





The Board of Governors of the California Community Colleges

PRESENTED TO THE BOARD OF GOVERNORS

DATE: January 20-21, 2015

SUBJECT: Consent to Amendment of Bylaws of the Foundation for California Community Colleges		Item Number: 1.3	
		Attachment: Yes	
CATEGORY:	Foundation for California Community Colleges	TYPE OF BOARD CONSIDERATION:	
Recommended By:	 Keetha Mills, President/CEO	Consent/Routine	X
		First Reading	
Approved for Consideration:	 Brice W. Harris, Chancellor	Action	
		Information	

ISSUE: The Foundation for California Community Colleges (Foundation) requests the approval of the California Community Colleges Board of Governors (Board of Governors) to amend Article V of the Foundation’s Bylaws.

BACKGROUND: The Foundation is an auxiliary organization to the California Community Colleges Board of Governors. The Foundation was created pursuant to the California Education Code for the purpose of providing supporting services and benefits to the California Community Colleges and the Board. Pursuant to Article XI (Amendment of Bylaws) of the Foundation’s Bylaws, Board of Governors consent is required for amendment, change or alteration of Articles III, V, VI, VII and VIII. The Foundation’s Board of Director’s voted unanimously at its December 2014 Regular Board meeting, subject to Board of Governor’s consent, to amend its Bylaws to increase maximum board size, establish term limits, and provide for consistent treatment of Ex-Officio members, as more fully described in the analysis below.

RECOMMENDED ACTION: It is recommended that the Board of Governors approve the Foundation’s amended Bylaws.

ANALYSIS: The Foundation is the official foundation to the Board of Governors and California Community Colleges Chancellor's Office. The Foundation's mission is to benefit, support, and enhance the missions of the California Community College system. The Foundation was created pursuant to the California Education Code for the purpose of providing supporting services and benefits to the California Community Colleges and the Board of Governors.

The Foundation's Bylaws were last revised and approved on November 30, 2011. At the June 19, 2014 Meeting of the Foundation's Board of Directors (Foundation's Board), Foundation's Board discussed succession planning and revitalization efforts and asked Foundation staff to prepare a draft amendment to Foundation's Bylaws, as indicated below:

1. Increase maximum number of Directors from nine (9) to eleven (11) to provide additional flexibility.
2. Implement term limits (including parameters for existing Directors), shortening term lengths to 4 years, and limiting membership to 3 consecutive term limits (12 years maximum).
3. Create a staggered schedule to tier current Directors term limits to maintain current stability while ensuring reasonable ongoing turnover.
4. Add language regarding Ex-officio Directors and how their terms are handled consistent with regular Directors terms, within the parameters of maximum Foundation Board size.

Foundation's Board conducted a first reading of the amended Bylaws during its September 15, 2014 Meeting and voted for approval during its December 10, 2014 Meeting, contingent on the Board of Governors consent.

Article XI (Amendment of Bylaws) of the Foundation's Bylaws, requires Board of Governors consent for amendment, change or alteration of Articles III, V, VI, VII and VIII.

A red-lined version of the amended Bylaws is attached.