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Meeting of the Executive Committee - Packet 12/01/2020

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UC HASTINGS COLLEGE OF THE LAW

Executive Committee

December 1, 2020

Executive Committee

Dec 1, 2020 2:00 PM PST

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**UNIVERSITY OF CALIFORNIA
HASTINGS COLLEGE OF THE LAW
BOARD OF DIRECTORS
EXECUTIVE COMMITTEE MINUTES
OF NOVEMBER 3, 2020 MEETING**

Due to the COVID-19 pandemic and the Shelter-in-Place order by the City and County of San Francisco, the meeting was held virtually, via the Zoom video conferencing platform. Public notice of this meeting is available at: https://repository.uchastings.edu/board_materials_2020/

1. Roll Call

The Chair called the meeting to order at 2:04 p.m., and the Acting Secretary called the roll.

Committee Members Present

Director Chip Robertson, Chair
Director Simona Agnolucci, Vice Chair
Director Tom Gede

Directors Absent

Director Courtney Power

Other Board Members Present

Director Mary Noel Pepys

Staff Participating

Chancellor & Dean David Faigman
Chief Financial Officer David Seward
Assistant Chancellor & Dean/Chief of Staff to the Chancellor & Dean Jenny Kwon
Associate General Counsel & Acting Secretary to the Board Laura Wilson-Youngblood

2. Public Comment

The Chair invited public comment. No member of the public offered comment.

3. Reports from Special Committees

a. Special Programs, Centers and Partnerships

Director Gede provided an update of the work of the Committee on Special Programs, Centers and Partnerships. He said that the Committee had heard from each of the College's four major research centers. He also indicated that the Committee heard a presentation from the College administration, including the Dean and the Academic Dean, regarding the centers and the relationship between the centers and the College as a whole. He said that it was helpful to the Committee to understand the difference between the research and programmatic centers at Hastings. He indicated that HR Director Andrew Scott presented to the Committee on the new HR compensation policy that was initially brought before the Board several months ago, and that it was helpful to be able to evaluate the compensation policy in the context of the centers. Director Gede indicated that sticking points mainly deal with the Center for Gender and Refugee Studies' (CGRS) desire to allow its staff to take sabbaticals, which is not a mechanism of leave available to staff under any Hastings policy. He stated that the Committee came to the consensus that the best approach with respect to CGRS is to defer to the College administration to come up with creative ways to handle time off for those staff in high-stress positions at CGRS. He said that the Committee revisited the question of approval of the new HR compensation policy that has been followed by the College but not approved by the Board for the past several months. The Committee voted to recommend approval of the compensation policy to the Board for the December full Board meeting. He said that the Committee also asked Academic Dean Morris Ratner to provide the Board with more information about the programmatic centers and what they do. He reported that the immediate work of the Committee was completed at its last meeting. Director Robertson added that the administration also talked about other initiatives the College is pursuing with respect to partnerships with other campuses.

b. Performance Review

Director Agnolucci reported on the work of the two different Performance Review Committees. She indicated that one Performance Review Committee is reviewing Academic Dean Morris Ratner with respect to prospective renewal of his contract. That Committee is composed of three faculty members, Chair Leo Martinez, Professor Joan Williams, and Professor Ascanio Piomelli, and two Directors, Simona Agnolucci and Albert Zecher. A separately constituted Performance Review Committee will conduct an annual review of Chancellor & Dean David Faigman, General Counsel John DiPaolo, and Chief Financial Officer David Seward.

Director Agnolucci stated that the Performance Review Committee that is conducting the review of Dean Ratner appointed its chair, Leo Martinez, and discussed the process for Dean Ratner's review. The Committee will solicit feedback from the Hastings community on Dean Ratner and also requested that he submit a self-assessment. Then the Committee will produce a written report to be presented to the full Board. At its meeting yesterday, the Committee finalized the survey that it will send to the Hastings community for feedback and the timeline. Director Agnolucci stated that the survey for faculty is finalized, a Board survey will follow the faculty survey, and a staff survey is being finalized by Professor Martinez, all of which will be distributed in the next few weeks. The Committee will allow faculty to take through January 1 to respond to the survey. The Committee will meet again in December to talk about staff criteria

and then in January to review feedback from faculty, staff, and the Board and to develop a process and timeline for issuing its written report. The goal is to have a completed report in February. Dean Faigman asked whether the faculty survey regarding Dean Ratner's performance is anonymous, and Director Agnolucci responded in the affirmative, stating that the survey respondent can identify themselves if they want to, but responses are otherwise anonymous. Dean Faigman also asked whether the Committee wanted feedback from Key Issues regarding Dean Ratner's performance. Director Agnolucci stated that the survey will be on Likert scale, and will include a section that is open-ended for comment. She indicated that Dean Ratner provided a thorough and helpful 7- to 8-page self-assessment that will be included in the survey that goes out to the Hastings community. She asked Dean Faigman whether he had seen a copy of the self-assessment, and Dean Faigman indicated that he had. Dean Faigman mentioned that Dean Ratner would like "Provost" to be part of his title going forward. Director Agnolucci noted that renewal of his position would be for the whole six years since the review is happening one year early, and that any change in the contract terms would go into effect the following year in 2021.

Director Agnolucci presented on the work of the Performance Review Committee that is charged with conducting the annual assessment of Mr. DiPaolo, Mr. Seward, and Dean Faigman. She said that the Committee is meeting on November 16, and asked that all Board members be invited to participate in the meeting. Dean Faigman will provide the Committee with his self-assessment and with his assessments of Mr. Seward and Mr. DiPaolo next week. Director Robertson noted that in the past, reviews of individuals in these positions have included reviews of requests for bonus or deferred compensation, and asked whether that is being considered now. Dean Faigman responded that none of the officers expects that. Director Agnolucci indicated that she also wants the Board to discuss succession planning for the Hastings officers at the November 16 meeting.

c. Review of By-Laws and Standing Orders

Director Power, the Chair of the By-Laws and Standing Orders Review Committee, was not present, so the other Executive Committee members discussed the status of the Committee. The Committee has not yet convened. Associate General Counsel & Acting Secretary Laura Wilson-Youngblood will circulate a doodle poll to the Committee members, Directors Power, Gede, Giacomini, and Zecher, to the remaining Board members, and to key staff to make sure that the Committee meets shortly.

4. Update on Construction

Chief Financial Officer David Seward provided an update on 198 McAllister construction. He said that it is ongoing, and all is going smoothly but for some issues with the neighbors. He indicated that the root cause is that there was uncertainty as to whether the financing deal would actually close, so things that otherwise would have been done earlier were not. He said that demolition is proceeding, but that the team is working on a mitigation contract. Hastings is committing to misters, screening, and access to the 200 and 333 Golden Gate buildings if neighbors are unable to work from their residences. No cash is being discussed. He also said that Hastings needs access to its neighbors' property for some purposes but also for the

underpinning agreement. The Committee noted that the 198 McAllister ground-breaking ceremony last week went very well.

*5. Adjournment

The Chair adjourned the meeting at 12:53 p.m.

Respectfully submitted,

Laura Wilson-Youngblood
Acting Secretary

*indicates action item.