

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

Call to Order

President, **Lisa Clay** called the LAA Board meeting to order at 7:02 p.m.

Approval of minutes

A motion was made by **John Trasviña** to approve the minutes of the September 3, 2015 Board of Directors meeting as amended (Amendments will be included in an updated set of minutes of the September 3, 2015 meeting.). **Gerri Rosen-Park** seconded the motion. The motion passed by voice vote.

Treasurer's Report

Treasurer, **Leon Blum** reported that the Stock Market was weak but then it came back. The Scholarship Endowment at the end of September 30 is \$3,161,000. At the end of October is \$3,310,000. This is an increase of \$150,000. **Leon** added that that the value of the General Account at the end of September was \$918,000; at the end of October the balance for this account was \$969,000. The market is still shaky; it has gone up a little. We are in good shape. Assistant Treasurer, **King Lip** reported that the first quarter was tough – however we recovered from losses and are now more on the upside. After the December Federal rate hike **King** thinks that we are fine.

There was a motion by **Joseph Ehrman** to approve the Treasurer's Report; it was seconded by **Bill Black**. The motion passed by voice vote.

Executive Director's Report

Terry Abad began by stating that this has been a busy reunion season. Board member **Roberta Bleiweiss'** Class of 1965 had a great 50 year reunion. **Terry Abad** and LAA Vice-President **John Trasviña** attended the 40 year reunion of the Class of 1975. The reunion was at the Basque Cultural Center in South San Francisco. **John Trasviña** thanked **Terry Abad** for his work in helping the class of 1975 with their reunion planning.

Other classes that have celebrated and have upcoming reunions include the Class of 1985 30 Year Reunion at the Berkeley City Club; the Class of 1990 had a 25 year Reunion at the Royal Exchange; the Class of 2005 will have a 10 year reunion at Venue 550. **Georgette Petropoulos** mentioned that the Classes of 1954/1955 had their 60th reunion at the St Francis Yacht Club. The Class of 1980 had their 35th Reunion at the Lake Merced Golf Club. There were seven reunions in September. **Terry** added that the Class of Fall '65 will have their reunion in January 2016. **Mark Budak** made a motion to send a LAA Board Representative to every reunion. The motion was seconded by **Bill Black**. The motion passed by voice vote. **Mark Budak** stated that he would volunteer to attend if **Terry Abad** cannot go.

Work on the Annual Campaign is underway. The materials have been printed and will be going out. There will be an initial mailing, then 5,000 – 7,000 alumni will receive a second mailing.

We are coming up on the extension period for the 2014 income tax. The tax preparer is working on the return to file on November 16, 2015.

President's Report

President, **Lisa Clay** opened her report by announcing that the 8th Grade Night which took place last week was very well attended. **Lisa** was part of the program for that evening. **Mark Budak** also attended and interacted with attendees.

Lisa Clay announced that she will not run for President in January 2016. **Lisa** has served as LAA President for 25 years. **Lisa** announced that Vice-President of Development, **Jim Rosenthal** will also not seek another term for Vice-President of Development in January 2016. **Lisa** extended thanks and recognition to **Jim** who has served for a long time on the LAA Board and many years in the role of Vice-President of Development, serving as chairperson of the Development Committee and has also filled in as Vice-President while that office was vacant. **Lisa** also announced that Secretary, **Anita Payton** will not seek another term in January 2016. **Lisa** extended thanks to **Anita** for her service as LAA Secretary.

Lisa announced that the Executive Committee met and addressed the issue of the Executive Director's status as an Independent Contractor versus an employee. The Executive Committee's recommendation to the Board is to seek outside counsel regarding this matter. We should look for an attorney who specializes in Employment Law and is well versed in Labor Law for the type of organization as the LAA.

During a part of the meeting that was held without the presence of the Executive Director the Board passed a motion (made by **Mark Steiner**. Seconded by **Bill Black**) to retain outside employment counsel, pro bono if possible if not then paid, to prepare an agreement for the current Executive Director. Vote was taken by a show of hands (pro -17/opposed – 0).

Vice-President - Development

Jim Rosenthal discussed the 2015-16 Annual Fund Campaign reporting that we are off to a good start this year with a significant donation of \$100,000 which raises our average donation amount to \$500/per contribution. The Development Committee met and are recommending to

the Board to consider four projects: Funding for the SF Math Circle feeder program/recruitment program for the 2015-16 school year (amount: \$15,580); Science Lab Furniture - New lab furniture (lab tables, student and teacher stools and mobile demonstration tables) for two (Biology) classrooms (Amount: \$34,250); An additional section of First-Year Latin for Spring Semester due to un-anticipated increased enrollment. This will reduce class size to 21 students per section (Amount: \$9,000); In conjunction with construction of the new Lowell classroom building which will contain the World Languages Department, the department has requested ceiling-mounted LCD projector, document cameras and speakers to be installed during construction for 11 new classrooms (Amount: \$21,000). The first three projects: Math/Science Furniture/Latin, can be financed by last year's (2014-2015) Campaign. The fourth project: LCD will be financed by funds to be allocated from 2015-16 Annual Fund Campaign.

Jim Rosenthal made a motion to approve these projected proposals. The first three funded from last year's Campaign and the fourth funded by this year's Campaign. The motion was seconded by **Leon Blum**. The motion passed by voice vote.

Reports of Standing Committees

Finance Committee:

The Finance Committee had two meetings and are in the process of developing an accounting procedure manual. **Terry Abad** is in the process of working on this reference tool. In the area of investment statements and in looking at document retention there is a Workshop Group of **Terry Abad, Claudia Eshoo** and **Rita Yee** created to examine this process including length of time and methods for retention. Also looking at financial reporting and the function of hiring a bookkeeper in order to take this task off of the desk of the Executive Director.

Also need to set a budget, hope to have this process completed by January 2016.

Lisa Clay thanked **Bill Black** and **King Lip** for their work.

Nominations Committee:

Chairperson, **Gerri Rosen-Park** reported that the Nominations Committee (**Anita Payton, James Rosenthal** and **Mike Ugawa**) met and that pursuant to Article 6, Sections 2 and 3 of the LAA Bylaws, the Nominations Committee is preparing to present to the membership at the annual meeting a slate of ten nominees for Directors. An e-mail will be sent asking the LAA Board members whose terms are expiring in January (**Bleiweiss/Blum/Ehrman/Payton/Rosen-Park/Rosenthal/Steiner/Zaretsky**) if they would like to submit their name for consideration to serve for a three-year term on the LAA Board (January 2016 to January 2019). If you do not respond, you will not be considered.

Also, if any LAA Board members wish to present a candidate for consideration to be part of the slate of ten nominees they will need to submit their name along with accurate contact information.

Gerri made a motion: If a current LAA Board member submits a recommended potential candidate for consideration and vetting by the Nominations Committee after the deadline (both

the date and time) voted on and established by the full LAA Board of Directors, then the recommended potential candidate will not be vetted and considered as part of the slate to be presented by the Nomination Committee. The motion was seconded by **Joe Ehrman**. The motion carried by a show of hands and voice vote by those on the phone.

Gerri Rosen Park made a motion regarding the deadline for submissions for consideration by the Nominations Committee to be part of the slate of ten nominees for Board membership:

- a) Responding to the e-mail for those current Board members whose term is up and want to present their name to the Nominations Committee for consideration to be part of the slate of ten nominees.
- b) Responding to the e-mail for those current Board members who wish to present a candidate for consideration to be part of the slate of ten nominees who is currently not on the LAA Board.
- c) Those who want to self-nominate themselves for consideration in response to notification in the Alumni Newsletter or Alumni Website or word of mouth.

The deadline for submissions for consideration by the Nominations Committee to be part of the slate of ten nominees for Board membership is Wednesday, November 25, 2015 at the close of business 5:00 p.m. The motion was seconded by **John Trasviña**. The motion carried by a show of hands and voice vote by those on the phone.

Gerri Rosen-Park made an additional motion: If any current member of the LAA wants to submit their name for consideration as a candidate for one of the officers on the Executive Committee: President, Vice-President, Vice President of Planning and Development, Treasurer or Secretary, they must submit their name in writing and contact a member of the Nominations Committee by Tuesday, December 1, 2015 no later than the close of business 5:00 p.m. If a current member of the LAA changes their mind about their intention to be considered for one of the officers on the Executive Committee, they must do so no later than December 28, 2015 at the close of business 5:00 p.m. The motion was seconded by **Larry Miller**. The motion carried by a show of hands and voice vote by those on the phone.

Gerri Rosen-Park announced that this report was her last action as Chairperson of the Nominations Committee. She will be pursuing other interests in the future.

Lisa Clay announced that she has appointed Nominating Committee member, **Jim Rosenthal** who will serve as Interim Chairperson of the Nominating Committee (effective immediately) through the January election process.

Old Business

There a discussion regarding the progress of the meetings regarding the use of gifts received from the **Dr. Serene Low** and **Dr. Ronald Low** Trust.

There was also a discussion regarding the original and amended contract with Essex & Drake Consultants and action with follow up information.

(Discussions were regarding actions taken since the last board meeting. No motions or actions were taken at this time regarding these discussions.)

New Business

Proposed Bylaw Amendment

Current Bylaw

Article VI

Board of Directors

Section 3. Election of Directors shall proceed in the following manner:

- A. A Nominating Committee shall be appointed by the President, which Committee shall be comprised of five Directors of the Association. The term of committee appointment shall be for one year.
- B. The Nominating Committee shall present to the membership at the annual meeting of the membership a slate of ten nominees for Directors.
- C. Following the presentation of the slate by the Nominating Committee, nominations may be made from the floor.
- D. When there are no further nominations from the floor, the President shall declare nominations closed and proceed to a vote.
- E. The eight candidates receiving the largest number of votes shall be declared elected.

Proposed Change

In Article VI, Section 3, Paragraph E, change “eight” to “ten” in order to correspond to the provision in Article VI, Section 2 that states, “At each annual meeting of the membership ten (10) directors shall be elected in the manner set forth in Section 3 of this Article.”

A motion was made by **John Trasviña** to accept the proposed change. The motion was seconded by **Joe Ehrman & Bill Black**. The motion carried by voice vote.

There is a Tribute to **Jack Anderson** to benefit Lowell’s Visual & Performing Art Department and the Lowell Forensic Society planned for May 2016. The Planning Committee is requesting a total of \$5,000 from the LAA to cover expenses related to this tribute.

Irving Zaretsky made a motion for the Board to approve the request for funding for a total of \$5,000 for the event: Tribute to **Jack Anderson** to benefit Lowell’s Visual & Performing Art Department and the Lowell Forensic Society. The motion was seconded by **Jim Rosenthal**. The motion carried by a show of hands and by voice vote by those on the phone.

Terry Abad announced that the Lowell Debate Team won the recent Parliamentary Debate Tournament hosted by the University of the Pacific (the second time Lowell has won this tournament in the past three years).

Adjournment

Lisa Clay adjourned the meeting at 9:43 p.m.

Call of the Meeting

The next Board meeting is scheduled to take place immediately following the Annual Meeting which is scheduled for Thursday, January 21, 2016 at 7:00 p.m.

Attendance

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

Abad Anderson (E) Au Poon Black Bleiweiss Blum Brash (T) Budak

Clay, A. (A) Clay, L. DeAndreis (A) Ehrman Eshoo (T) Genolio (A)

Ishibashi (A) Kromydas (E) Lip (T) Lucey (A) Miller Payton

Petropoulos Rosen-Park (T) Rosenthal Shinbori (E) Spiegelman Steiner

Tam (E) Trasviña Ugawa (E) Wax (E) Yee Zaretsky

Guests:

Bob Lee '71 Jason Siu '08
Scott Lee '09 Joyce Tom '81

Respectfully Submitted
Anita K. Payton
Secretary, Lowell Alumni Association