

9-16-2016

Board of Directors Meeting Minutes 9/16/2016

UC Hastings Board of Directors

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

BOARD OF DIRECTORS

**OPEN SESSION MEETING MINUTES
SEPTEMBER 16, 2016**

1. ROLL CALL

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

Chair Tom Gede
Vice Chair Chip Robertson
Director Simona Agnolucci
Director Donald Bradley
Director Tina Combs
Director Marci Dragan
Director Claes Lewenhaupt
Director Mary Noel Pepys
Director Courtney Power

2. PUBLIC COMMENT PERIOD

None.

3. REPORT OF ASUCH PRESIDENT

3.1 Direction of ASUCH 2016-2017

3.1.1 Promote Community Development

ASUCH approved the Tenderloin Community Outreach Board and the Green Campus Taskforce. The Tenderloin Community Outreach Board will ensure that ASUCH and students will continue to reach out to community organizations. This board is working with Alex Shapiro to make sure students are aware of and involved in community events. The Green Campus Taskforce ensures that the College follows proper waste management.

3.1.2 Continue Promoting Hastings as an Institution

Not discussed.

3.1.3 Student Concerns (To Be Distributed)

ASUCH President Sammy Chang distributed his written report. He discussed current student led initiatives and concerns. First, students have asked that the externship limit not be applied to those participating in the Startup Legal Garage. This is because the Startup Legal Garage is not a true clinic, but rather a hybrid of a clinic and a course. Students are concerned because when the externship limit is applied, they have to wait an entire year after participating in the Startup Legal Garage before they can do an externship for credit. Acting Provost and Academic Dean Evan Lee noted that he has referred this matter to the academic standards committee for consideration.

Second, ASUCH President Sammy Chang mentioned students are requesting leaves of absence during Election Day in November in order to be poll observers in swing states. Students are requesting that such leaves of absence be granted by professors and that they have access to recordings during the days they are absent.

Last, ASUCH President Sammy Chang reported that ASUCH has changed its meetings to business hours in order to accommodate students' schedules and that ASUCH created an appellate division for students who feel they are not being heard in ASUCH.

***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.

Chair Tom Gede called for approval of the minutes and the ratification of the Executive Committee's Approval of the PSOA MOU. These items were approved.

- *4.1 Approval of Minutes: June 17, 2016.
- 4.2 Ratification of Executive Committee's Approval of MOU with PSOA Transitioning Security Services to UCSFPD

5. REPORT OF THE EDUCATIONAL POLICY COMMITTEE

- 5.1 Enrollment Management Update, Bryan Zerbe, Director of Admission
Director of Admission Bryan Zerbe introduced a presentation on national law school applications. He reported that 2016 saw the first uptick in the number of applicants to U.S. law schools since 2010. He reported on the makeup of the national pool of applicants. The national median LSAT score is 153 for all applicants, while the College applicant pool median was 156. He noted that nationally, there are only about 14,000 people with an LSAT score of 160 or higher, thus competition for these applicants is strong.

Director of Admission Bryan Zerbe reported that the College was down about five percent in applications for 2016, however the College was up sixteen percent the year before in 2015. Though applications were down, the yield was up and the College enrolled 346 students for 2016. This increase in yield may be due in part to the College

once again entering the top 50 in *US News* and because scholarship offers were very competitive this year.

Director Simona Agnolucci asked how the 156 LSAT median might affect rankings. Director of Admission Bryan Zerbe clarified that 156 LSAT score was the median score for the applicant pool and so long as the median score was 159, the College should not be negatively affected. Director Agnolucci also asked about students transferring to other law schools and a lengthy discussion ensued about which schools receive transfers and why.

5.2 Report Regarding Recent Research to include Bar Data Analysis for 2011-2015 Associate Dean for Academic and Professional Success Morris Ratner
Not discussed.

5.3 Inns of Court Program Overview, Acting Provost & Academic Dean
Evan Lee

Acting Provost & Academic Dean Evan Lee disseminated handouts explaining a new program called the Inns of Court. This program replaces the previous professional readiness program. It is a substantive program in which a series of workshops will be held throughout the year in order to help students develop a career roadmap. To date, Acting Provost & Academic Dean Evan Lee reported that attendance at these seminars has been quite high. The goal is to engage students so that they are immersing themselves in the professional world beginning their first year of law school. Chair Tom Gede mentioned the possibility of getting Director of External Relations Alex Shapiro to integrate this program into the broader picture of the College. Acting Provost & Academic Dean Evan Lee responded that he has already pitched the story of this program to a few media outlets and that some interest has been generated.

6. FINANCE COMMITTEE CONSENT CALENDAR

The Finance Committee Meeting was held at UC Hastings in the A. Frank Bray Conference Room, San Francisco, California, on Thursday, August 11, 2016, at 9:00 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.

*6.1 Core Operations - State Budget for 2016-17

Chair of the Finance Committee Don Bradley requested that this item be removed from the consent calendar. Chief Financial Officer David Seward introduced a presentation on this item instead.

Chief Financial Officer David Seward's presentation discussed fiscal and operational matters that are intertwined. Chief Financial Officer David Seward noted that student fees for law school have been capped for four years and will likely continue throughout the duration of

Governor Brown's administration. After Governor Brown's term, the College may have the ability to increase fees going forward, which he noted is important in terms of multiyear planning.

Chief Financial Officer David Seward reported that 2015-2016 will be critical in determining future tuition discounting, as its cumulative impact on the College budget is significant.

Chief Financial Officer David Seward reported that the fiscal year 2016 operating budget numbers are based on the College's year-end financial statements, which are currently under audit review and thus, not finalized. For the 2015-2016 fiscal year, ending June 30, 2016, the College reported a negative net income of \$6.6 million, \$3.8 million of which is a result of unrealized market loss. He noted that the UC funds had a market loss of about 3.5 percent. He also noted that as of June 30, 2015, only UC Hastings and UCLA Medical Centers had positive net positions. He also reported that expenditure control has been successful and thus, expenditures have been stable. The College has also preserved its investments and liquidity is strong.

Chief Financial Officer David Seward reported a deficit of \$5.9 million in core operations due in large part to tuition discounting. He projected a net deficit of \$4 million—which includes core operations and auxiliaries.

Acting Chancellor and Dean David Faigman discussed tuition discounting and budget effects, noting that the College needs an endowment to make up for the tuition discounting. He also discussed engaging alumni in order to increase gifts and funds, all of which would assist in raising the ranking of the College.

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

- *6.2 Non-State Budget for 2016-17
- *6.3 Budget Changes – 2016-2017 Auxiliary Enterprises
 - 6.3.1 McAllister Tower – Skyroom – Interior Finishes Renewal
 - 6.3.2 McAllister Tower – Elevator Cab Renewal
 - 6.3.3 Parking Garage – Special Maintenance
- *6.4 State Contracts in Excess of \$50,000
 - *6.4.1 Kane Hall Master Planning – MK Think
 - *6.4.2 Software & Information Technology – Simplrr
 - *6.4.3 Graphics Design – Mortar
 - *6.4.4 Professional Services – Partners in Communication
- *6.5 Non-State Contracts in Excess of \$50,000:
 - *6.5.1 Ctr. For Gender and Refugee Studies – Nat'l Science Foundation Grant
 - *6.5.2 Ctr. for Innovation Law – National Science Foundation Grant

7. REPORT OF THE CHIEF FINANCIAL OFFICER

7.1 State Contracts in Excess of \$50,000:

- 7.1.1 Consulting Services – Sibson Consulting - Human Resources
Not discussed.

Chair Tom Gede called for approval of the following state contracts. The contracts were approved. Item 7.1.3 was removed from the agenda as per Chief Financial Officer David Seward's request during the meeting.

- *7.1.2 Software – Ellucian – Enterprise Resource Planning System
- *7.1.3 Project Management Services – LRCP – TBD
- *7.1.4 Database Licensing - Lexis Nexis
- *7.1.5 Database Licensing - Thomson Reuters/West
- *7.1.6 Space Planning –Kane Hall – MK Think

- *7.1.3 Project Management Services – LRCP – TBD

7.2 Non-state Contracts in Excess of \$50,000:

- *7.2.1 Research Sub-award Agreement – UCSF – Prepare Multistate Directive Process

Chair Tom Gede called for approval of the non-state contract. The contract was approved.

- *7.3 Non-state Budget Change – 333 Golden Gate – Fund Transfer to DGS

Chair Tom Gede called for approval of the non-state budget change. The budget change was approved.

7.4 State Budget Changes

- *7.4.1 Settlement Costs – PSOA Agreement
- *7.4.2 LRCP – Kane Hall Space Planning

Chair Tom Gede called for approval of the State Budget Changes due to modifications of the PSOA settlement agreement and budget adjustments for the contract modifications to Kane Hall building work. The changes were approved.

- *7.5 Annual Update of Five Year Infrastructure Plan 2017-2022

State of California, Department of Finance

Chair Tom Gede called for approval of the updated Five Year Infrastructure Plan. The plan was approved.

- *7.6 Long Range Campus Plan – Adoption of Variant B – 50 Hyde Street

Chief Financial Officer David Seward explained the adoption of Variant B into the Long Range Campus Plan and the need to create a new Long Range Campus Plan document that will reflect the CEQA process that contemplated both Variant A and Variant B.

Chair Tom Gede called for approval of the administration to create a new Long Range Campus Plan. The item was approved.

The following reports were distributed and discussed at the Finance Committee Meeting on August 11, 2016. These are listed below as informational items, and distributed in the agenda packet.

- 7.7 2015-16 Year-end Investment Report
- 7.8 State Budget Report – Preliminary 2015-16 Year-end
- 7.9 Core Operations – State Budget Planning for 2017-18
- 7.10 Non State Budget Report – Preliminary 2015-16 Year-end
- 7.11 Update on Long Range Plan
- 7.12 Annual Report on Insurance Coverage – 2016-17
- 7.13 Listing of Checks and Wire Transfers over \$50,000

8. REPORT OF THE ADVANCEMENT & COMMUNICATIONS COMMITTEE

8.1 Building UC Hastings Campaign Update

Campaign Chair Leo Martinez discussed contributions to the capital campaign. The campaign raised a total just shy of \$600,000. Campaign Chair Martinez noted that the amount raised was due in part to UC Hastings Foundation Chair Rob Saul and his commitment to raise \$1 million. Campaign Chair Martinez reported that the College raised just over \$2.8 million and the College has \$3 million in outstanding asks.

8.1.1 FY16 Final Fund- Raising Results

Chief Development Officer Eric Dumbleton reported that all philanthropic revenue generated by the College was up 20 percent for the 2015-2016 fiscal year. The College went from \$4.5 million in fiscal year 2015 to \$5.3 million. He reported the discrepancy in the miscellaneous line in his report is due to \$366,000 of funds that will be transferred out of that account to the scholarship account. \$150,000 was given as an endowed scholarship and another bequest of \$140,000 to establish a scholarship fund. The unrestricted fund saw a minor decrease.

Chief Development Officer Eric Dumbleton also reported a decrease in received funds, specifically regarding cy pres awards where there was a decrease of about \$50,000 compared to fiscal year 2015. He reported that donors are also up from 2,600 in fiscal year 2015 to 2,900 in fiscal year 2016.

8.1.2 FY17 Outlook

Chief Development Officer Eric Dumbleton discussed his fundraising plans for 2017. He said he planned to ask for \$10 million this year and close \$3 million in gifts. He noted that he'd like to exceed \$6 million in total raised for the annual fund.

Chair Tom Gede asked how to engage alumni in addition to requesting donations. Chief Development Officer Eric Dumbleton responded that his department has created the Director of Alumni Engagement position to address this matter. A lengthy discussion then ensued about engaging alumni.

8.2 Staffing Update

Chief Development Officer Eric Dumbleton reported staffing changes for his department. Jordan Ketring, who previously worked in office of Acting Chancellor & Dean David Faigman, has joined the Office of Alumni Development and Engagement. Jordan Ketring will be overseeing annual giving in his new role. Michelle Gascoigne joined the office as a development specialist and will be helping with a myriad of tasks including donor research. Jen Reeve has moved from the Office of Alumni Development and Engagement to the office of Chief Financial Officer David Seward. Caroline Knowles has left the office to become the director of alumni relations for Stanford Law.

*8.3 SPECIAL AGENDA ITEM:

Annual Report of UC Hastings Foundation

Presenter: Robert Saul, Board President of the UC Hastings Foundation

Board President of the UC Hastings Foundation, Rob Saul delivered his annual report. He discussed that his goal as president of the Foundation is to have a firm and solid interaction between the Board of Directors and the Foundation's Board of Trustees. Board President of the UC Hastings Foundation Rob Saul reiterated Acting Chancellor & Dean David Faigman's goal to establish an endowment within the next two years. He discussed that the Foundation has the following standing committees: finance, audit, executive committee, and fundraising. The fundraising committee consists of ten members and fifty trustees. His goal is to make every trustee a member of the fundraising committee.

Board President of the UC Hastings Foundation Rob Saul also discussed the following subcommittees and their most recent work: events subcommittee, academic engagement subcommittee, prospects subcommittee, and the planned giving subcommittee.

He also discussed a goal of the Foundation is to generate donations from persons other than the trustees in order to avoid donor fatigue.

Board President of the UC Hastings Foundation Rob Saul ended his report by discussing the Foundation's plan to hold a Spring Soiree event.

9. REPORT OF THE CHANCELLOR & DEAN

9.1 Introduction of New Director of Library and Technology, Camilla Tubbs, and New Chief of Staff to the Chancellor & Dean, Anne Marie Helm

Acting Chancellor & Dean David Faigman introduced the new Director of Library and Technology, Camilla Tubbs. Acting Chancellor & Dean Faigman also announced his new Chief of Staff, Anne Marie Helm.

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

No items to discuss.

9.3 Chancellor & Dean's Annual Report on the Long-Range Plan

Acting Chancellor & Dean David Faigman discussed the Long-Range Campus Plan and the goal of sharing housing, services, and academic platforms with UCSF.

9.4 Other Informational Items: Academic Programs, Student Services, External Relations and Personnel

Acting Chancellor & Dean David Faigman mentioned two issues he has been working on: (1) national rankings and (2) the College's bar passage rates. In regards to bar passage rates, Acting Chancellor & Dean Faigman reported that he asked the faculty to convene a report listing the issues that faculty should consider addressing.

Acting Chancellor & Dean David Faigman reported that all academic and professional support programs are now under one umbrella and with oversight from Associate Dean for Academic and Professional Success Morris Ratner.

He also discussed working with the UC Hastings Foundation and the Board of Trustees in an effort to build an endowment. He mentioned bringing in someone from the University of Virginia (UVA) who has had success raising money for the UVA endowment. Acting Chancellor & Dean David Faigman said the plan is to finish the capital campaign in the fall and then look to building the endowment to support scholarships.

Acting Chancellor & Dean David Faigman ended his report with a discussion on the Public Safety transition to UCSF. He reported that the College had reached an agreement with UCSF and the College is working out the final details of the contract and the transition.

Director of External Relations Alex Shapiro discussed three points on how to get the College back in the top 25 of law school rankings. First he discussed print publications, which serve to highlight what happens at the College and allows outside audiences to learn more about the College. Second, he mentioned the UC Hastings Community Partnership as method of promoting the College's positive presence in the community. Last, Director of External Relations Alex Shapiro discussed working with Associate Dean for Research Scott Dodson about promoting the College by targeting *US News* voters with information from our scholars, based on their areas of legal interest and practice.

Director of External Relations Alex Shapiro also discussed the current UC Hastings magazine and its theme of science and the law.

10. REPORT OF THE CHAIR

*10.1 General Recommendation Action for Slate of Appointment of the UC Hastings Foundation Trustees

Chief Development Officer Dumbleton presented to the Board the following new appointments of the Board of Trustees for the current fiscal year: Kevin Cholakian, class of 1981; Dana Cole, class of

1979; Sasha Cummings, class of 1997; J. George Hetherington, class of 1978; Deborah Lopez, class of 1983; James J. Mullen, class of 1997; and Yuri Vanetik, class of 1998.

Chair Tom Gede called for a motion to approve the individuals as UC Hastings Foundation Board of Trustees members. The appointments were approved.

11. 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.

Chair Tom Gede mentioned adding vice-chairs to each of the standing committees in order to assist the chair. He announced that he asked Director Courtney Power to serve as vice-chair of the Advancement and Communications Committee.

Chief Financial Officer David Seward announced that an event honoring Senator Mark Leno will be held October 14, 2016 at the Tenderloin Museum at 5:00 pm.

12. 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.

13. ADJOURNMENT

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

Respectfully submitted,

Elise K. Traynum, Secretary