

**Saint Mary's College of California**

**Moraga, California**

**BOARD OF TRUSTEES**

**Minutes for Meeting of**

**May 22, 2020**

**Minutes of the Regular Meeting of the  
Saint Mary's College of California  
Board of Trustees**

**May 22, 2020**

- 1.1 A Regular Annual Meeting of the Board of Trustees (the "Board") of Saint Mary's College of California, a California nonprofit public benefit corporation (the "College"), was called to order by the Chairperson of the Board of Trustees, Mr. Kevin Nagle, on May 22, 2020, at 10:00 a.m. The meeting was conducted via video conference due to the COVID-19 pandemic. Mr. Nagle noted that the meeting was being held pursuant to written notice and that no defects in notice were raised and, therefore, were waived. Secretary Elizabeth Phelan called roll and stated that a quorum was present for the transaction of business. Brother Michael O'Hern, FSC, offered an invocation.
- 1.2 Trustees Present: Mr. John Arnaudon; Dr. Karl Beutner; Dr. James Donahue, President; Mr. Kevin "Casey" Eichler; Mr. Eric Flowers; Mr. Kevin Flynn; Ms. Margaret French Isaac; Brother James Gaffney, FSC; Ms. Laura Garcia; Ms. Shirley Gee; Brother Charles Hilken, FSC; Brother Donald Johanson, FSC; Brother Bernard LoCoco, FSC; Mr. Mark Madgett; Mr. Timothy McCaffery; Dr. Dennis Meiss; Mr. Charles Moore; Mr. Joseph Motta; Ms. Sharon Muir; Mr. Kevin Nagle, Chair; Brother Michael O'Hern, FSC; Ms. Elizabeth Phelan, Secretary; Brother Gustavo Ramirez, FSC; Ms. Kimberley Vogel; and Mr. Song Woo.
- 1.3 Trustees Absent and Excused: None.
- 1.4 Guests present: Dr. Jane Camarillo, Ms. Carolyn Otis Catanzaro, Ms. Susan Collins, Dr. Corey Cook, Dr. David Ford, Dr. Jennifer Heung, Dr. Margaret Kasimatis, Dr. Dana Lawton, Mr. Mike Matoso, Dr. William Mullen, Dr. Megan Mustain, Mr. Larry Nuti, and Dr. Frances Sweeney.
- 1.5 Mr. Nagle asked if there were any comments, questions, or corrections to the minutes of the January 23, 2020, regular meeting of the Saint Mary's College of California Board of Trustees. None were noted.

**MOTION: To approve the minutes of the January 23, 2020, regular meeting of the Board of Trustees as submitted. Moved by Brother James Gaffney, FSC, and seconded by Mr. Eric Flowers. Motion passed.**

- 1.6 Mr. Nagle asked if there were any comments, questions, or corrections to the minutes of the March 13, 2020, Board Retreat of the Saint Mary's College of California Board of Trustees. None were noted.

**MOTION: To approve the minutes of the March 13, 2020, Board Retreat of the Board of Trustees as submitted. Moved by Brother Gustavo Ramirez, FSC, and seconded by Ms. Elizabeth Phelan. Motion passed.**

1.7 Mr. Nagle thanked the Board and the Cabinet for its tireless and diligent work in responding to the many challenges that the College has faced since COVID-19 struck the world several months ago.

1.8 **PRESIDENT'S REPORT**

President Donahue indicated that due to the COVID-19 pandemic, we are living in a time of great transition, uncertainty, and anxiety. Moreover, the Board and administration must lead the College and do scenario planning when the data is not always clear. He indicated that today's Board meeting, in large part, will address the major areas of planning for Fall 2020 (instructional models, housing models, health practices, enrollment, and finances) and decisions made in those areas to date.

1.9 **PRESIDENTIAL SEARCH UPDATE**

Ms. Kim Vogel, Co-Chair of the Presidential Search Committee, provided an update on the presidential search process. She reported that the organizing committee for the presidential search went through a rigorous process in vetting many executive search firms and decided to hire the firm AGB Search. She indicated that the executive search consultants from AGB Search, Ms. Shannon McCambridge and Ms. Monica Burton, will be partnering with the Search Committee to find Saint Mary's College's next president. The Search Committee is composed of representatives from various constituencies of the College. The Search Committee held its first meeting last week and will meet the search consultants at its subsequent meeting next week.

Ms. Vogel gave a high-level overview of the process and timeline for the search. College Communications will soon launch a presidential transition webpage on the SMC website, which will house updates from the Search Committee. The search consultants are currently virtually conducting listening sessions with various constituencies of the College through mid-June. The primary objective of the listening sessions is to identify the strategic priorities of the next president and the leadership qualities needed to successfully execute those priorities. Following the listening sessions, a survey will be distributed to SMC community members to capture this information as well. All of this information will help shape the Presidential Leadership Profile, which will be approved by the Search Committee. The search will officially launch in July. Candidates will be interviewed by the Search Committee in October, and finalists will be brought to campus in November or December. While the search process will be inclusive and as transparent as possible to the College community, strict confidentiality is required with regard to the Committee's deliberations, particularly in terms of candidates. Based on the recommendation of the Search Committee, the Brother Visitor will

select and appoint the new president by January 2021, and the Board of Trustees will subsequently ratify this appointment.

#### **1.10 FALL 2020 SEMESTER: INSTRUCTIONAL MODELS, HOUSING, AND CAMPUS LIFE**

Provost Margaret Kasimatis reported that numerous working groups, consisting of faculty, staff, and administrators, have been planning for various components of reopening in the fall. Their planning is guided by the commitment to the safety and well-being of our community members and to offering the high-quality, personalized, and transformative education for which Saint Mary's is known. She indicated that the learning environment in the fall will be mostly in-person, with adjustments to the semester calendar, class schedules, facility space, and use of technology. Some classes will be conducted entirely online to accommodate faculty who cannot come to campus and students who cannot attend class in person.

Provost Kasimatis indicated that the new housing configurations on campus for the fall semester will have lower occupancy than normal in order to conform to physical distancing requirements. The College is also exploring options for expanding housing off campus. She indicated the one of the working groups is working on revamping the co-curricular program to ensure that in this new environment students feel a sense of community and connection. Another working group is focused on preparing to meet protocols related to health screening, testing, contact tracing, enhanced cleaning, personal protective equipment (PPE), and isolation/quarantine space. Another working group is working on an education and communication plan to students, faculty, and staff so they are aware of our health protocols and physical distancing guidelines. Yet another working group is laying out plans to switch from in-person instruction to entirely online instruction should there be a resurgence of COVID-19 in the fall. The Board discussed the various aspects of Provost Kasimatis' report.

#### **1.11 FALL 2020 SEMESTER: ENROLLMENT**

Vice Provost William Mullen provided an enrollment management update. He gave a brief overview of the enrollment process as described in four stages: awareness, application, commitment, and matriculation. He shared the current status of first-time and transfer students towards the Fall 2020 goals in terms of each of the four stages. Currently, there are 432 net deposits for first-time students compared to the budgeted goal of 600 net deposits for first-time students. Currently, there are 77 net deposits for transfers compared to the budgeted goal of 162 net deposits for transfers. Additionally, there are six (6) net deposits for transfers from Notre Dame de Namur University compared to a budgeted goal of 50 net deposits for transfers from that institution. He shared what Admissions has been doing to try to increase the number of first-year and transfer student applicants to admits and what they are continuing to do to move admitted students to deposits and matriculation. He indicated that many students and families have been adversely impacted

by the current pandemic and, as a result, they are considering lower-cost options or deferring to a future semester.

Vice Provost Mullen then presented a proposal to move more of the admitted students, who are undecided, to deposited students. He indicated that with \$600,000 in unrestricted annual scholarship dollars, his Admissions team could offer one-year incentive scholarships, applied in amounts of \$3,000 to \$6,000, to students who have been admitted but have not yet deposited and who deposit on or before June 1. These scholarships would help close the net deposit number from 432 to 600 for first-time students. Each additional student that enrolls brings with them an average of \$25,000 in net tuition revenue. It was pointed out that the return on this philanthropic investment of \$600,000 for Saint Mary's would be \$5 million in net revenue for 200 students.

The Board discussed different strategies for increasing enrollment. Some Trustees were of the opinion that unusual measures were needed during these unprecedented times not only towards increasing enrollment but avoiding deep cuts in the budget. They supported looking again at the candidates, especially Catholic students, who were denied acceptance to see if any of them might be accepted and benefit from coming to Saint Mary's. Others opined that we must be careful not to reduce the academic profile of the admitted students as doing so would adversely affect the College's reputation and ultimately hurt those students if they do not persist and graduate. It was also pointed out that additional resources would be needed to support students who are not academically prepared to enter Saint Mary's. It was noted that the greatest opportunity presently to increase enrollment would be to focus not on the 600 rejected students but rather on the more than 2,200 students who were admitted and have not yet decided to commit to Saint Mary's. After a lively discussion, the Board Chair asked Trustees to consider directing their annual gifts to the scholarship initiative that targets those admitted students who have not yet deposited and to encourage other donors to give to this initiative as well in order to meet the \$600,000 goal.

#### **1.12 FALL 2020 SEMESTER: FINANCES**

Vice President Susan Collins provided the Board with a financial update. She indicated that she, Finance Committee Chair Casey Eichler, Audit Committee Chair John Arnaudon, and Investment Committee Chair Kim Vogel have had ongoing discussions about the College's finances. She reported on their discussions with regard to the College's liquidity, status of the SWAP, Endowment, and financial scenarios for FY 2020/2021. She presented a variety of revenue assumptions for FY 2020/2021 based on best case-, expected case-, and worst case-scenarios for undergraduate enrollment and room and board, the graduate programs, and other revenues, such as gifts, conferences, Athletics, and Endowment distribution. She indicated that the best-case revenue scenario for next year would be about \$10 million less than budgeted, and the worst-case revenue scenario for next year would be about \$20 million less than budgeted.

She indicated the Budget Committee has been meeting regularly to develop strategies for aligning expenses with projected revenue decreases. In addition, the Vice Presidents have

been analyzing their operating budgets to identify opportunities for reducing expenses, and the faculty representatives on the Budget Committee, in collaboration with the Provost, have been consulting with faculty to identify strategies for reducing instructional expenses. Vice President Collins shared expense scenarios and identified a total of \$15 million in cost saving considerations. The Board discussed the implications of those expense reductions and the amount of expense reductions they thought was needed to align expenses with projected revenue decreases in next year's budget. After considerable discussion, Mr. Nagle called for a motion.

**MOTION: To direct the Finance Committee to work with the administration to identify \$15 million in expense reductions from the currently approved budget for FY 2020/2021 and to take whatever actions necessary to achieve those reductions. Moved by Mr. Casey Eichler and seconded by Mr. Eric Flowers. Motion passed.**

### 1.13 ACADEMIC SENATE REPORT

Academic Senate Chair Jennifer Heung first introduced Dana Lawton, the incoming Chair of the Senate for AY 2020-2021. She then reported some major accomplishments of the Senate this past year. She indicated that after almost two years of work by the Faculty Salary Task Force, the Senate passed the Task Force's proposed Faculty Salary Policy. The Senate also passed the Rank and Tenure Task Force proposal, which streamlines the Rank and Tenure review process and reduces the number and length of review. Other important policies passed by the Senate this year were the hybrid/online policy, the test optional for ACT/SAT requirements policy, and the overload policy. Over the last six weeks, the Senate was able to respond quickly to the conditions of the COVID-19 pandemic by passing over a dozen interim policies, including an optional pass/fail option for students, to ensure the smooth running of the College. The Senate has also been working on budget planning and academic contingency planning for Fall 2020.

Incoming Chair Dana Lawton reported on areas that the Senate plans on attending to in the coming academic year. She indicated that a few retreats for Senators are being planned over the summer to design best practices for communication among Senators and to all aspects of the College. Moreover, the Academic Senate will be addressing the Intellectual Property Policy, the Parental Leave Policy, the issue of certificates and 4+1 undergraduate and graduate programs, and Rank and Tenure forms. She spoke about the Senate's involvement on the Strategic Planning Committee this past year and indicated that that committee is on target to present the Strategic Plan to the Board at its October meeting. In the coming year, the Senate will be looking at ways to modify faculty committee work to provide more flexibility in dealing with changing conditions. The Faculty Welfare Committee will be addressing faculty workload equity and compensation. And the Senate will be having conversations about and working on online hybrid teaching as that takes on a more regular and central role at the College.

Mr. Nagle thanked Professors Heung and Lawton for their reports and, in particular, Chair Heung for her dedicated service during a challenging year. He then adjourned the meeting at 1:00 p.m. and called for a short break before convening the Board in Executive Session.

Respectfully submitted,



David Ford, Recording Secretary  
On behalf of Secretary Elizabeth Phelan