



UMOJA BOARD AGENDA
January 4, 2018
Loews Coronado Bay Resort
Approved February 26, 2018

I. Welcome

President Aldredge welcomed the board at 8:45 a.m. Members were asked provide feedback on the Board orientation the day prior.

Members present: Deborah G. Blue, Erin Charlens, Bernard Jefferson, Jeri Marshall, Judy Mays, Walter Robinson, and Garcel Zardes.

Staff: Donna Colendres and Tom deWitt, Co-assistant directors (3:00 pm)

Guests and staff: Julie Adams, Transition Manager

II. Action Items

a. Board Minutes – December 5, 2017

The minutes were approved by consensus.

b. Future Board Meeting Dates

The board discussed future meeting dates and approved the following dates:

February 26, 2018 – 7:00 pm Conference Call

March 23, 2018 – in person location TBD

April 27, 2018 – 6:00 pm Conference Call

June 10, 2018 – prior to the SLI (Loews Coronado Bay Resort)

September 14, 2018 – in person location TBD

MSC (Mays/Marshall) to approve the meeting dates as discussed.

c. Chancellor's Office Work Plan and Budget

Aldredge updated members on the Chancellor's Office \$2.5 million grant recently awarded to Umoja. The Chancellor's Office has reviewed the work plan and budget approved by the Umoja Board and recommended changes. Dean Woodyard, Chancellor's Office staff monitoring the grant, modified the approved budget to address several observations the Chancellor's Office staff has regarding the Umoja program. The most significant change made was to the regional coordinators and coordinator director positions. Based on feedback received via a survey and interviews recently conducted by the Chancellor's Office as well as feedback from prior Chancellor's Office grant monitors, the Chancellor's Office would like the regional coordinators to spend more time

providing technical assistance to the Umoja colleges and thus changed the regional coordinators from 12 part-time regional coordinators to four full-time coordinators and two part-time program directors to one full-time program director. This change required that other budget categories be reduced to accommodate more time for college site visits.

The Board discussed other concerns voiced by the Chancellor's Office particularly the lack of data available for Umoja students. There are current research activities under development by Umoja including a quantitative research project by CSU and a qualitative one by UC Davis. Board members acknowledged that it is important for Umoja to tell its story and the research reports provides such an opportunity.

Aldredge informed the Board that negotiations are continuing with the Chancellor's Office on the budget and the Board will receive a report at the next meeting.

d. Conflict of Interest Policy

Members discussed the Conflict of Interest Policy drafted by Umoja's attorney. This policy is consistent with Nonprofit Corporation laws and would replace any prior policy Umoja has had.

MSC (Robinson/Mays) to accept the Conflict of Interest as presented.

e. Board Elections

The Board was reminded that the Board was asked to nominate current Board members to serve in officer positions. The following individuals were nominated:

Teresa Aldredge, President
Walter Robinson, Vice President
Judy Mays and Garcel Zardes, Treasurer

Mays requested to be removed as a nomination for treasurer and to instead be considered for the position of secretary. No Board members objected.

MSC (Blue/Marshall) to accept the slate for the board officers by acclamation. The following are the 2018 – 19 Officers of the Umoja Board:

Teresa Aldredge, President
Walter Robinson, Vice President
Judy Mays, Secretary
Garcel Zardes, Treasurer

III. Discussion Items

a. **Nomination Committee Board Recruitment and Onboarding**

The Chair of the Nominations Committee Marshall summarized the committees' recommendations for board recruitment and onboarding. The committee's objectives were to develop a six-month timeline and process for onboarding new board members by June 2018. Marshall highlighted the current board needs and a proposed timeline for new recruitment. It was suggested that nominations be opened now so that the Board could entertain members in March to ensure that the organization is abiding by its bylaws and have a board of at least nine.

Members reviewed the report from the Nominations Committee and the Board will entertain nominations at a special meeting in February so the new board member can attend the March meeting. Members discussed the importance of student participation and considered seeking a student member for the open position. A question was raised about whether or not the student member would have the same expectations as other board members. By consensus, the Nominations Committee will develop an announcement, timeline, and expectations for a student Board member to be recruited prior to the February 26th Board meeting.

MSC (Garcel/Blue) to accept the report with the understanding that the Board will seek nominations from the Umoja Coordinators for a student candidate to serve on the Umoja Board.

b. **Strategic Plan Update**

Adams updated members that she reviewed the progress made on the previously adopted strategic plan. Working with Aldredge, the timeline was modified to accomplish the strategic goals by December 2018. Members discussed the goals and provided direction. By consensus, the Board will receive a quarterly report on progress made on the Strategic Plan process and goals.

MSC (Blue/Mays) to approve the updates to the 2016 – 18 strategic plan as stated in the strategic plan implementation document.

c. **Umoja Operational Audit**

Adams recapped that she has been hired to provide overall program support and management services including transition activities, operational oversight, program development, and administration for Umoja. These tasks include performing an organizational audit to include conducting a SWOT Analysis, prioritizing challenges and opportunities in the strategic plan and work plan for the \$2.5 million grant, and evaluating the adequacy of the Umoja Board's oversight. She highlighted what she has discovered to date in her audit and noted that she will continue to update the Board at each meeting.

d. Budget development

Adams reminded members that during the past two days she has highlighted some budget development and process concerns. An organizational budget will be forthcoming for review and possible approval by the Board in March.

e. Update on the FCCC

Aldredge and Adams updated members on current negotiations with the Foundation for California Community Colleges (FCCC). Umoja approached the FCCC to serve as Umoja's fiscal sponsor. The advantages of having FCCC as the fiscal sponsor are their professional staff (CFO, grant writers, web developers, event planners, etc.), potential funding opportunities, cash flow assistance, reputation, and relationship with the Chancellor's Office. However, the FCCC would have financial control over fiscal decisions made on behalf of Umoja, limit the use of the Umoja 501c3, require their CEO to sit on the Umoja Board and other requirements. The Board discussed the FCCC proposal. By consensus, members directed Aldredge and Adams to continue to negotiate with FCCC to remove areas of concern from their proposal. If the FCCC would not remove some of the requirements, then Umoja should not enter into a contract with the FCCC for fiscal services and instead continue to develop and strengthen the Umoja policies and processes.

f. Committee Membership

Members discussed membership on Umoja committees. The following members were appointed to serve on the standing committees:

Executive Committee: Officers

Finance Committee: Officers

Governance Committee: Jeri Marshall, chair, Deborah Blue and Erin Charlens

Program and Planning Committee: Erin Charlens, chair, Bernard Jefferson, and the student board member. Staff: Donna Colondres and Tom deWitt

IV. Written Reports

a. Financial Report

Members discussed the financial report and reviewed the balance sheet and income statement. Currently, Umoja does not have a reserve or a policy for a reserve amount. At this point in time, Umoja has \$215,917 ending balance, which a portion of could be used to create a reserve.

MSC (Marshall/Mays) to create a reserve policy for \$300,000, create a reserve of \$100,000 out of beginning balance for 2018, and to not restrict the \$101,479 for scholarships.

b. Nominations Committee

Discussed under item III. A.

c. Assistant Program Director Report

Colondres and deWitt reported on a number of activities. Based on survey results from attendees at the Umoja Conference, the conference was a success with overall 69% excellent and 28% good. Attendees also rated the overall workshops excellent (88%) and keynote speakers excellent (97%).

Anecdotally, the applications at UC have increased with UCR reporting that they have received 117 applications from Umoja students this year. UCR will provide an overnight UC experience on February 2 – 3, 2018, for Umoja students who applied to UCR for 2017-18. The overall experience will expose potential Umoja students to college life on UC campus. deWitt requested that the Board consider budgeting \$1,500 for this event. Aldredge asked deWitt to work with Adams on this request. UC Merced is also considering an overnight and summer program.

Finally, five community colleges are interested in becoming an Umoja affiliated school.

V. New Business

VI. Adjournment

Meeting was adjourned at 5:30 pm.

Respectfully submitted by

Julie Adams, Transition Manager

Judy Mays, Secretary