

**MISSION-WEST VALLEY LAND CORPORATION**

Board of Directors

Regular Meeting

Minutes

January 24, 2017

**1. Call to order**

A regular meeting of the Board of Directors of the Mission-West Valley Land Corporation was called to order by President Anne Kepner at 5:00 p.m. in the Mission College Campus Center, Room 219, Santa Clara, CA

**2. Roll Call**

Directors Susan Fish (absent), Adrienne Grey (arrived 5:13pm), Anne Kepner – President, Jack Lucas, Bob Owens – Vice President, and Karl Watanabe (arrived at 5:06pm); Secretary/Treasurer Ed Maduli.

**3. Approval of the order of the agenda**

The order of the agenda was amended so that the Election of Corporate Officers, formerly item #5, would be addressed at the discretion of the Board President. This amendment was made in order to allow for additional members of the Board to arrive at the meeting. (Owens/Kinman, 4/0/0, with Fish, Grey and Watanabe absent and not voting)

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

None.

**5. Approval of the minutes of the meeting of November 15, 2016**

There was a motion by Owens, seconded by Lucas, to “approve the November 15, 2016, meeting minutes as presented.” The initial vote on this motion was 3/0/1, with Fish, Grey and Watanabe absent and not voting and Kinman abstaining; therefore, the minutes were not approved. This item was revisited once additional members arrived at the meeting. The motion passed. (5/0/1, with Fish absent and Kinman abstaining)

**6. Officers’ Report**

Mr. Maduli reported that a mediation session with Lakha Properties regarding land revaluation and rent increase had occurred and that no agreement had been reached.

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

Adjourned to closed session at 5:03pm

**8. Report of Action taken in closed Session**

Resumed regular session at 5:37pm. There was no action to report.

**9. Review, consideration and possible action to accept the Statement of Revenues, Expenditures and Net Assets of the Land Corporation as of December 31, 2016**

There was a motion by Owens, seconded by Lucas, to “accept the December 31, 2016, Statement of Revenues, Expenditures and Net Assets as presented.” Mr. Owens noted that very little money had been spent from the Student Success Innovation Fund and Student Assistance Fund and wondered if funding should be cut from these programs since it is not being utilized. Mr. Maduli and the college presidents assured Mr. Owens that the funds are being spent and that the expenditures would be noted on the next financial statement. Mr. Maduli then reported that the Foundation would present its financial audit and investment earnings at the March meeting in advance of receiving its annual contribution from the Land Corporation. Based on the current Allocation of Funds Policy, the Foundation will receive 10% of the Land Corporation’s gross annual ground lease revenue, which for FY 15/16 was \$550,698.

The motion passed. (6/0/0, with Fish absent and not voting)

**10. Review of the 2017 Budget Calendar**

Mr. Maduli presented the 2017 Land Corporation Budget Calendar, which outlines when various budget items will be presented to the Land Corporation Board.

**11. Review, consideration and possible action to revise the Allocation of Funds Policy**

Mr. Maduli reviewed the proposed revisions to the Allocation of Funds Policy:

- Decrease the annual contribution to the Endowment Fund from 10% to 5% of the gross annual ground lease revenue.
- Provide funding for the colleges’ scholarship programs based on an approved criteria. The amount provided by the Land Corporation shall be the difference between \$500,000 and the amount provided by the Foundation.
- The revised policy will remain in effect until June 30, 2019, unless otherwise changed by Board action.

Mr. Owens indicated that, in a future revision, he would like to see item C, providing matching funds for State Scheduled Maintenance Projects, removed from the Policy since the State has not been providing any funds for these types of projects.

There was a motion by Owens, seconded by Grey, to “approve the proposed revisions to the Allocation of Funds Policy as presented.” The motion passed. (6/0/0, with Fish absent and not voting)

**12. Directors’ Comments**

Mr. Lucas stated that he appreciates the Chancellor’s goal of growing the Foundation’s holdings in order to fully fund student tuition.

**13. Election of Corporate Officers to serve for 2017**

There was a motion by Grey, seconded by Owens, to “elect Fish as President.” The motion passed. (6/0/0, with Fish absent and not voting)

There was a motion by Grey, seconded by Kinman, to “elect Owens as Vice President.” The motion passed. (6/0/0, with Fish absent and not voting)

There was a motion by Owens, seconded by Grey, to “elect Maduli as Secretary/Treasurer.” The motion passed. (6/0/0, with Fish absent and not voting)

**14. Adjournment**

Meeting adjourned at 6:05pm.