

3-3-2017

## Board of Directors Meeting - Minutes 03/03/2017

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 3, 2017**

**1. ROLL CALL**

Tom Gede, Chair  
Chip Robertson, Vice Chair  
Director Simona Agnolucci  
Director Don Bradley  
Director Marci Dragan  
Director Claes Lewenhaupt  
Director Mary Noel Pepys  
Director Courtney Power

Chair Tom Gede ordered the Secretary of the Board to call roll for the open session of the Board of Directors meeting.

**2. PUBLIC COMMENT PERIOD**

Melanie O’Dea, a student representative for the Curriculum Committee, appeared for public comment. Ms. O’Dea commented on the student sentiment surrounding moot court. She noted that a Curriculum Committee student survey and a faculty survey were circulated in February about moot court. Ms. O’Dea reported that a resolution was drafted and the following requests by students were: no longer requiring all moot court students to attend or judge any session for the moot court team; offering video sessions rather than requiring a physical presence at the trainings for Westlaw and LexisNexis; offering summer moot court; and reducing the brief argument from 15-20 pages to 10-15 pages.

**3. REPORT OF ASUCH PRESIDENT**

ASUCH President Sammy Chang discussed his report which was circulated in the meeting. He noted that bar passage rates are a significant concern for students. He reported that at the American Bar Association (ABA) Law Student Division meeting in Miami, he and other delegates discussed the amendment to Standard 316, which attempts to simplify the rules of the ABA accreditation to be a 75 percent bar passage rate for schools. He and other student representatives advocated for a “no” vote on that amendment. He also discussed his goal of coordinating all California law school student presidents in order to draft and send letters of support for Chancellor & Dean David Faigman’s letter to the California Bar Association.

ASUCH President Chang reported on two significant resolutions that were passed: (1) a recommendation to adjust the days and times of the Student Health Services OB-GYN so that students, particularly 1Ls, would be able to use that service without worrying about class-time conflicts; and (2) a recommendation to adopt a block schedule, whereby bar courses would no longer conflict with other desired courses, in the hope that more students would be able to take necessary bar classes.

He also reiterated Melanie O’Dea’s concerns about moot court. ASUCH President Chang noted that 65.4 percent of students who responded to the student survey asked that the moot court requirement be moved from the 1L year to the 2L year.

Last, ASUCH President Chang spoke about an ASUCH constitutional revision which proposes that ASUCH be split into a senate and executive board, with the senate having an equivalent amount of representatives from the classes and allowing only the senate to vote on resolutions.

#### 4. **GENERAL CONSENT CALENDAR**

The following items are presented as the Consent Calendar. Anyone wishing to remove any item from the Consent Calendar for discussion and/or consideration may request that the Chair remove the item from the Consent Calendar. All remaining Consent Calendar items shall be approved by the Board of Directors in a single vote without discussion.

\*4.1 Approval of Minutes: December 2, 2016

Chair Gede called for the approval of the minutes. The minutes were approved.

\*4.2 Ratification of Executive Committee Action:

Parking Garage Rate Increase

Chair Gede called for an approval of the general consent calendar. The general consent calendar was approved.

#### 5. **REPORT OF THE BOARD CHAIR**

5.1 Report of the Chair of the Educational Policy Committee

5.1.1 Discussion / Report on Bar Passage and Student Support by:

Acting Provost & Academic Dean Evan Lee

Associate Dean for Academics Morris Ratner

Acting Provost & Academic Dean Evan Lee began the discussion of the Educational Policy Committee report. He first noted the eight issues that were discussed at the most recent faculty meeting.

1. A vote in favor of requiring that the final exams in all MBE tested courses contain both essay questions and MBE-type questions.
2. All faculty who are teaching core courses must administer a portion of their exams as closed book.

3. Three times during their 1L year students will receive training in legal analysis for exam taking—primarily focusing on the issue, rule, analysis, conclusion (IRAC) model.
4. All students must take and pass Evidence, Criminal Procedure, Constitutional Law I, and Constitutional Law II in order to graduate.
5. In order to proceed to their 2L year, students must take and pass either Constitutional Law I or a statutory elective during their first year. Whichever one the student does not take in the first year must be taken in the second year.
6. Because Constitutional Law I and the statutory classes are all three-unit classes, two of the units will be appended to another existing 1L course in the spring semester.
7. All instructors teaching the same bar subject must meet before the start of the academic year to ensure that doctrines recently tested on the California Bar Exam are being covered in their classes.
8. Moot Court topics during the 1L year must be derived from 1L courses.

Acting Provost & Academic Dean Lee reported that the Academic Standards Committee is awaiting an opportunity to bring its proposals before the faculty.

#### Bar Passage and Student Support Update

Associate Dean for Academics Ratner gave an update on bar passage and student support. His report was discussed as distributed.

Chancellor & Dean Faigman gave an update on the applicant pool.

## 5.2 Report of the Chair of the Advancement and Communications Committee

### 5.2.2 Fundraising Reports by: Chief Fundraiser Eric Dumbleton

- Year-to-Date Report

Chief Development Officer Eric Dumbleton discussed his year-to-date report. The raised amount—which includes straight gifts and new pledges—totals to just under \$3.3 million. He noted that this figure compares well with the figures from last year. He reported that the unrestricted amount looks positive and he discussed a number of campaign mailers that would be delivered in the coming weeks. The College has received—including straight cash gifts and pledge payments—just over \$3.5 million. He further noted that he expects to receive a \$1 million gift in support of scholarship. He also highlighted that received unrestricted and raised unrestricted are almost the same figure at about \$730,000 each. He further noted that the College is currently tracking ahead of the unrestricted goal, which is \$1 million for the year.

His team is also cultivating a \$100,000 scholarship endowment with Hanson Bridgett and a \$50,000 gift to current use retention scholarships from an alumnus in L.A.

Chief Development Officer Dumbleton noted that his office is communicating with Willi Brown and Eleanor Jones about hosting an event at Hibernia Bank. He also gave a legacy society update, noting that the College has received a \$3 million anonymous commitment through the legacy society and there is another \$1 million gift from one of the College trustees.

- **Building UC Hastings Fundraising Report**  
Chief Development Officer Dumbleton gave an update on the Building UC Hastings Fundraising campaign. As of January 30, 2017, the College has raised about \$2.2 million. Approximately \$735,000 of the amount raised is cash in hand while the pledge balance is \$1.4 million.

- \*5.3 **Appointments/Academic Dean Search Committee**  
Chair Gede called for approval of the appointment of Director Mary Noel Pepys as chair the Academic Dean Search Committee and Directors Lewenhaupt and Dragun as members of the Committee. The appointments were approved.

## 6. **FINANCE COMMITTEE CONSENT CALENDAR**

The meeting of the Finance Committee was held at UC Hastings in the A. Frank Bray Board Room, San Francisco, California, on Thursday, February 9, 2017, at 10:15 a.m. By unanimous vote, the Finance Committee submits the following Consent Calendar. Anyone wishing to pull any item from the Finance Consent Calendar may request the Chair to remove the item from the Finance Consent Calendar for discussion. All items on the Finance Consent Calendar shall be approved by the Board of Directors in a single vote.

Chair Gede called for approval of the following items on the Finance Committee consent calendar. The items were approved.

- \*6.1 State Budget Report as of December 31, 2016 and Mid-Year Budget Changes
- \*6.2 State Contracts in Excess of \$50,000
  - 6.2.1 Vendor TBD – Classroom K Audio-visual
  - 6.2.2 KONE Elevator – Snodgrass Hall Elevator Controls
- \*6.3 Rate and Fee Changes
  - 6.3.1 Student Housing – Residential Rate Increases for 2017-18
- \*6.4 Time Reporting System - Transition Assistance Program
- \*6.5 Auxiliary Enterprises Budget Report as of December 31, 2016 and Mid-Year Budget Changes
- \*6.6 Nonstate Budget Changes
- \*6.7 Endowment Management – Spending Rate for 2017-18

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

Chief Financial Officer David Seward reported that Jarda Byrch is the new 100 McAllister Tower Building Manager.

7.1. Multi-year Budget Planning - Core Operations & Auxiliary

Chief Financial Officer Seward gave an update on the five-year budget plan. He clarified that about 80 percent of the College's budget is funded by student fees and core operations, thus when he discusses core operating reserves, he is referring to investment income and student fees.

He noted that the basic structure of the five-year budget plan has not changed. The midyear analysis was on target with the initial budget projection, with the exception of unbudgeted separation payments after dissolving the UC Hastings Public Safety Department.

Chief Financial Officer Seward discussed a number of assumptions on which the projected five-year budget plan is based. Fee increases will remain flat until 2019-2020 and the tuition discount rate will diminish to historic levels by 2019-2020. The budget plan anticipates an enrollment target of 320 students with no substantial growth in the LLM or MSL programs.

The budget is impacted by external economic conditions such as reduced state appropriations or market performance of invested funds. He did note that the market has performed well since July 1, 2016. However market fluctuations are not factored into the five-year budget plan.

Chief Financial Officer Seward expressed that a concerning variable is the weakening of the College's competitive position.

Lastly, Chief Financial Officer Seward reported that the College is due for a Moody's review. During the last review, the College was able to preserve its A2 debt rating.

7.2 Legislative Analyst's Report 2017-18 Budget – Higher Education

Chief Financial Officer Seward reported that the legislative analyst assessed the College's financials as presented in the Governor's budget and expressed some negative conclusions. However, he met with the Department of Finance on March 2, and reported that the meeting went well and there was discussion of the College being stable.

\*7.3 333 Golden Gate Avenue Project – Fund Transfer to DGS

Chief Financial Officer Seward discussed the need to transfer \$3 million in funds to the state of California for the 333 Golden Gate Avenue building project. The transfer will close obligations with the California Department of General Services and allow a contract to be awarded.

Chair Gede called for approval of the fund transfer. The transfer was approved.

**The following reports were discussed at the Finance Committee meeting on February 9, 2017.  
The materials are included in the agenda packet only for your information.**

- 7.4 Investment Report as of December 31, 2016
- 7.5 Update on IRS Audit of 403b and 457 Plans
- 7.6 Update on Long Range Campus Plan
- 7.7 Report on Faculty and Staff Salaries over \$100,000
- 7.8 Federal Indirect Cost Recovery Rate
- 7.9 List of Checks over \$50,000

Chair Gede asked Chief Financial Officer Seward when the design competition for the 333 Golden Gate building project would take place. Chief Financial Officer Seward responded that the design competition was scheduled for March 6, 2017 and that there were two finalists.

## 8. **REPORT OF THE CHANCELLOR & DEAN**

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

Chancellor & Dean Faigman gave an update on the issues he is addressing.

### Bar Passage

Chancellor & Dean Faigman reported that the July 2016 ABA accredited bar passage rate was 62 percent while the overall bar passage rate in California was 43 percent. For comparison, New York's pass rate was 83 percent. In light of this, a number of California law school deans found the California rate to be exceptionally low. As such, 20 of the 21 ABA accredited deans signed and submitted a letter on February 1, 2017 to the California Supreme Court regarding this concern.

The deans' letter suggested that if the Bar does not have a justification for why it uses a cut score of 144, that it should consider lowering the score. This cut score has a significant impact comparatively, in that 1,789 student who would have otherwise been admitted to practice law in New York, failed the bar exam in California. He further illuminated the point by reporting that when recalculated based on New York's cut score, the pass rate for UC Hastings would have been 83 percent. This suggests that Hastings students are actually scoring just below the California cut score, rather than failing considerably. This also significantly impacts the College's ranking.

A lengthy discussion then ensued about where the College should focus its educational policy efforts. Chancellor & Dean Faigman noted that the MBE is still an important focus, though California typically performs better than the national average on the MBE.

Chancellor & Dean Faigman also noted that the College continues to focus on its performance in comparison to other law schools. A discussion also ensued about the benefits of the Universal Bar Exam.

### Faculty Hires

Chancellor & Dean Faigman announced that there were two entry-level hires. Emily Murphy, who holds a JD and is a PhD neuroscientist, will joining in the fall to teach contracts and evidence. Binyamin Blum, who is currently an associate professor at Hebrew University and a visiting professor at Stanford, will be joining the College in January 2018. He will submit a request to approve the hiring at the next Board of Directors meeting.

Chancellor & Dean Faigman ended his report with a discussion about meeting Joe Castro, President of Fresno State, and developing a pipeline of students from Fresno State into UC Hastings.

- 8.2 Report on Action Taken in Closed Session Regarding Gifts and Appointments (To Be Reported Out After Closed Session)

## 9. **REPORT OF THE GENERAL COUNSEL**

- \*9.1 Consideration of Resolution: Designation of Student Directory Information under Federal Educational Privacy Act (“FERPA”)  
General Counsel Elise Traynum presented a resolution concerning the disclosure of directory information. A lengthy discussion ensued about the prerequisites of Federal Education Records Privacy Act (FERPA). The resolution seeks to remove student telephone numbers from the list of directory information that may be disclosed.

Chair Gede called for approval of the resolution to amend the student directory information policy to exclude student telephone numbers.

- 9.2 Board/Faculty Retreat Update  
General Counsel Traynum began the discussion on where to hold the annual Board of Directors and Faculty Retreat. A lengthy discussion ensued about where the retreat should be held.
- 9.3 Revised Board Meeting Calendar  
The revised Board of Directors meeting schedule was Chair Gede encouraged the directors to attend as many board and committee many meetings as possible.

## 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.**

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.

1. Agenda Item 3.2.1

Upon motion duly made, seconded, and carried, the Board of Directors of the University of California, Hastings College of the Law approved the resolution to grant tenure to Professor Morris Ratner.

2. Agenda Item 3.2.2

Upon motion duly made, seconded, and carried the Board of Directors of the University of California, Hastings College of the Law approved the sabbatical leaves for the following professors: Distinguished Professor Naomi Roht-Arriaza and Professors Aaron Rappaport, John Diamond, and Reuel Schiller.

\*12. **ADJOURNMENT**

There being no further business to come before the Board of Directors, the Open Meeting was adjourned.