

**MISSION-WEST VALLEY LAND CORPORATION  
BOARD OF DIRECTORS**

(It is noted that all members of the Board of Trustees of the West Valley-Mission Community College District are members of this Board and all or a majority of the Trustees may be in attendance at this meeting)

**NOTICE OF REGULAR MEETING and AGENDA**

**May 20, 2014**

**5:00 p.m.**

Board Room

West Valley College

Saratoga, CA

1. **Call to order/Roll Call**
2. **Approval of the order of the agenda**
3. **Oral communications from the public on items not listed elsewhere on the agenda**
4. **Approval of the minutes of the meeting of March 18, 2014**
5. **Approval of the minutes of the meeting of April 28, 2014**
6. **Officers' Report**

This item may include a report on matters not noticed elsewhere on the agenda. The report may include information regarding the status of the Land Corporation's ground tenants, construction and/or the general business of the Land Corporation

7. **Review, consideration and possible action to accept the Statement of Revenues, Expenditures and Net Assets of the Land Corporation as of April 30, 2014**

This item may include review, consideration and possible action to accept the Statement of Revenues, Expenditures and Net Assets of the Land Corporation as of April 30, 2014.

8. **Possible action to amend the current fiscal year budget to transfer the FY 11/12 amount of \$385,140 to the Endowment Fund/Advancement Foundation**

This item may include review, consideration and possible action as described above.

**9. Directors and Officers Liability Coverage**

This item may include review, consideration and possible action to provide Directors and Officers liability coverage for Land Corporation Directors.

**10. Update from the Allocation of Funds Policy Review Ad-hoc Committee**

This item will include an update from the Allocation of Funds Policy Review ad-hoc committee.

**11. Review, consideration and possible action to enter into an agreement with Equinox Search to aid in the recruitment for Asset Management Consultant Services**

This item may include review, consideration and possible action as described above.

**12. Director's Reports**

**13. Adjournment**

**MISSION-WEST VALLEY LAND CORPORATION**

Board of Directors  
Regular Meeting  
Minutes  
March 18, 2014

A regular meeting of the Board of Directors of the Mission-West Valley Land Corporation was called to order by President Walsh at 5:00 p.m. in the Board Room, West Valley College, Saratoga, CA

**Directors present:** Heimlich, Lucas, Owens, Polk, Walsh, Watanabe (arrived at 5:02pm), and Grey (arrived 5:10pm)  
Ex-Officio Schmitt

**Directors absent:** Ex-Officio's Davis, and Peck

**Others present:** Maduli

**1. Call to order/Roll Call**

**2. Approval of the order of the agenda**

The order of the agenda was approved as presented. (Owens/Polk, 5/0/0, with Grey and Watanabe absent and not voting).

**3. Oral communications from the public on items not listed elsewhere on the agenda**

None.

**4. Approval of the minutes of the meeting of February 18, 2014**

The February 18, 2014, meeting minutes were approved as presented. (Heimlich/Owens, 6/0/0, with Grey absent and not voting).

Mr. Lucas, referring to the last paragraph of item #13, stated that he was not suggesting that the Director's conduct their own classification studies. He did not ask for the minutes to be amended.

**5. Officers' Report**

Mr. Maduli reported that the LAIF account has been updated to reflect that only he and the Land Corporation President can make transfers from the LAIF

account to the Land Corporation's checking account. The Land Corporation's monies are kept in the LAIF account, since it is an interest-bearing account, and are transferred to the regular checking account when needed. He also reported that the RFP for an Asset Management Consultant will be issued the week of March 24. It is anticipated that a selection will be made and presented for approval at the June meeting. Mr. Walsh asked if the RFP was presented to the Land Corporation for review prior to it being issued. Mr. Maduli responded that it was not presented because doing so would make it a public document. Mr. Walsh informed the Director's that they should contact Mr. Maduli's office if they would like to review the document. Mr. Maduli will present the RFP timeline at the next meeting and also mentioned that an interview committee will need to be established.

**6. Review, consideration and possible action to accept the Statement of Revenues, Expenditures and Net Assets of the Land Corporation as of February 28, 2014**

The February 28, 2014, Statement of Revenues, Expenditures and Net Assets was accepted as presented. (Owens/Polk, 7/0/0)

Mr. Maduli informed the Board that the FY 11/12 Endowment Fund transfer of \$385,140 was never made. At the time of the request, the Board of Directors discussed the issue but never acted upon it. An action item for the transfer of funds will be placed on the April agenda.

**7. Discussion of Land Corporation Allocation of Funds Policy**

Ms. Grey started the discussion by stating that the Board has deviated from the policy for the last several years in order to provide funds to bridge the District's budget shortfall. Mr. Maduli provided background information on the subject. He then reviewed the policy and noted that the District has not funded the Innovation fund (item I.H.) since at least 2009, and has not provided funding for special projects (item II) since FY 10/11 due to budget shortfalls. He believes special projects should still be funded and that the program could resume since he does not intend to ask the Land Corporation for additional funds to bridge the current shortfall. Ms. Grey stated that she would also like to see special projects funded and that she'd prefer to follow the procedures currently in place (all projects reviewed and approved at one time) rather than review individual requests forwarded throughout the year.

Chancellor Schmitt stated that he would like to see the following policy amendments:

- Fully fund the Innovation Fund.

- Slightly broaden the definition for II.A to include consultants, among other things.
- Move to quarterly review for special projects funding rather than an annual review. He noted that some projects are not known until after the annual allocations are already made.
- Would like projects to be endorsed by the Chancellor and Vice Chancellor before being presented to the Land Corp for approval.
- Establish discretionary funds for the Chancellor and college Presidents.

Mr. Heimlich stated that he would like rolling periods for considering funding request rather than an annual approval. He would also like to see a subcommittee established to develop categories for funding and funding criteria, and believes that requestor must identify what would be gained from funding the project, i.e., energy/water savings, increase in enrollment, student success, assisting needing students, etc. There needs to be a way to determine the metric and value of the request and the Land Corporation needs to be transparent about how it will determine what should be funded.

Mr. Owens said that he believes the Advancement Foundation should get some money for its Endowment fund, but questions the amount, which he believes should not be 10% of the gross annual ground lease revenue as currently identified. He added that little, if any, financial information is provided by the Advancement Foundation that identifies how much money has been spent and on what. He believes the money could be better spent elsewhere. Mr. Heimlich agreed and added that student needs must be considered in a broader sense than just scholarships, and that there needs to be a better understanding of student needs, which can then be translated into student success.

Mr. Polk stated that he would like to see the Land Corporation fund more facilities improvements, especially capital improvements and maintenance which are not covered by bond funds. He specifically identified the need to improve the athletic facilities at Mission College.

Ms. Grey said that she agreed with previous comments, and especially that project requests must clearly identify the expected outcome, which must be explicit. She also commented that she thinks the Foundation believes it has a funding and expenditure process, but that it has not been clearly communicated to the Land Corporation. Mr. Lucas believes that the Land Corporation must clearly identify its expectations of the Foundation.

Mr. Walsh expressed his concern about giving the Foundation large amounts of money and not having the Foundation accountable to the Land Corporation. He would like to know what is being done with the funds and how they are

benefiting students. Mr. Walsh stated that he would like Land Corporation funds to better impact student success and provide for innovative programs. That being said, he also indicated that Land Corporation funds have been very helpful to the District during the State budget crisis and that keeping a balance for such situations is good practice.

Mr. Walsh appointed the following Director's to the ad hoc committee to review the Land Corporation Allocation of Funds Policy:

Mr. Heimlich – Chair  
Ms. Grey  
Mr. Owens

**8. Director's Reports**

None.

**9. Adjournment**

Meeting adjourned at 5:57pm.

**MISSION-WEST VALLEY LAND CORPORATION**

Board of Directors

Special Meeting

Minutes

April 28, 2014

A special meeting of the Board of Directors of the Mission-West Valley Land Corporation was called to order by President Walsh at 6:30 p.m. in the Board Room, West Valley College, Saratoga, CA

**Directors present:** Grey, Heimlich, Lucas, Owens, Polk, Walsh, and Watanabe (arrived at 6:55pm)

Ex-Officio Schmitt

**Directors absent:** Ex-Officio's Davis, and Peck

**Others present:** Maduli

**1. Call to order/Roll Call**

**2. Approval of the order of the agenda**

The order of the agenda was approved as presented.

**3. Oral communications from the public on items not listed elsewhere on the agenda**

None.

**ADJOURNED TO CLOSED SESSION AT 6:40PM**

**4. Closed Session and possible direction to negotiators**

Conference with Real Property Negotiators (Government Code Section 54956.8)  
Property: 3101 Mission College Blvd., Santa Clara, CA subleased to Lakha Properties-Santa Clara LLC, a California Limited Liability Company ( "Lakha" ) and further sub-subleased to other entities, concerning issues related to a request from Lakha that the Land Corporation enter into certain agreements with its proposed new lender Citibank, N.A. a National Banking Association( "Citi" ) and consider certain changes in the terms of our ground lease with Lakha as requested by Citi.

Negotiators: Mark Perlberger and Alan Gennis

Negotiating Parties: Lakha Properties-Santa Clara LLC, Citi and the Land Corporation

**RESUMED OPEN SESSION AT 7:15PM**

**5. Report of action taken in Closed Session**

Director Walsh reported that no action was taken.

He then stated that, in voting, he is relying on the accuracy of the consultant, the attorney, and the Vice Chancellor, who is Secretary to the Land Corporation, as to the accuracy of the information

**6. Review, consideration and possible action to approve the terms of the Agreement Regarding Ground Leases as proposed and attached hereto between the Land Corporation and Citi and to authorize the Land Corporation Secretary to execute the agreement on the Land Corporation's behalf**

There was a motion by Lucas, seconded by Owens, to "approve the terms of the Agreement Regarding Ground Leases as proposed and attached hereto between the Land Corporation and Citi and to authorize the Land Corporation Secretary to execute the agreement on the Land Corporation's behalf." The motion carried unanimously (7-0).

**7. Review, consideration and possible action to authorize the Land Corporation Secretary to execute that certain Ground Lessor Estoppel Certificate on behalf of the Land Corporation in the form attached hereto and in favor of Citibank, N.A.**

There was a motion by Heimlich, seconded by Owens, to "authorize the Land Corporation Secretary to execute that certain Ground Lessor Estoppel Certificate on behalf of the Land Corporation in the form attached hereto and in favor of Citibank, N.A." The motion carried unanimously (7-0).

**8. Review, consideration and possible action to authorize the Land Corporation Secretary to execute that certain Master Ground Lease Estoppel Certificate on behalf of the Land Corporation in the form attached hereto and in favor of Citibank, N.A.**

There was a motion by Owens, seconded by Heimlich, to "authorize the Land Corporation Secretary to execute that certain Master Ground Lease Estoppel Certificate on behalf of the Land Corporation in the form attached hereto and in favor of Citibank, N.A." The motion carried unanimously (7-0).



9. **Review, consideration and possible action to approve the terms of this agreement regarding reasonable fees as proposed and attached hereto between the Land Corporation and Lakha and to authorize the Land Corporation Secretary to execute the agreement on the Land Corporation's behalf.**

There was a motion by Polk, seconded by Heimlich, to "approve the terms of the agreement regarding reasonable fees as proposed and attached hereto between the Land Corporation and Lakha and to authorize the Land Corporation Secretary to execute the agreement on the Land Corporation's behalf." The motion carried unanimously (7-0).

10. **Adjournment**

Meeting adjourned at 7:23pm.

ITEM 7

May 20, 2014

To: Board of Directors  
Mission-West Valley Land Corporation

From: Jerry Donnard  
Bookkeeper

Subject: Financial Statement

Attached is the financial statement for April 30, 2014.

Please refer to the footnotes for any unusual or unexpected fluctuations in the Monthly or Year-to-Date expenses.

Please contact the Vice Chancellor or me if there are any questions regarding the statements.

**Mission West Valley Land Corporation**  
**Statement of Revenues, Expenses and Changes in Fund Balance**  
**Budget vs Actual**

*As of April 30, 2014*

	<b>Budget (Col A)</b>	<b>Current Month (Col B)</b>	<b>Year to date Actual (Col C)</b>
<b>Revenues</b>			
<b>Ground Lease Revenues</b>			
<i>LAKHA Properties</i>	\$ 950,000	\$ 79,167	\$ 791,667
<i>Sobrato/S-3: Phase I</i>	1,077,300	89,100	891,000
<i>Sobrato/S3: Phase II</i>	1,450,204	108,159	1,081,590
<i>Quality Technology</i>	1,144,405	95,367	953,671
<i>General Interest Revenue</i>	20,000	\$ 4,140	\$ 15,088
<b>Gross Revenue</b>	<b>\$ 4,641,910</b>	<b>\$ 375,933</b>	<b>\$ 3,733,016</b>
<b>Expenses:</b>			
<b>Administrative and Operating Expenses</b>			
<i>Audit &amp; Tax Preparation Services</i>	\$ 15,000	\$ -	\$ 12,500
<i>Office Supplies</i>	500	35	195
<i>Property Taxes</i>	530		518
<i>Legal Fees</i>	60,000	6,453	48,799
<i>Financial Services</i>	7,000	338	3,803
<i>Executive Director/Project Manager</i>	84,000	7,000	70,000
<i>WVMCCD Rent Fees (25% of Revenues)</i>	1,155,477	278,845	836,534
<b>Total Administrative and Operating Expenses</b>	<b>\$ 1,322,507</b>	<b>\$ 292,670</b>	<b>\$ 972,349</b>
<b>Scheduled Maintenance</b>			
<i>12/13 Scheduled Maintenance</i>	313,165	\$ 57,466	\$ 252,174
<i>13/14 Scheduled Maintenance</i>	184,806	\$ 50,518	\$ 50,518
<b>Total Scheduled Maintenance Expenses</b>	<b>\$ 497,971</b>	<b>\$ 107,984</b>	<b>\$ 302,692</b>
<b>Other Expenses</b>			
<i>District 2013-2014 Budget Support</i>	1,500,000	\$ -	\$ 1,500,000
<b>Total Other Expenses</b>	<b>\$ 1,500,000</b>	<b>\$ -</b>	<b>\$ 1,500,000</b>
<b>Excess of Revenues Over Expenses Before Special Project Expenses</b>			
	<b>\$ 1,321,431</b>	<b>\$ (24,721)</b>	<b>\$ 957,975</b>
<b>Special Projects Ongoing</b>			
<i>District Instruction and Student Services Programs</i>	\$ 1,500,000	\$ -	\$ 1,500,000
<i>MC Center for Innovation &amp; Technology (MC2IT)</i>	250,000	-	250,000
<b>Total Special Projects Expenses</b>	<b>\$ 1,750,000</b>	<b>\$ -</b>	<b>\$ 1,750,000</b>
<b>Excess of Revenues Over Expenses</b>			
	<b>\$ (428,569)</b>	<b>\$ (24,721)</b>	<b>\$ (792,025)</b>
<b>Current Year Contributions to Endowment Fund</b>			
<i>Assignment of Interest to Endowment</i>	\$ 462,191		
	2,080		
<b>Total 13-14 Endowment Contribution</b>	<b>\$ 464,271</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Excess of Revenues Over Expenses and Endowment</b>			
	<b>\$ (892,840)</b>	<b>\$ (24,721)</b>	<b>\$ (792,025)</b>

## Statement of Changes in Fund Balance

Statement of Revenues  
and Expenses From June  
30, 2013

<b>Net Assets June 30, 2013</b>	<b>\$ 8,922,236</b>
<b>less Amortization of Prepaid Expenses</b>	<b>\$ 14,977</b>
	<b>\$ 8,907,259</b>

Restrictions and Designations of Net Assets	
Endowment Fund	\$ 814,750
Land	\$ 16,702
Reserve for Prepaid Commission	\$ 607,756
Contingency Reserve	\$ 1,500,000
Undesignated Fund Balance	\$ 5,968,051

<b>Excess of Revenues over Expenses in 13-14</b>	<b>\$ (428,569)</b>
<b>less Amortization of Prepaid Expenses</b>	<b>\$ 14,977</b>
<b>Projected net increase in fund balance</b>	<b>\$ (443,546)</b>

### Transfer of Endowment to Adv. Foundation

<b>Projected Net Assets June 30, 2014</b>	<b>\$ 8,463,713</b>
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Restrictions and Designations of Net Assets	
Endowment Fund	\$ 1,279,021
Land	\$ 16,702
Reserve for Prepaid Commission	\$ 592,779
Contingency Reserve	\$ 1,500,000
Undesignated Fund Balance	\$ 5,075,211

### Current Month Cash Balance:

Month End Checking Acct Balance	\$ 437,962
Month End LAIF Acct Balance	\$ 7,711,997

### Previous Month Cash Balance:

Month End Checking Acct Balance	\$ 653,300
Month End LAIF Acct Balance	\$ 7,412,466

**Schedule for  
Restriction on reserves for endowment  
effective 6/30/00**

	Contributions	Additions/ Interest	Cumulative Balance	LAIF interest rate	Endowment Transfers
Jun 2000 Beginning Balance	\$325,450				
Jun 2001		\$4,539	<b>\$345,820</b>	5.32% Actual	
Jun 2002	\$372,772	\$2,443	<b>\$730,587</b>	2.75% Actual	\$11,995
Jun 2003	\$402,746	\$3,289	<b>\$1,149,334</b>	1.77% Actual	\$16,001
Jun 2004	\$357,445	\$5,384	<b>\$1,858,517</b>	1.44% Actual	\$18,826
Jun 2005	\$358,231	\$13,443	<b>\$2,258,442</b>	2.85% Actual	\$41,694
Sep 2005		\$17,955	\$2,276,397	3.18% Actual	
Dec 2005		\$20,658	\$2,297,055	3.63% Actual	
Mar 2006		\$23,143	\$2,320,198	4.03% Actual	
Jun 2006	\$381,977	\$26,276	<b>\$2,728,451</b>	4.53% Actual	\$88,032
Sep 2006		\$33,628	\$2,762,079	4.93% Actual	
Dec 2006		\$35,286	\$2,797,365	5.11% Actual	
Mar 2007		\$36,156	\$2,833,521	5.17% Actual	
Jun 2007	\$426,809	\$37,048	<b>\$3,297,378</b>	5.23% Actual	\$142,118
Sep 2007		\$43,196	\$3,340,574	5.24% Actual	
Dec 2007		\$41,423	\$3,381,997	4.96% Actual	
Mar 2008		\$35,342	\$3,417,339	4.18% Actual	
Jun 2008	\$440,632	\$26,570	<b>\$3,884,540</b>	3.11% Actual	\$146,530
Sep 2008		\$26,900	\$3,911,441	2.77% Actual	
Dec 2008		\$24,838	\$3,936,278	2.54% Actual	
Mar 2009		\$18,796	\$3,955,074	1.91% Actual	6/18/2009
Jun 2009	\$450,341	\$14,930	<b>\$535,806</b>	1.51% Actual	<b>\$85,464</b>
Sep 2009		\$1,206	\$537,011	0.90% Actual	
Dec 2009		\$806	\$537,817	0.60% Actual	2/1/2010
Mar 2010		\$753	\$2,764	0.56% Actual	<b>\$535,806</b>
Jun 2010	\$458,214	\$4	<b>\$460,982</b>	0.56% Actual	\$2,768
Sep 2010		\$588	\$461,569	0.51% Actual	10/15/2010
Dec 2010		\$531	\$1,118	0.46% Actual	<b>\$460,982</b>
Mar 2011		\$1	\$1,119	0.51% Actual	
Jun 2011	\$423,201	\$1	<b>\$424,321</b>	0.48% Actual	\$1,121
Sep 2011		\$403	\$424,724	0.38% Actual	
Dec 2011		\$403	\$425,127	0.38% Actual	
Mar 2012		\$404	\$425,531	0.38% Actual	
Jun 2012	\$383,546	\$383	<b>\$809,461</b>	0.36% Actual	\$1,593
Sep 2012		\$708	\$385,849	0.35% Actual	9/7/2012
Dec 2012		\$309	\$386,157	0.32% Actual	<b>\$424,321</b>
Mar 2013		\$270	\$386,428	0.28% Actual	
Jun 2013	\$428,090	\$232	<b>\$814,750</b>	0.24% Actual	\$1,519
Sep 2013		\$530	\$815,280	0.26% Actual	
Dec 2013		\$530	\$815,810	0.26% Actual	
Mar 2014		\$510	\$816,320	0.25% Estimate	
Jun 2014	\$462,191	\$510	<b>\$1,279,021</b>	0.25% Estimate	\$2,080

**Outstanding Balance**

2011/2012	\$385,140
2012/2013	\$429,609
2013/2014	\$464,272
<b>Total</b>	<b>\$1,279,021</b>

# RENEWAL PROPOSAL

**Mission West Valley Land Corporation  
Directors and Officers Liability  
Renewal Proposal for the 2014-2015 Program Year**

**Presented By:**



**RICK G. MCHALE**

Vice President Community College Group  
1111 Broadway, Suite #2000  
Oakland, California 94607  
510.986.6761, ext. 8171  
E-mail: [rmchale@keenand.com](mailto:rmchale@keenand.com)

## MARKETS APPROACHED

In the process of marketing your program needs, we approached the following companies to obtain quotes for Directors and Officers Liability Coverage.

Name of Carrier	A.M. Best Rating	Admitted / Non-Admitted	Comments
Ace	A+	Admitted	Declined; No New lines in California
Allied World	A XV	Non-admitted	Quoted
Hartford	A XV	Admitted	Declined Falls outside of Underwriting Scope
OneBeacon	A	Admitted	Quoted
Philadelphia	A++	Admitted	Declined has to be pkg with GL and Property
PGU	A XV	Admitted	Decline : Cannot write w/o the school
RSUI	A XIII	Admitted	Indicated mp of \$10K for 1M/25k SIR
Travelers	A+ XV	Admitted	Declined; Nature of services

## DIRECTORS AND OFFICERS LIABILITY: OPTION 1

<b>CARRIER:</b>	<b>One Beacon / Atlantic Specialty Insurance Company : Option 1</b> Admitted – Best Rated: A
<b>Covering:</b>	Mission West Valley Land Corporation
<b>Policy Term:</b>	March TBD, 2014 – March TBD, 2015
<b>Policy Type</b>	Claims Made
<b>Limits of Insurance:</b>	D&O Organization Liability: \$1,000,000 Policy Aggregate : \$1,000,000  Sublimit: Additional Privacy Breach: \$ 50,000
<b>Retention:</b>	Insuring Agreement A: \$ 0 Insuring Agreement B: \$10,000 Insuring Agreement C: \$10,000 Employment Practices Claim: Not Included
<b>Annual Premium:</b>	\$3,750 Premium <u>300 SWETT Broker Fee</u> \$4,050 Total Cost
<b>Commission:</b>	Keenan's Commission is 10%
<b>Prior &amp; Pending Date</b>	Policy Inception
<b>ERP Options:</b>	12 months at 100% of Full Annual Premium
<b>Policy Form:</b>	<b>MPF-20001-03-09</b> Not-For-Profit Organization Management Liability General Terms and Conditions Section <b>MPF-20001-DO-03-09</b> Not-For-Profit Organization Management Liability Directors, Officers and Organization Coverage Section



<b>CARRIER:</b>	<b>One Beacon / Atlantic Specialty Insurance Company : Option 1</b> Admitted – Best Rated: A
<b>Endorsements:</b>	<ul style="list-style-type: none"> <li>• MPE-00024-09-10 State Amendatory Inconsistency Endorsement</li> <li>• MPE-000CA-03-09 California Amendatory Endorsement</li> <li>• MPE-03001-03-09 Additional Limit for Executives Endorsement: \$500k Limit</li> <li>• MPE-03043-09-10 Crisis Management Reimbursement Coverage Endorsement \$25k Sublimit</li> <li>• MPE-23011-03-09 Educational Institution Amendatory Endorsement</li> <li>• Manuscript Anti-Stacking Endorsement</li> <li>• MPE-00020-03-10 Amend Changes in Exposure A2 Endorsement: Auto acquisition for any NFP entity.</li> <li>• MPE-23IVI-07-10 Amend Insured V Insured Exclusion</li> <li>• MPE-2200-3-03-09 Amend Consent to Settle Endorsement 80/20</li> <li>• MPE-2337-02-13 Amend Definition of Claim Endorsement : Mediation</li> </ul>
<b>Exclusions:</b>	<ul style="list-style-type: none"> <li>• MPE-03045-09-10 Wage and Hour <b>Exclusion</b> Endorsement</li> </ul>
<b>Subjectives:</b>	<ul style="list-style-type: none"> <li>• Acceptance or Rejection of Terrorism Insurance Coverage</li> </ul>
<b>Notes:</b>	<ul style="list-style-type: none"> <li>• This indication contemplates no change in circumstances that would materially alter the risk prior to binding coverage.</li> <li>• Quote Expiration date: March 11, 2014</li> </ul>

## DIRECTORS AND OFFICERS LIABILITY: OPTION 2

<b>CARRIER:</b>	<b>One Beacon / Atlantic Specialty Insurance Company : Option 2</b> Admitted – Best Rated: A
<b>Covering:</b>	Mission West Valley Land Corporation
<b>Policy Term:</b>	March TBD, 2014 – March TBD, 2015
<b>Policy Type</b>	Claims Made
<b>Limits of Insurance:</b>	D&O Organization Liability: \$2,000,000 Policy Aggregate : \$2,000,000  Sublimit: Additional Privacy Breach \$ 50,000
<b>Retention:</b>	Insuring Agreement A: \$ 0 Insuring Agreement B: \$10,000 Insuring Agreement C: \$10,000 Employment Practices Claim: Not Included
<b>Annual Premium:</b>	\$5,550 Premium <u>300 SWETT Broker Fee</u> \$5,850 Total Cost
<b>Commission:</b>	Keenan's Commission is 10%
<b>Prior &amp; Pending Date</b>	Policy Inception
<b>ERP Options:</b>	12 months at 100% of Full Annual Premium
<b>Policy Form:</b>	<b>MPF-20001-03-09</b> Not-For-Profit Organization Management Liability General Terms and Conditions Section <b>MPF-20001-DO-03-09</b> Not-For-Profit Organization Management Liability Directors, Officers and Organization Coverage Section

<b>CARRIER:</b>	<b>One Beacon / Atlantic Specialty Insurance Company : Option 2</b> Admitted – Best Rated: A
<b>Endorsements:</b>	<ul style="list-style-type: none"> <li>• MPE-00024-09-10 State Amendatory Inconsistency Endorsement</li> <li>• MPE-000CA-03-09 California Amendatory Endorsement</li> <li>• MPE-03001-03-09 Additional Limit for Executives Endorsement: \$500k Limit</li> <li>• Manuscript Anti-Stacking Endorsement</li> <li>• MPE-03043-09-10 Crisis Management Reimbursement Coverage Endorsement: \$25k Sublimit</li> <li>• MPE-00020-03-10 Amend Changes in Exposure A2 Endorsement: Auto acquisition for any NFP entity.</li> <li>• MPE-23IVI-07-10 Amend Insured V Insured Exclusion</li> <li>• MPE-2200-3-03-09 Amend Consent to Settle Endorsement 80/20</li> <li>• MPE-2337-02-13 Amend Definition of Claim Endorsement : Mediation</li> </ul>
<b>Exclusions:</b>	<ul style="list-style-type: none"> <li>• MPE-03045-09-10 Wage and Hour <b>Exclusion</b> Endorsement</li> </ul>
<b>Subjectives:</b>	<ul style="list-style-type: none"> <li>• Acceptance or Rejection of Terrorism Insurance Coverage</li> </ul>
<b>Notes:</b>	<ul style="list-style-type: none"> <li>• This indication contemplates no change in circumstances that would materially alter the risk prior to binding coverage.</li> <li>• Quote Expiration date: March 11, 2014</li> </ul>

## DIRECTORS AND OFFICERS LIABILITY OPTION 3

<b>CARRIER:</b>	Allied World Assurance Company: Option 3 Admitted – Best Rated: A
<b>Covering:</b>	Mission West Valley Land Corporation
<b>Policy Term:</b>	March 2014 – March 2015
<b>Policy Type</b>	Claims Made
<b>Limits of Insurance:</b>	D&O Organization Liability: \$1,000,000 Policy Aggregate : \$1,000,000  Sublimit: Strategic Response Costs Coverage:\$ 5,000
<b>Retention:</b>	All Claims:\$15,000 Employment Practices Claim: Not Included No Retention amount is applicable to Non-Indemnifiable Loss
<b>Annual Premium:</b>	\$1,333 Premium <u>200 SWETT Broker Fee</u> \$1,533 Total Cost
<b>Commission:</b>	Keenan's Commission is 10%
<b>Prior &amp; Pending Date</b>	Policy Inception
<b>Policy Form:</b>	<ul style="list-style-type: none"> <li>• NP 0003 00 (1/10) ForceField Not For Profit Package Declarations</li> <li>• NP 00006 00 (1/10) ForceField Not For Profit Package General Terms and Conditions</li> <li>• NP 00009 00 (1/10) ForceField Not For Profit Package D&amp;O Liability Coverage</li> </ul>
<b>Endorsements:</b>	<ul style="list-style-type: none"> <li>• NP 00028 04 (03/12) California Amendatory Endorsement</li> <li>• NP 00133 00 (05/10) - Pre-Approved Crisis Management Firm</li> <li>• NP 00134 00 (06/10) Duty to Defend Coverage (Hammer Clause)</li> </ul>

<b>CARRIER:</b>	<b>Allied World Assurance Company: Option 3</b> Admitted – Best Rated: A
<b>Exclusions:</b>	<ul style="list-style-type: none"> <li>• NP 00050 00 (05/10) - OFAC Exclusion (Office of Foreign Assets Control)</li> <li>• NP 00056 00 (01/10) - Broad Professional Services Exclusion</li> <li>• NP 00064 00 (01/10) - Specific Entity Exclusion - Claims Brought By or Against (West Valley Mission College; Mission West Valley Land Corporation; Mission College Center for Innovation and Technology)</li> <li>• NP 00164 (08/11) - Anti-Trust Exclusion</li> </ul>
<b>Subjectives:</b>	<ul style="list-style-type: none"> <li>• Acceptance or Rejection of Terrorism Insurance Coverage</li> <li>• Name of Insured' s Designated Executive Officer</li> </ul>
<b>Notes:</b>	<ul style="list-style-type: none"> <li>• This indication contemplates no change in circumstances that would materially alter the risk prior to binding coverage.</li> <li>• Quote Expiration date: March 14, 2014</li> </ul>