the next installment of banners, which will focus on the topic of business and technological innovation.

8.2 Update on the Hastings Legacy Review Committee (Oral)

Chancellor & Dean David Faigman provided a brief update on the work of the Hastings Legacy Committee, led by Board Chairman Tom Gede (Chair) and Chief of Staff Anne Marie Helm (Vice Chair). The committee is awaiting a historical memorandum detailing Serranus Hastings' participation in the genocide of Native Americans, in particular the Yuki tribe in Mendocino County. With regards to timing, Chancellor & Dean Faigman said he expects that the committee will receive public comment based on this historical memorandum and their work as a committee. He noted that he expects to present his final recommendation to the Directors at a future Board meeting.

Concluding his report on External Relations, Chancellor & Dean David Faigman noted that College faculty will host a September 2018 conference to explore broader questions concerning contemporary universities addressing their historical past. Academic Dean Morris Ratner will participate in the conference, however Chancellor & Dean David Faigman may have a scheduling conflict.

9. **REPORT OF THE GENERAL COUNSEL**

*9.1 Request to Revise Nondiscrimination Policy to Include Gender Identity and Gender Expression (Written)

Upon motion duly made, seconded and carried, the Board of Directors approved the resolution to revise the College's nondiscrimination policy to include gender identity and gender expression.

9.2 Discussion Regarding Board-Faculty Retreat 2018 (Oral)

Chair Gede asked to resume this discussion once he and Vice Chair Robertson have assembled a retreat planning committee. Chair Gede suggested that directors should contact him directly if they wish to sit on the committee.

- *9.3 A Resolution to the Board of Directors of UC Hastings, Amending By-Law 7.6 to Extend Voting Rights to Ex-Officio Members of Board Committees and Standing Committees (Written)

General Counsel Elise Traynum explained the Chair and the Vice Chair are ex officio members of each standing committee, however they are not counted toward the quorum, nor do they have the right to vote. This resolution would amend the bylaws to change that process. Ms. Traynum noted that a first draft of this resolution was introduced at the December 1, 2017 board meeting, and it is presented here for a final vote.

Upon motion duly made, seconded and carried, the Board of Directors approved the resolution to amend bylaw 7.6 to extend voting rights to ex-officio members of Board committees and standing committees.

- *9.4 Revised Resolution—Designation of Students' Directory Information (Written)

Ms. Traynum explained that the Federal Education Privacy Act (FERPA) requires that the legislative bodies of public institutions to enact an annual resolution to clarify what it considers to be directory information. "Directory information," Ms. Traynum noted, is information about a student which can be provided to anyone who asks, without the permission of that student.

Upon motion duly made, seconded and carried, the Board of Directors approved the resolution to update the College's definition of student directory information.

10. DIRECTOR COMMENTS AND BOARD ANNOUNCEMENTS

This is a time reserved for Directors who wish to briefly comment on Board matters, provide a reference to staff or other resources for factual information, or direct staff to place items on future agenda.

11. THE BOARD WILL GO INTO CLOSED SESSION AT APPROXIMATELY 11:00 A.M. (Oral)

The Board will adjourn to the closed session to consider the items listed on the Closed Session Agenda. At the conclusion of the closed session, the Board will reconvene the Open Meeting prior to adjourning the meeting, to report on any actions taken in closed session for which a report is required by law.

***12. ADJOURNMENT** (Oral)

Respectfully submitted,



Elise K. Traynum, Secretary