

12-1-2017

## Board of Directors Meeting - Minutes 12/01/2017

UC Hastings Board of Directors

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**UNIVERSITY OF CALIFORNIA  
HASTINGS COLLEGE OF THE LAW**

**BOARD OF DIRECTORS  
OPEN SESSION MEETING MINUTES  
DECEMBER 1, 2017**

December 1, 2017, 9:00 a.m.  
UC Hastings College of the Law  
200 McAllister Street  
Alumni Reception Center, 2<sup>nd</sup> Floor  
San Francisco, California 94102

**1. ROLL CALL**

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 Powers

Staff Present:

Chancellor & Dean David Faigman  
Academic Dean Morris Ratner  
Professor David Takacs (Faculty Executive Committee)  
Chief Financial Officer David Seward  
Associate Dean for Experiential Learning Ascanio Piomelli  
Director of External Relations Alex A.G. Shapiro  
Director of Accreditation and Assessment Andrea Bing  
Academic and Professional Success Lecturer Margaret Greer

Other Participants Present:

ASUCH President Samuel Chang  
UC Hastings Foundation President Trustee Rob Sall

Chair Tom Gede called the meeting to order and the Secretary called the roll for the open session of the Board of Directors meeting.

Chair Gede began by acknowledging Director Dragun's 12 years of service as a Board Director. Chair Gede noted some of Director Dragun's committee appointments and observed that Director Dragun has brought invaluable experience and expertise to the Board. Director Dragun received a calligraphy resolution from the Board of Directors which memorializes her status as Director Emerita.

Director Dragun also received a resolution from the California legislature which outlined her career arch and personal achievements. Director Dragun thanked the Board of Directors and noted that she has been honored to serve on the College, and she is excited for its future.

## **2. PUBLIC COMMENT**

None

## **3. REPORT OF THE ASUCH PRESIDENT**

ASUCH President, Sammy Chang, was then introduced to discuss his written report as presented. Mr. Chang began by saying that there are discrepancies in the ASUCH fee, which the Fiscal Services department is working to resolve.

Next, Mr. Chang followed-up on a previous discussion regarding block scheduling. Referring to the Spring 2016 and Spring 2017 data on Web Advisor, Mr. Chang observed that block scheduling seems to be beneficial for students. Mr. Chang cited increased enrollment in Civ Pro 2, Con Law 2, Criminal Procedure, Evidence, and Business Association. Mr. Chang also noted that students seem to be taking more bar classes, which would hopefully result in increased bar passage in the future. Mr. Chang praised the administration's commitment to improving the institution's bar passage rate, and he said that he believes that students agree that this focus is appropriate.

Responding to a student push for improved professor feedback regarding individual exam performance, Mr. Chang said ASUCH has requested the Academic Dean to create a uniform exam feedback rubric.

Mr. Chang briefly reviewed the following approved ASUCH resolutions:

- To call for revision of Academic Regulation 3003 to extend the permitted delays for midterms and finals as it applies to the MPRE. Mr. Chang observed that because the MPRE is not a Hastings-administrated examination, it should not be covered by the academic regulation.
- To call for provision of free feminine hygiene products in all College bathrooms.
- To call for release of all bar course recordings to the students enrolled in that particular course. Mr. Chang noted that password protection and other privacy protocols would be important here.
- To call for establishment of a Cool Island Learning Center to facilitate ongoing student and community-based research partnerships and projects that investigate

mitigations to urban heat island effects and help to inform the Long Range Campus Plan development.

- To call for a campus-wide “Leaders Against Sexual Assault and Sexual Harassment” pledge to encourage students, faculty and staff to be leaders in preventing predatory behaviors on and off campus.
- To call for relocation of classroom clocks to the rear of the classroom. Mr. Chang noted that the resolution has been revised to request the addition of clocks to the rear of each classroom (and leaving the clocks currently in the front of the classroom).
- To call for an adoption of sensible gun safety measures. Mr. Chang said ASUCH will also call for the College to conduct an active shooter safety drill, and he said he has been informed that such a training is currently being developed.
- To adopt the Wellness Fee Advisory Board Charter. Mr. Chang explained that in response to the Wellness Fee established by the College Board of Directors in June 2017, ASUCH created a board composed of alumni, faculty, students, and staff to ensure proper processing of this fee, to create institutional memory and to ensure that the fee is beneficial to all community members.

Next, Mr. Chang briefly discussed the following pending ASUCH resolutions:

- To call for expansion of academic credit for nonpaid externships starting from the summer after the first year and including the third semester of law school. Additionally, ASUCH is calling for an additional staff position to assist Brittany Glidden with regards to externships.
- To call for the installation of hand sanitizer dispensers in every bathroom, dining facility, or wherever food may be served, as well as the entrance of every building.
- To add ASUCH as a signatory of the ABA Law Student Division Letter Calling for Greater Transparency of Law Schools. Specifically, the letter calls for increased reporting requirements under Standard 509.
- To call for systematic review of College Sexual Harassment and Title IX policies

In response to a question about the pending ASUCH Resolution regarding the expansion of credit for nonpaid externships, Mr. Chang explained that some students do not have sufficient funds to take an unpaid externships or clerkship during the summer. However, if these externships were assigned academic credit, under-resourced students would be able to apply for federal loans for that period. There was some discussion about whether it is possible to make that summer work creditable for the purposes of the loans but not supplant the need for actual coursework for the purposes of obtaining a degree.

Responding to a question about the reasoning for relocating clocks to the rear of classrooms, Mr. Chang explained that students complain of classes routinely running over the allotted time, and thus they would like professors to be more aware of the clock.

A Board member suggested that in the future the ASUCH President should first present their detailed report to the Educational Policy Committee and submit its final report to the full board of directors.

4. **GENERAL CONSENT CALENDAR**

The following items submitted by the Finance Committee constituted the General Consent Calendar and were approved by a single vote of the Board of Directors.

Approval of Minutes – September 15, 2017 minutes.

Approval of Minutes – October 24, 2017 minutes.

Noting that there were no corrections or deletions to the Minutes, the Minutes were approved and ordered filed as distributed.

5. **REPORT OF THE BOARD CHAIR**

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

Director Marci Dragun, Chair of the Educational Policy Committee, introduced Academic Dean Morris Ratner to give the Committee report.

**5.1.1 LEOP Director Hiring Update**

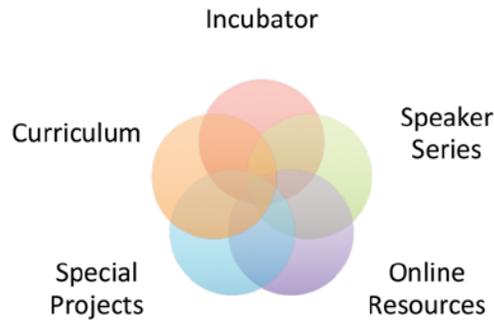
Dean Ratner began by introducing the new director of the Legal Education Opportunity Program (LEOP), Elizabeth McGriff. Dean Ratner briefly described the search and interview process to fill the LEOP Director vacancy. Dean Ratner referred to Ms. McGriff's resume in the meeting materials (Exhibit A) and noted that Ms. McGriff previously served as the Interim Director of Law Student Support at Golden Gate University and also as Director of Diversity Pipeline Programs at the Bar Association of San Francisco. Dean Ratner noted that Ms. McGriff is a UC Hastings alumna and a LEOP alumna. Additionally, while a student at UC Hastings, Ms. McGriff was the graduate speaker at the Black Law Students graduation.

LEOP Director Elizabeth McGriff briefly introduced herself and expressed her excitement and pride in UC Hastings and the LEOP program in particular.

**5.1.2 LexLab Vision and Update**

Dean Ratner introduced Kali Ilunga, the new LexLab Program Manager. Mr. Ilunga briefly introduced the burgeoning LexLab program, explaining that the vision is to become an indispensable name within the legal tech community. This means becoming a resource that serves the community in tangible, practical ways and making a multiyear investment and commitment to having an innovation halo around the UC Hastings brand and LexLab in particular.

Mr. Ilunga said he has spent the last month on a "listening tour" with faculty, staff, law firms, entrepreneurs, and students. The information gleaned from this experience, Mr. Ilunga said, is condensed into the PowerPoint slides presented.



Mr. Ilunga described the first 90 days as an incubation stage, in which LexLab program developers will create a step-by-step plan as to the opportunity to create a legal tech incubator and the risks associated with it.

Mr. Ilunga briefly described LexLab’s focus on connecting students, faculty, staff and the legal community through different kinds of small, intimate meet-ups, as well as larger events, like the planned Speaker Series (represented in the above diagram). Mr. Ilunga noted that students are hungry for focused events that will provide opportunities to explore particular areas or fields they are interested in, and the idea of a forum where they can meaningfully network and talk about legal tech ideas — where the opportunities are, what is risky, etc.

A third key facet of the Lexlab vision, Mr. Ilunga said, is the online resource component. The program’s developers envision that the LexLab brand will be associated with an indispensable online toolkit where lawyers or students can refer if they do not have the knowledge or experience of building a startup.

Mr. Ilunga noted that he is also looking at special projects in which multidisciplinary teams, consisting of developers, entrepreneurs, investors and students, will work on building prototypes. The final component is Curriculum. Mr. Ilunga said the LexLab program will focus on creating curriculum that again enables a student to build a business, prototype, or an idea in legal services, and perhaps earn a certificate as a result of those efforts.

### **5.1.3 ABA Standard 303**

Academic Dean Ratner provided an update regarding the administration’s attempt to adapt to the American Bar Association’s new Standard, which obliges the College to offer a curriculum which requires each student to satisfactorily complete at least one experiential course totaling six credits of upper division coursework. Dean Ratner defined an experiential course as a simulation course, a law clinic, or a field placement. Next, Dean Ratner introduced Associate Dean for Experiential Learning, Ascanio Piomelli to explain the administration’s efforts to meet Standard 303.

Associate Dean for Experiential Learning Ascanio Piomelli explained that Standard 303 applies to all students who entered law school after 2016. Mr. Piomelli noted that students take 54 units in their second and third years, so the 6 units required by Standard

303 is 11 percent of their course load.

Mr. Piomelli presented his memo as distributed. The memo summarized the administration's efforts to comply with Standard 303, to identify and increase the number of qualifying courses, and to publicize the graduation requirement and qualifying courses to students and track their progress.

#### **5.1.4 Adjunct Faculty Diversity**

Dean Ratner began by explaining that accrediting agencies have commented on the lack of adjunct faculty diversity at the College. This resulted in Chancellor & Dean David Faigman making a promise to the ABA that the College would implement a recruitment effort to reach out to segments of the local legal services community that may be unfamiliar with adjunct teaching opportunities. Dean Ratner noted that whereas in the past adjunct teaching opportunities were mostly shared via word of mouth, the College has adopted a more systematic approach to adjunct faculty recruitment.

The recent outreach effort has been producing promising applications, Dean Ratner observed, which may result in a relatively large cohort of new adjuncts over the next 1-2 years. To prepare for that increase, Dean Ratner has informally implemented a faculty mentoring program which pairs new adjuncts with existing faculty members. Additionally, Dean Ratner noted, new adjuncts will be asked to guest lecture first, which will give the College an opportunity to assess the applicant's competency in the classroom and their need for mentoring prior to assigning them their own class.

In response to a question about the typical faculty hiring process, Dean Ratner explained that there tends to be two avenues of recruitment/hiring. The first is an *ad hoc*, somewhat passive process, whereby potential adjunct faculty with specialized expertise propose a course and then the College will vet those proposals through its curriculum committee process. The second avenue of hiring is self-driven, where the administration and curriculum committee identify areas of need and actively locate potential adjuncts in a more strategic and intentional way. Dean Ratner noted that the current curriculum committee, chaired by Professor Robin Feldman, is reviewing the entire curriculum and identifying gaps in the course offerings. Dean Ratner explained that he will personally discern whether these course gaps can be filled by current full-time faculty, by adjuncts, or by future adjuncts.

#### **5.1.5 LLM and MSL Degree Update**

Dean Ratner began by noting that Chancellor & Dean David Faigman has been leading the charge to promote the LLM and MSL programs throughout the world. Together with Professor Keith Hand and Senior Assistant Dean of Enrollment Management June Sakamoto, he said, they have traveled or will travel to Latin America, Europe, India, China, and Central and South America.

Dean Faigman reported that he had just completed his trips to Italy, France, and Brussels, and Belgium, and in all he completed eight talks at the European higher education institutions that he visited in six days. This trip was completed with June Sakamoto. In France and Italy, his efforts were focused on promoting the UC Hastings brand and demonstrating the value of completing an international graduate education in San Francisco. Dean Faigman observed that the audiences were enthusiastic about San Francisco in general and many responded very positively to the LexLab concept. Dean Faigman noted that he would continue to engage in conversations with each of those schools about what sort of exchanges and what sort of LLM opportunities may be offered.

Dean Faigman reported that he would leave the following week for China with Professor Keith Hand, who speaks Chinese. In China, Dean Faigman will give 12 talks in 10 business days, visiting potential university partners in Hong Kong, Shenzhen, Guangzhou, Wuhan, and Beijing. Dean Faigman will give a lecture at some of the schools concerning the integration of scientific research into legal decisions. Dean Faigman noted that the two information gathering trips would provide the College with real opportunities to expand its recruitment efforts. He explained that the current goal is to double program enrollment numbers in the LLM program from around 20-25 to around 40 or 50. Currently, he observed, the College has the advantage of integrating its LLMs into its JD program. By contrast, the very large programs (with over 200 LLMs) ultimately create a shadow curriculum for their LLMs, which is a characteristic that overseas applicants seem to perceive negatively.

In response to a question about the ideal number of LLM students, Dean Faigman said that the JD curriculum can accommodate about 50 LLM students without altering the quality of the JD program.

In response to a question about what detrimental impact the administration may expect if LLM enrollment far beyond the 'happy medium' of 50 students, Dean Faigman explained that a large LLM population would require the College to create a parallel curriculum to accommodate the LLM students, rather than incorporating them into the JD classes, which is the approach currently taken. Dean Faigman noted that the College is open-minded about different models. For example, Dean Faigman's recent visit to China was intended to explore possible distance education online platforms.

In response to a question about whether a distance LLM or MSL student can then come to California to sit for the state bar exam, Dean Ratner affirmed that this is allowable. Dean Faigman confirmed that California and Washington are the only two states that do not have a residency requirement to sit for the bar exam.

Dean Faigman was asked what steps the administration will take to encourage LLM applications. Dean Faigman responded that every university he visited was interested in some level of student exchange, however it is unclear if such exchange programs would hold value for Hastings students, who place a great deal of emphasis on the bar exam and experiential opportunities. Nonetheless, Dean Faigman said the College is weighing the benefits of operating an exchange program, even at a financial loss, for the

purpose of promoting the Hastings brand internationally.

### 5.1.6 WSCUC Site Visit

Dean Ratner introduced Director of Accreditation and Assessment Andrea Bing. Dean Ratner began by explaining that there are two main accrediting agencies, the ABA and WASC. About five years ago, WASC prompted the College to begin undergoing *assessment* — which other graduate educational institutions have been doing for some time. When an institution conducts assessment, it identifies what it intends to achieve with its degree programs at the front end and then follows an evidence-based approach to evaluate whether those desired outcomes are being achieved. The last step is to reflect on that evidence and make institutional changes. This self-reflection process enables the institution to make evidence-based curricular changes.

Continuing his report, Dean Ratner explained that WASC performs site visits to review the degree to which the College is properly engaged in assessment and developing its academic programs. In WASC's recent site visit, it made a series of oral commendations and recommendations, Dean Ratner said, however the College has not received the final report, which is still open for comment from UC Hastings. In terms of the oral commendations from the WASC site visit team, Dean Ratner noted:

- Commitment to mission.
- Positive new leadership (Chancellor & Dean David Faigman in particular)
- Committed and involved board of directors, and
- Positive partnerships with other UC institutions, such as UCSF.

Additionally, Dean Ratner said the WASC site visit team particularly liked the self-evaluation performed by the College's Career Development office as a template for other offices on campus that are co-curricular.

Dean Ratner summarized WASC's oral recommendations as follows:

- Revisit the Strategic Plan
- Continue more intensively with assessment, particularly with the non-JD programs including the MSL and LLM degree programs
- Improve communication across departments
- Consider building additional institutional capacity to track and analyze data

Dean Ratner explained that many larger institutions have institutional review departments which are staffed with full-time statisticians and other personnel who are devoted to assessment. By contrast, UC Hastings has one staff member devoted to assessment, Andrea Bing, and an Educational Effectiveness Committee. Dean Ratner noted that he is recommending that the Educational Effectiveness Committee be turned into a standing committee.

Mrs. Bing commented that the WASC report was very positive overall, and it is the same as the ABA process insofar as the site visit team submits their report to the council and the council will review the UC Hastings report. Mrs. Bing said she will

attend a February 15 hearing with Chancellor & Dean David Faigman in which they will be asked questions before WASC submits its final report with future recommendations. Mrs. Bing explained that during the WASC site visit she was told to expect approval at the February 15 hearing, and most likely an eight-year reaffirmation period, which she noted is very favorable

### **5.1.7 Bar Support**

Dean Ratner introduced Academic and Professional Success Lecturer Margaret Greer. Ms. Greer's memo about the College's supportive efforts to those graduates who did not pass the July 2017 as well as current 3Ls is presented in the meeting materials.

Dean Ratner began by stating that California ABA-accredited schools had an overall pass rate of 70 percent — an increase of 8 percentage points from the previous year. Further, for all bar exam takers in July 2017, the pass rate increased to 49 percent from 43 percent. Dean Ratner noted the entering metrics of the students who sat for the July 2017 bar exam and confirmed that the pass rate was effected by the number of students with higher LSAT metrics transferring out after their first year.

Dean Ratner noted that UC Hastings performed substantially better in 2017 (62% pass rate) compared to 2016 (51 percent pass rate) — a difference of 11 percent above the prior year pass rate.

Dean Ratner reported that the class of 2017 took an average of 5.67 upper-division bar courses, a metric that coincides with higher pass rates (70s) circa 2013. Although most students did not take the bar courses for a grade, Dean Ratner believes the pass rate will continue to increase now that the College has phased out the credit/no credit option. Referring to another visual aid in the materials, Dean Ratner noted that across every LGPA quartile for the class of 2017, one sees improved probability of bar outcomes for every additional upper-division bar course taken. These findings, he said, robustly support the administration's intuition that the students' curricular choices are having an impact on bar passage.

Continuing his report, Dean Ratner explained that due to monitoring of graduates in the summer after graduation and before taking the bar exam, he learned that there is an astonishing correlation between the percentage of summer bar course completion and bar outcomes. For those students who completed more than 75 percent of their summer BARBRI course, their pass rate was 76 percent. By contrast, for those students who completed less than 50 percent of their BARBRI course, their pass rate was 35 percent. Dean Ratner said this team believes there is a connection between the number of upper-division bar courses taken and the ability of students to receive the extremely voluminous flow of information over the summer and to complete their bar prep courses.

In closing the Educational Policy portion of the meeting, Chair Gede and Vice-Chair Robertson announced that Director Agnolucci has accepted the role as the new chair of the Educational Policy Committee, to follow Director Dragun.

## **5.2 Report of the Chair of the Advancement and Communications Committee Presented by Chief Development Officer Eric Dumbleton**

Chair Gede invited President of the UC Hastings Foundation, Rob Sall, to join the presentation with Chief Development Officer Eric Dumbleton. Chair Gede explained that it is the Board's pleasure to have Mr. Sall join for one board meeting per year under the operating agreement between the Foundation and the College's Board of Directors.

Mr. Dumbleton began by distributing gift plaques to the directors, which commemorate a recent ceremonial groundbreaking event, and invited Mr. Sall to address the Board. Mr. Sall noted that this year the foundation has organized each of its trustees to be a member of a fundraising committee and a friendly competition has been created. Mr. Sall reported that the committee chairs successfully activated their members and ultimately procured \$124,000 on Giving Tuesday. Mr. Sall said he will personally deliver an award to the winning team at the April Soiree, which will be held at the Asian Art Museum. Mr. Dumbleton thanked Mr. Sall for his enthusiastic support in positively changing the culture of the Fundraising Board.

### **5.2.1 Fundraising Update**

Mr. Dumbleton briefly reviewed the fundraising data to date. He reiterated the successful Giving Tuesday efforts, which brought in \$124,000.00 in new gifts, pledges or pledge payments. Mr. Dumbleton explained that through October 24, the Raised Report gifts, and pledges were just under \$1.7 million, which compares favorably to prior year (\$1.4 million), and FY16 (\$1 million). Mr. Dumbleton noted that the raised column number is buoyed by a recent \$1 million pledge by Shanin Specter.

In response to a question about how grant awards to the centers are reflected in the reporting, Vice Chair Chip Robertson suggested that it would be helpful to have a report showing foundation and grant giving for centers. Mr. Dumbleton agreed that presenting this data as a standalone would be useful, and noted that he will provide this information in the future.

Moving on to the Received Report, Mr. Dumbleton acknowledged that the received figure is now closer to \$2.5 million (compared to the \$950,000.00 in the Received Report printed October 24). Again, Mr. Dumbleton said, this is largely driven by Shanin Specter's gift, and also by the results of Giving Tuesday. Mr. Dumbleton praised the work of his development team.

There was some discussion about opportunities for engaging with alumni who have been out of contact with the College for some years. Mr. Dumbleton described efforts to reach out to alumni through the annual fund program and also dialoguing with alumni about the tax benefits of a deferred gift. Professor Takacs suggested a program like "Come Back to School at Hastings," a series of casual events and mixers, such as lunch, beer with students and faculty, etc. Mr. Sall noted that the Foundation has created an academic engagement committee, with the goal of bringing alumni back on campus for occasional

lecturing, but also to engage the professors, complete MCLE hours, and become comfortable in the Hastings community. Mr. Sall spoke about a January 27 event in Palm Springs at which participants will earn 4 MCLE hours without charge, while also connecting with the Desert Bar Association.

**6. FINANCE COMMITTEE CONSENT CALENDAR**

Director Don Bradley, Chair of the Finance Committee, requested to move from the Finance Consent Calendar Item 6.3, entitled Approval of UC Hastings Seismic Policy, and Item 6.4 entitled Long Range Campus Plan, for Board discussion. The balance of the Finance Consent Calendar was approved by the Board of Directors in a Single vote.

- 6.1 State Contracts in Excess of \$50,000
  - \*6.1.1 Custodial Services (Written)
  - \*6.1.2 Learning Management System — ExLibris (Written)
  
- 6.2 Nonstate Contracts in Excess of \$50,000
  - \*6.2.1 Professional Services — Graphic Design — Spotted Dog (Written)
  - \*6.2.2 Professional Services — LRCP - EPS (Written)
  - \*6.2.3 Grant - Institute for Innovation Law — Arnold Foundation (Written)
  - \*6.2.4 Grant — Consortium on Law, Science and Health Policy — Grove Foundation (Written)
  - \*6.2.5 Grant - Law Post-Baccalaureate Feasibility Study — AccessLex Institute (Written)
  
- \*6.5 Financial Operations Policy and Procedure Manual – Reimbursement of Commuting Expenses (Written)

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

The following reports were discussed at the Finance Committee Meeting on November 9, 2017. These are listed below as informational items.

- 7.1 Investment Report as of September 30, 2017** (Written)  
Not discussed.
  
- 7.2 State Budget Report for 2017-18 as of September 30, 2017** (Written)  
Not discussed.
  
- 7.3 Auxiliary Enterprises Budget Report as of September 30, 2017** (Written)  
Not discussed.
  
- 7.4 Grants Administration - Program Update** (Written)  
Not discussed.

## **7.5 IRS Audit of 403b and 457 Plans — Status Update**

(Oral)

Mr. Seward provided a brief update regarding the IRS audit of the 403b and 457 plans, and confirmed that the College has received the closeout documentation of the audit. Mr. Seward reported a clean closeout for the 457 plans, however the IRS identified a deficiency in the UC's administration of the 403b plan, which are contracted out to Fidelity. The deficiency was the absence of proper documentation when employees borrow from their retirement plans for the purpose of purchasing a principle residence. In the past the UC did require documentation attesting to that, however this had fallen out of practice. Mr. Seward said that UC has agreed to reinstitute that documentation on a system-wide, campus-wide basis.

## **7.6 Hastings College of the Law 2017 Refunding Bonds – Status Update**

(Written)

Mr. Seward reported that the College aims to reach sale and closure of the bond refunding by December 31. He explained that the Tax Reform Act of 2018 eliminates *advance refunding*, a transaction that occurs prior to the call date of the bonds where proceeds are left in escrow. Mr. Seward said he is engaged in an advanced refunding effort, intended to give maximum flexibility, to put the College in a position to close before December 31. Mr. Seward noted that it may not be desirable to go to market in December, and that decision will be made in real time as the final details become clear. Mr. Seward said he would continue to work closely with financial advisors Public Financial Management, bond counsel, and the underwriter, Stifel to ensure the best outcome.

Mr. Seward distributed a copy of the Moody's credit rating update, noting that as a part of the bond refinancing process, Moody's reassesses the College's financial state to allow for the inclusion of a rating update with the preliminary official statement. Mr. Seward noted that the outcome of that assessment was a continuation of the College's A2 rating and a continuation of the negative outlook. Mr. Seward noted that Hastings's A2 rating is significantly above its competitive cohort of independent law Schools such as New York Law School, Brooklyn Law School, and Southwestern.

Finally, Mr. Seward noted that the underwriter, Stifel, was selected after a competitive process. He said Stifel prepared the credit presentation to Moody's, and they will use the credit presentation in selling the bonds to their client base..

## **7.7 Update of the 5- Year Budget Plan — Core Operations & Auxiliary Enterprises**

(Written)

Mr. Seward noted that this item was previously distributed as a handout at the September 2017, regular meeting, however he added the item here only enter it into the Board record.

**7.8 Listing of Checks and Electronic Transfers over \$50,000** (Oral)  
Not discussed.

**8. REPORT OF THE CHANCELLOR & DEAN**  
**Presented by Chancellor & Dean David L. Faigman**

**8.1 Discussion of Non-JD Graduate Programs at UC Hastings: LLM, MSL, HPL, and Other Permutations and Possibilities** (Oral)

Dean Faigman noted that there are some subject areas that are still being considered for advance degrees by faculty committees in spring 2018. Also, he anticipates that there will be general curricular reform and oversight to make sure the academic program is in order. He said he is comfortable with the progress made due to the initiatives implemented by the College last year, the administration will measure and evaluate the initiatives in an evidence-based and rigorous way going forward.

**8.2 Update Regarding California State Bar Initiatives** (Oral)

Dean Faigman acknowledged that the California Supreme Court declined to change the Bar exam cut score, and thus California's cut score continues to be the second-highest in the nation after Delaware. He noted that the plurality and median is at 135 and New York is at 133. Dean Faigman continues to work with a handful of other deans, who are leading the effort in the state of California.

In addition, Dean Faigman is involved the state of Nevada to participate in a study which evaluates the validity of the Nevada state bar exam. Dean Faigman explained that the idea of this study is to assess how bar exam takers stand up to surveys of lawyers and judges, and journey attorneys on factors such as analytical ability, writing skills, judgment, interpersonal skills, etc. Dean Faigman noted that there has never been a study which evaluated whether the bar exam does what it purports to do, which is to distinguish a qualified practicing attorney from an unqualified practicing attorney.

Dean Faigman has also been working with AccessLex, a nonprofit foundation that supports efforts in legal education. Dean Faigman noted that AccessLex previously gave the College a \$95,000.00 grant to study a post-baccalaureate degree for under-represented college graduates to get to law school, and now AccessLex is interested in funding and participating in the validity study UC Hastings and the state of Nevada. Dean Faigman and Chief of Staff Anne Marie Helm are now writing a grant proposal to AccessLex.

**8.3 Update Regarding Personnel Changes and Reorganizations** (Oral)

Dean Faigman briefly reviewed some of the personnel changes at the College, including Human Resources, the College Events Center, LEOP and LexLab.

In addition, Dean Faigman noted that a new HR Director, Leslie Lundberg, will begin January 2. Dean Faigman said Ms. Lundberg has a background in Oregon private industry. Dean Faigman acknowledged the interim services of Fran Trant, a Human Resources Consultant who assisted the College for nearly a year.

Dean Faigman noted that the College Event Center also underwent personnel reorganization after some reflection about what capacity will be needed to accommodate the graduate academic campus. The graduate academic campus will require Hastings to share its facilities with different stakeholders, such as UC Davis, Northeastern, UCLA and UCSF. Dean Faigman explained that the administration intends to hire a new Director of External/Internal Events, which will enable the College to manage increasing demands. The College intends to hire in early January for this position.

The Alumni Department will also be gaining a full-time Director of Planned Giving.

#### **8.4 Other Informational Items: Academic Programs, Student Services, and External Relations** (Oral)

Dean Faigman briefly reviewed the College's sexual harassment/assault policy, which cues to the Obama administration's requirements of a preponderance of evidence standard. Dean Faigman said General Counsel Elise Traynum and Title IX Coordinator Andrea Bing will try to synchronize that policy with the College's general grievance policies. Next, the draft policy will be brought to the Faculty Executive Committee for their input, and the College will also create space for the students and staff to comment on the proposed policy. Dean Faigman said he intends to present a redrafted sexual harassment/assault policy to the board of directors before the June 2018 meeting.

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

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

General Counsel Elise Traynum presented the first reading of a resolution to amend the Board By-laws to extend voting rights to ex-officio members of the Board standing committees and subcommittees. Ms. Traynum reflected that the right of ex-officio committee members is consistent with California nonprofit law. The additional benefit of having the policy in place is that it will add two voting members to each of the standing committees as the terms of directors expire. Ms. Traynum indicated that she would present this item for the second reading at the March meeting.

#### **9.2 Revised Resolution — Designation of Students' Directory Information** (Written)

Ms. Traynum indicated that this resolution would also be presented at the March 2 meeting.

**10. DIRECTOR COMMENTS AND BOARD ANNOUNCEMENTS**

No items to discuss.

**11. THE BOARD WILL GO INTO CLOSED SESSION AT APPROXIMATELY 11:00 A.M.**

The Board adjourned 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)

There being no further business to come before the Board of Directors, the Open Meeting was adjourned at approximately 1:00pm.

Respectfully submitted,

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Elise K. Traynum, Secretary