

**Lowell Alumni Association  
Minutes of the Thursday, March 5, 2015  
Board of Directors Meeting  
Main Library**

**Call to Order**

President **Lisa Clay** called the LAA Board meeting to order at 7:01 p.m. She reminded those present to submit their parking receipts for reimbursement for parking at the Jewish Community Center for attending the Strategic Planning Workshop that took place on February 21<sup>st</sup>.

A motion was made by **Roberta Bleiweiss** to appoint **Jack Anderson** as Sergeant-at-arms. **Lisa Clay** stated that she spoke with **Jack Anderson** regarding serving as Sergeant-at- arms. **Lisa** asked if there was any objection to **Jack Anderson** serving as the Sergeant-at-arms. There was no objection. **Jack Anderson** led a short discussion regarding a few “ground rules” which primarily consisted of a statement that the president will recognize those who indicate with a show of hands that they wish to speak. Time length for comments should be kept to two minutes. If a speaker wishes to provide additional comments then they will have an opportunity to speak again after others who have been waiting to speak have had an opportunity to be heard.

**Approval of minutes**

A motion was made by **Wendy Shinbori** to approve the minutes of the January 8, 2015 board of directors meeting. **Jim Rosenthal** seconded the motion. *There was a correction request by **Joe Ehrman** stating that he is not the longest serving board member (he is one of the longest serving members.)*

The motion passed by voice vote and the minutes were approved as corrected.

**Lisa Clay** announced that principal, **Andrew Ishibashi** indicated that the January meeting ran too long. Security has to secure the school in which they had to wait until after the 10:50 p.m. adjournment time of the January meeting to complete.

**Treasurer’s Report**

Assistant Treasurer, **King Lip** reported that we are working with Bregante + Company LLP in doing the audit and things are going smoothly. **Terry Abad** has been in contact with the auditors and has provided requested information.

Lowell Alumni Association (LAA) converted accounting from Quicken to QuickBooks System. There are 19 identified categories of documents requested by the auditors. The auditors have asked for specific checks in conducting their audit and have also asked for specific deposits. They anticipate that the work will be completed by the end of March. **Bill Black** added that the report should be available in time for the May meeting. The financial report generated by QuickBooks is a consolidated report in which General Fund and Scholarship/Endowment Fund

information appears on a single statement. **Bill Black** asked if the Capital Gains on investments figure of \$151,629 shown on the Consolidated Incomes Statement represents market appreciation. **Terry Abad** explained that the figure relates to year-end capital gains reported by American Funds and does not include unrealized gains. There was a discussion about taxes. There was a question about how do we want to proceed. **Lisa Clay** said to send any questions to the Finance Committee. **John Trasvina** asked that the board be copied on any questions to the Finance Committee. There was a motion by **Mike Ugawa** to approve the Financial Report; it was seconded by **Joe Ehrman**. The motion passed by voice vote. Answering a question raised at the January board meeting, the Low bequest money was deposited in an LAA bank account on September 23, 2014. In January it was transferred to various mutual fund accounts.

### Guests

There were four guests in attendance who were presented:

**Angela Ramos**, Class of 1994

**Scott Lee**, Class of 2009

**Bob Lee**, Class of 1971

**Jeff Kwong**, Class of 2005

### Executive Director's Report

**Terry Abad** reported on the Audit tasks and the Strategic Planning Process being the major events.

**Terry** stated that the curtain will go up next week on West Side Story. Former Lowell Choir Director, **Othello Jefferson '90** will be working with this production as music director.

### President's Report

**Lisa Clay** reported on the Strategic Planning Process. **Lisa** stated that we have completed the first step of the process in completing the Retreat Workshop on February 21<sup>st</sup>. Two-thirds of the board members were present at the session on that Saturday. The facilitator, **Chuck Cole** did a good job. There is a make-up workshop on March 8<sup>th</sup>. Once the sessions have been completed **Chuck Cole** will be present at the May meeting to talk about the plan. **Lisa** thanked **Terry Abad** and **Jim Rosenthal** who made arrangements for the retreat and for the set up at the Jewish Community Center (JCC). Those who attended will be reimbursed for parking at the JCC.

### Reports of Standing Committees

#### **Nominating:**

Chairperson, **Gerri Rosen-Park** announcing on behalf of the Nominating Committee (**Anita Payton, Jim Rosenthal and Mike Ugawa**) that the Nominating Committee is making a motion to nominate **Mike Ugawa** as Vice-President of the LAA and member of the Executive Committee.

There is a clear provision in the by-laws for two Vice-Presidents: a Vice-President and (*also*) a Vice-President of Development. There is an open Vice-President (VP) vacancy for the second VP position.

**Irving Zaretsky** asked about nominations from the floor. **Irving Zaretsky** nominated **John Trasvina** for the VP position. There was a discussion about the office and process.

**John Trasvina** declined the nomination.

**Vera Poon** made a motion to move the election to next time. The motion was seconded by **Larry Miller**.

There was a discussion. There was a question about nominations from the floor. **Gerri Rosen-Park** said that if anyone is interested in running they should send an e-mail to the Nominating Chair/Committee.

There was a vote the motion passed by voice vote to conduct the election next time.

**Gerri Rosen-Park** announced that the Nominating Committee will be making recommendations for 2 positions on the board for terms of one year which will end January 2016. The Nominating Committee is not asking for a vote tonight.

**Scott Lee '09**

**Jeff Kwong '05**

There is a third Alum who is interested in joining the board, **Angela Ramos '94**.

Committee member, **Jim Rosenthal** stated that this is to fill 2 vacancies for terms ending in 2016. The Nominating Committee is recommending 2 candidates to serve until January 2016.

**Angela Ramos '94** was raised in San Francisco. Attend College of San Mateo and graduated from UC Davis with a degree in Psychology. Graduated from San Francisco State with a Master of Social Work degree. Currently works as a supervisor at Child Protective Services. **Angela** is also a Zumba instructor and very involved with children and fundraising for children at risk.

**Scott Lee '09** Graduated from the University of Pennsylvania. Works at Ernst & Young. **Scott** is currently studying for a Master of Science in Taxation at Golden Gate University. **Scott** was the first student Vice-President of the Lowell PTSA (*Parent Teacher Student Association*).

**Jeffrey Kwong '05** Attended Harvard, he has a degree from the Harvard Graduate School of Education. Has a Master of Science and Ph.D. degrees from UC San Diego. Formerly a teacher in Boston and a principal at St. Mary's school in Chinatown. Currently involved with a charter school as an Academic Administrator. Also currently involved with planning his class ten year reunion.

President **Lisa Clay** thanked all three for attending. Thanks were also extended to the Nominating Committee. Will have a special meeting. Wanted to give members some time to think about information received.

The election for the Vice-President vacancy and the two one year term vacancies will take place at a special meeting sometime in April – the exact date to be announced.

**Gerri Rosen-Park** added that the deadline for contacting the Nominating Committee (*for candidates*) is April 1<sup>st</sup>.

#### **Grant Committee:**

Chairperson, **Mark Budak** discussed a grant to purchase 45 task chairs. The approved amount was \$6525.00 based on a quote from the Math department. There was a slight increase in price by the vendor plus sales tax which brought the actual amount up to \$7406.56 creating a gap of

\$881.56. **Mark Budak** made a motion to cover the gap of \$881.56 to be funded out of unrestricted funds rather than from the Grant Committee's budget. The motion was seconded by **Mike Ugawa**. The motion passed by voice vote.

### **Scholarship Committee:**

Chairperson, **Wendy Shinbori** reported that 100 applications were given out in the VICCI (Volunteer in College and Career Information) Center Office. Then an additional 100 applications were issued. The applications are due by 10:30 a.m. on April 27<sup>th</sup>. The interview process of the applicants will take place on April 27<sup>th</sup> and April 28<sup>th</sup>. The hours will be 8:30 a.m. to 4:30 p.m. In order to participate in the interview process one will need to participate at least an entire day. The site for the interviews is pending.

The Scholarship Awards Ceremony will take place on Thursday, May 21<sup>st</sup>. The reception will begin at 5:00 p.m. and the ceremony will begin at 5:30 p.m. **Wendy** is asking all directors to wear red. Those who are interested in participating in the interviews please e-mail **Wendy**. The last board meeting of the school year will take place immediately following the program.

### **Old Business**

**John Trasvina** stated that he and **Wendy Shinbori** had met with the Low family representative last September. There has not been a meeting since the board took action to suspend expenditure of the money until an amicable agreement is met. **John** and **Wendy** plan to meet with **Arnold Low** and hope to have an agreement. **John** discussed decision making authority while representing the board; views of the Low family and the desire to have a resolution for the board in May. Will look at scholarship and non-scholarship use. **John Trasvina** and **Wendy Shinbori** will be operating with full authority in representing the board. **Wendy** added that she and **John** will not have the final say.

President, **Lisa Clay** thanked **John Trasvina** and **Wendy Shinbori** for their work in the negotiating process.

There was a discussion about the contents of the minutes. Reference included Robert's Rule of Order in which **Roberta Blewiess** read excerpts of what should be included in the minutes. (*Robert's Rule of Order states that the contents of the minutes should consist of 1) Kind of meeting 2) Name of society/assembly 3) Date, time and place of meeting. 4) Fact that regular chairman and secretary were present or names of persons who substituted for them. 5) Whether the minutes of the previous meeting were read and approved – as read, or as corrected – and the date of that meeting if it was other than a regular business meeting. Any correction is made in the text of the minutes being approved; the minutes of the meeting making the correction merely state that the minutes were approved "as corrected". 6) Separate paragraph for each subject matter, giving, in the case of all important motions, the name of the mover, and should show: All main motion or motions to bring a main question again before the assembly – except, normally, any that were withdrawn. 6a) The wording in which each was adopted or otherwise disposed of 6b) The disposition of the motion including temporarily disposed of motions. 7) Secondary motions that were not lost or withdrawn 8) All notices of motions 9) All points of order and appeals whether sustained or lost, together with the reasons given by the chair for his/her ruling.*)

A key point was about removing the contents of lengthy discussions.

**Jack Anderson** made a motion that the secretary will record all motions which are seconded and action taken - pass or fail and removing lengthy discussion. The motion was seconded by **Mike Ugawa**. The motion passed by voice vote.

There was a discussion regarding the purchase of a laptop computer by the secretary, **Anita Payton**. **Anita** informed the board that the computer was offered (*in appreciation and*) as a mechanism to make her job easier and the decision to purchase or not purchase the laptop has always been her choice. **Anita** stated that she will continue to use paper and pencil to record notes for the minutes and will not require a laptop. She added that there was a time that she experienced difficulty submitting the minutes and purchased a desktop with her own funds in December 2013 in order to resolve this issue.

**Irving Zaretsky** made a motion to purchase a device or software to record the meetings. **Bill Black** seconded the motion. There was a brief discussion and a vote was taken by a show of hands. Affirmative: 2 votes Negative: 13 votes Abstentions: 4. The motion failed.

**Terry Abad** announced that the photographs of the directors are now on the Lowell Alumni Association website.

### New Business

**Lisa Clay** reported on the Executive Director Contract stating that the board (*normally*) meets in closed session to discuss renewal of the contract. The contract expired March 1<sup>st</sup>. We are not meeting and not presenting the contract as an action item.

There is a question regarding if the Executive Director should be characterized as an independent contractor or as an employee. We are waiting to hear from the auditors. We will continue on a month to month basis.

**Bill Black** made a motion that the secretary complete the first draft and disseminate the minutes within thirty days of board meetings and within forty-five days of the annual meeting. It was seconded by **Vera Poon**. The motion passed by voice vote.

**Mike Ugawa** stated that we have outgrown the hardware for teleconference. The current equipment does not pick up at 360°. **Mike** has recommended the MAXAttached conference phone system by Clear One. Each pod will pick up at 360° and has speakers. We will get much better reception. There are three speakers. The first unit costs \$350 with each additional pod costing \$250. The three pods would cost a little less than \$1,000.

**Mike Ugawa** made a motion authorizing him to purchase the MAXAttached conference phone system on behalf of the board. The motion was seconded by **Bill Black**. The motion passed by voice vote.

**Terry Abad** announced that the School District Lowell Admissions Committee did an audit of the application process of the 8<sup>th</sup> graders applying for Lowell. The process took most of the day to establish a cut off score to try to get the school district to admit a few more students.

**Emil DeAndreis** reported on the Lowell baseball team. The team played a tournament in Hawaii about 2 weeks ago. The Lowell team won two games and lost one game; the fourth game was rained out. The team played Washington today; Lowell won with a score of 1-0.

There will be a follow-up Strategic Planning Session on Sunday, March 8th for those who were unable to attend the original session. **Terry Abad** will send an e-mail to those who are scheduled to attend.

Special meeting in April

**Adjournment**

The meeting was adjourned at 9:12 p.m.

**Call of the Meeting**

The next regular meeting will take place on Thursday, May 21<sup>st</sup>. The Scholarship reception will begin at 5:00 p.m. The Awards Ceremony will start at 5:30 p.m. with the board meeting taking place immediately following the Awards Ceremony.

**Attendance**

Board and Executive Directors present unless otherwise indicated (T = Attended via Teleconferencing, E = Excused, A = Absent)

Abad	Anderson	Au Poon	Bleiweiss
Blum (E)	Bower (E)	Brash (A)	Clay, A. (E)
Clay, L	DeAndreis	Ehrman	Eshoo
Genolio (E)	Ishibashi (A)	Kromydas (A)	Lip
Lucey (A)	Miller	Payton	Rosen-Park ( <u>T</u> )
Rosenthal	Shinbori	Spiegelman (E)	Steiner (E)
Tam (E)	Ugawa	Wax ( <u>T</u> )	Yee
Zaretsky			

Respectfully Submitted  
Anita K. Payton

Secretary, Lowell Alumni Association