



UC Hastings College of the Law  
Foundation Board of Trustees  
Saturday, February 4 2023, 9:30 a.m. – 12:00 p.m.

Blank Rome, LLP  
2029 Century Park East, 6th Floor  
Los Angeles, California

### **Meeting Minutes**

Board members attending in person: Debra Bogaards, Charan Brahma, Jennifer Rappoport Colimon, Jennifer Fung, Tom Gede, Jennifer Hagle, George Hetherington, Tracy Holland, John Koeppel, John Lien, Harvey Lung, Leo Martinez, Judge Jamoa Moberly, Theresa Moore, Scott Morris, Jane Pandell, Catherine Rivlin, Alexa Smith, John Stephens, Dan Vermillion, Nick Yoka

Board members attending by videoconference: Judith Boyette, Joan Cassman, Shaye Dively, Paulina do Amaral, Valerie Fontaine, Alyce Rubinfeld Fox, Tim Mills, Phil Matthews, Rich Nichols, Mark Peterson, Basil Plastiras, Judith Mann Villard, Mike Wippler

Hastings Leadership and staff members in attendance: Eric Dumbleton, Robin Drysdale, Chancellor & Dean David Faigman, Elizabeth Maggi, Briana Meadows, David Seward, Sandra Plenski, Tracy Whitlock

Guests: Jack Grimm, UCLAS President

#### **1. Call to Order**

President Tom Gede called the meeting to order at 9:30 am. Mr. Gede acknowledged the difficulties with the venue's audio equipment, and he indicated that the firm's IT team would continue troubleshooting. Mr. Gede welcomed the trustees attending in person and via Zoom videoconference, as well UC Law SF leadership, staff, and UCLAS representatives.

#### **2. Approval of Minutes [ACTION ITEM]**

President Gede called for approval of the September 17, 2022 minutes. Charan Brahma motioned to approve the minutes. A vote was taken and the board unanimously approved the minutes.

#### **3. President's Report – Thomas Gede '81**

President Gede thanked the Foundation Board members for their talent and energy, and he acknowledged the work of the committee chairs in carrying out the work of the Foundation. Two ad hoc committees have been formed: The Bylaws & Name Change Committee, and the Goals and Objectives Committee. The Bylaws Committee has been ably led by Second Vice President Leo Martinez, and the Goals & Objectives Committee is still in progress, Mr. Gede noted.

Mr. Gede thanked Stewardship Committee co-chairs Theresa Moore and Joan Cassman for the UC Law notebook gifts received by each member of the Foundation Board.

Next, Mr. Gede honored members John Koeppel and Catherine Rivlin for their dedicated service to the Foundation Board – particularly their work in their respective committees.

President Gede acknowledged the success of the Hawaii Scholarship fundraising group, which hosted a gala at the Oahu Country Club in Honolulu in October '22. Mr. Gede reported that the segregated fund for this scholarship is approaching \$1 million.

#### **4. UCLAS Report —Jack Grimm '23**

UCLAS President Jack Grimm thanked Dean Faigman, President Gede, and the members the Foundation Board of Trustees. Mr. Grimm began his report by announcing that his student organization will no longer be known as ASUCH, and it has adopted the name “University of California Law Associated Students” (UCLAS).

In January, UCLAS hosted its Barristers Ball at the Julia Morgan Ballroom in San Francisco with approximately 700 students and guests in attendance. Mr. Grimm described the event as a resounding success.

This semester, UCLAS approved \$45,000 of funding for 46 different student organizations, Mr. Grimm noted. Campus is abuzz with activities, he said, with a student event being held virtually every day.

Mr. Grimm announced that UCLAS would hold a joint event with the Foundation’s ASUCH (now UCLAS) Liaison Committee in early April. More details will follow in that committee’s report.

**5. Fundraising, Connecting & Giving Committee Report – Catherine Rivlin '84, Nicholas Yoka '16 & Charan Brahma '99**  
Committee co-chair Charan Brahma began the committee’s report with an introduction to the Class Agent campaign. A Class Agent is a volunteer who serves as a link between a graduating class and the College, notifying their peers about the needs of the College and ways to donate and get involved while maintaining a peer-to-peer relationship with a particular graduating class. Mr. Brahma explained that while the college’s Advancement team has successfully met fundraising goals year after year, overall alumni participation has declined. The Class Agent campaign will endeavor to develop alumni for future giving by connecting with alumni in a direct and personal way. Mr. Brahma encouraged trustees to get involved in the Class Agent campaign, whether on a class (graduating year) level, or on a supervisory level.

Cathy Rivlin referred attendees to her committee’s report on page 6 of the meeting materials. Moving on to other matters, Ms. Rivlin highlighted the importance of cultivating relationships on a one-to-one level and sharing insights with the Advancement team for follow-up. Director of Development Robin Drysdale spoke about recent examples of trustees offering from their personal resources and networks to connect Advancement staff with alumni who have demonstrated interest in supporting the College. Ms. Drysdale specifically thanked trustees Judith Villard and Paulina do Amaral for their support.

#### **6. Planned Giving Committee Report – John Koeppel '76 & Scott Morris '76**

Committee co-chair John Koeppel began by reporting that the November 5 Legacy Society luncheon was a success. Presenters included Dean Faigman, UC Law students, and Chief Financial Officer David Seward. Mr. Koeppel thanked Dean Faigman, Eric Dumbleton and Tracy Whitlock for helping to make the event successful, and he noted that the committee will host a similar event in September '23.

Mr. Koeppel mentioned that the Planned Giving committee will be involved in two upcoming Spring Week events: the Giants game and the Reunion Jazz Brunch. Event attendance will be driven by direct phone calls by committee members, he said.

Next, Mr. Koeppel announced the May 17 Annual Legacy Society virtual meeting with the Dean. He noted that these meetings are typically lively and participative, and include a campus briefing from Dean Faigman, followed by a Q&A session.

Mr. Koeppel concluded his report by urging trustees to join the Legacy Society. He noted that Legacy Society membership does not constitute a pledge to the College; it is good faith estimate of what an individual believes they will be able to give via their estate. Mr. Koeppel urged all trustee Legacy Society members to provide valuations to Director of Planned Giving Tracy Whitlock if they have not yet done so. Currently, 73 of the Legacy Society’s 128 members have provided valuations; those valuations have now exceeded \$30 million, Mr. Koeppel reported.

## **7. Stewardship Committee Report – Theresa Moore '81 & Joan Cassman '77**

Stewardship Committee co-chair Theresa Moore thanked her colleagues for their service to the College. She briefly spoke about the notebook gift with the new UC Law SF logo, which were distributed to the meeting's in-person attendees, and will be mailed to all other members. Ms. Moore indicated that her committee will continue working with the Advancement office to identify, assess, and monitor alumni who may benefit from stewardship.

Committee co-chair Joan Cassman remarked on the mission of the committee and expressed her passion for energizing a broader group of alums, who are not yet actively supporting the college. Ms. Cassman mentioned that her co-chair Ms. Moore has familial connections in the retail space and she is a tremendous asset to the Foundation Board and the Stewardship Committee.

## **8. Academic Engagement Report – Judith Boyette '81**

Academic Engagement Committee co-chair Judith Boyette reported on her committee's goals for the year. First, her committee aims to sponsor at least two academically-focused events with alums and potential supporters of the College. The committee also strives to hold an annual event to connect trustees with the winner of the Foundation Faculty Award, Ms. Boyette noted.

Ms. Boyette urged her peers to review the College's [academic events page](#), and to invite their firms and personal networks to connect with the campus community this way.

Concluding her report, Ms. Boyette opened a dialogue about how her committee can better support the Foundation Board's fundraising purpose. President Gede observed that the focus of the Academic Engagement committee should be *communication*: the committee should seek opportunities to communicate to the alumni community about what the faculty and centers/programs are doing, and the impact they are having in the world. Appropriate communication to the UC Law alumni base should result in alumni and/or potential donors becoming more energized about supporting the College – whether through active participation, gifts, or both.

## **9. UCLAS Liaison Committee Report— Timothy Mills '86 & Kelly Matayoshi '12**

Committee co-chair Timothy Mills referred to his committee's report on page 21 of the meeting materials. He noted that the mission of the UCLAS Liaison Committee is to increase active communication and involvement with the UC Law student body. It is the prerogative of the Foundation Board that a student body which is content and engaged will generally translate into an alumni base that is connected and loyal its alma mater.

Co-chair Kelly Matayoshi began her committee's report with an overview of two developing programs. First, Ms. Matayoshi discussed the Leadership Circle Reception, which is tentatively scheduled for April 4 in McAllister Skyroom. The purpose of the event is to provide a space for newly-elected UCLAS representatives and other student organization leaders to meet and network with members of the Foundation Board of Trustees. The UCLAS Liaison Committee anticipates that this will become a biannual event. Ms. Matayoshi urged trustees to attend the reception, and she indicated that an email invitation would follow shortly.

Next, Ms. Matayoshi reported that her committee is working with UCLAS representatives to develop a program to connect the UC Law students with Bay Area law firms. This program is still in early development and will be structured around the specific needs articulated by UCLAS partners.

Continuing their report, Mr. Mills discussed the possibility of a scholarship fund or charitable book exchange to support law students who may be experiencing financial need. UCLAS President Jack Grimm outlined some of the options the committee had considered to support a student textbook exchange, including:

- an online portal (analogous to Offer Up or Facebook Marketplace)
- book "buy back" days with reputable secondhand book sellers
- a scholarship fund specifically for student textbook purchases

Mr. Grimm acknowledged that more discussion would be needed with campus administrators, such as Dean of Admissions June Sakamoto, to ensure that these endeavors would not complicate existing scholarship schedules. Chancellor & Dean David Faigman identified several practical and administrative challenges for this kind of student aid program, noting that similar attempts had failed in the recent past due to conflicts with federal scholarship guidelines. President Gede concluded by asking Mr. Mills to follow-up with the Foundation's Executive Committee, which would connect him with the appropriate College administrators for further information.

#### **10. Report of the Chancellor & Dean – David Faigman**

Chancellor & Dean David Faigman began his report with an update about the name-change litigation. Dean Faigman explained that following Governor Newsom's signing of AB 1936, a small group of UC Hastings alumni and descendants of Serranus Hastings filed suit, naming the state of California, as well Dean Faigman and each of the UC Law SF Board of Directors. Subsequently, the UC Law SF legal team, led by Gibson & Dunn, filed an anti-SLAPP motion to seek immediate dismissal of the lawsuit. The UC Law SF legal team requested that the court dismiss this lawsuit because the decision to change the institution's name was based on activity that is protected under the United States and California Constitutions, including the First Amendment. The court denied the SLAPP motion and the plaintiff's preliminary injunction. Appeals were filed by both parties; however the plaintiff withdrew their appeal.

Next, Dean Faigman reviewed the College's decision to withdraw from the U.S. News & World Report law-school data-reporting process. As announced to the campus community in January, UC Law SF will no longer provide institutional data to US News for use in its law school rankings, at least until such time as the publication truly addresses the concerns that have been put forth by UC Law SF and many other institutions, including the "Top Ten" and the University of California law schools. Dean Faigman provided a brief summary of the concerns that ultimately led to withdrawal of the College's participation:

- **Failure to Track Mission Elements:** The US News ranking elements fail to track what most law schools identify as their core mission elements: teaching, research, and public service.
- **Failure to Properly Standardize:** The US News ranking system fails to properly account for the degree to which law schools are differently situated, not just because of varying state bar exam cut scores, but also because the law schools serve distinct student populations.
- **Diversity Penalty:** By allocating too much weight to standardized test scores (LSAT), the new ranking methodology reinforces structural inequalities.
- **False Precision:** In assigning a rank to each school, US News feeds into the misleading suggestion that its ranking should guide prospective law student choice and somehow provides a public service.
- **Arbitrary Swings:** That law schools routinely, even under the old method, experienced swings of 10+ places in the overall ranks from one year to the next – without any true corresponding change in the fundamentals of their programs of legal education – has always been a serious red flag to the integrity of the ranking methodologies. Moreover, the changes that US News recently announced will result in *huge* ranking swings for many law schools. Any system that causes a law school's rank to swing wildly from year to year is clearly not reflective of the actual quality of the school's programs.

US News & World Report has confirmed that it will no longer base its rankings on institutional surveys; instead, its rankings will be derived from public information, such as ABA accreditation data.

Dean Faigman reported that the first-time bar passage rate dropped to 73% in 2022, following comparatively high rates in 2019-2021. While bar passage rates climbed as high as 87% for 2020 graduates due to programmatic shifts and support programs, Dean Faigman believes that the remote study format precipitated by the COVID-19 pandemic is the primary cause of this poor outcome. The administration continues to focus on supporting students who are performing in the lower half of their respective classes to improve their test-taking skills.

#### **11. Advancement Report – Eric Dumbleton**

Chief Development Officer Eric Dumbleton referred to a PowerPoint presentation entitled "UC Law SF: Giving Participation History & Initiatives." Mr. Dumbleton began his report by noting that national alumni participation has

declined significantly since 2002. Moreover, at public universities, participation has decreased by one-third in the last decade. While it is encouraging that *total giving* has increased over this time period, the UC Law Advancement office is currently developing initiatives which aim to address waning alumni interest. The Class Agent Pilot Program, reported on earlier in the morning by Mr. Brahma, is an initiative that aims to increase alumni engagement with the College—and by extension, alumni giving.

Mr. Dumbleton referred to a slide showing UC Law SF giving participation over the last decade (below). While the figures below confirm that alumni participation has steadily decreased FY13-FY22, Mr. Dumbleton noted that donor retention has remained relatively stable. Informed by this data, the Alumni Association is developing a taskforce that will survey various segments of donors (retained, revived, acquired, etc.) about their giving patterns. A third initiative, which is being developed in partnership with the UC Law SF Board of Directors, is a student giving competition. The student giving competition has target launch date of Fall '23.

### UC Law SF Giving Participation Last 10 Years

Overall Alumni Giving	FY13	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY22
Total # of Alumni Donors	2,105	2,229	1,649	1,760	1,483	1,744	1,593	1,584	1,432	1,409
Total # of Solicitable Alumni	17,406	17,820	18,115	18,442	18,751	19,037	19,386	19,711	19,947	20,305
Alumni Giving %	12%	13%	9%	10%	8%	9%	8%	8%	7%	7%

Donor Type Total #	FY13	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY22
Retained	1,101	1,233	1,061	994	919	916	984	882	850	844
Revived	606	557	298	441	335	536	343	371	303	326
Acquired	158	211	167	122	101	162	140	183	163	117
First time donor	240	228	123	203	128	130	126	148	116	122
Total	2,105	2,229	1,649	1,760	1,483	1,744	1,593	1,584	1,432	1,409

Donor Retention	62%	59%	48%	60%	52%	62%	56%	55%	54%	59%
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Donor Type %	FY13	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY22
Retained	52%	55%	64%	56%	62%	53%	62%	56%	59%	60%
Revived	29%	25%	18%	25%	23%	31%	22%	23%	21%	23%
Acquired	8%	9%	10%	7%	7%	9%	9%	12%	11%	8%
First time	11%	10%	7%	12%	9%	7%	8%	9%	8%	9%
Total	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%

<b>KEY:</b>
Retained: Gave the previous year
Revived: First gift in 2 - 5 years
Acquired: First gift in more than 5 years
First time: First ever gift to UC Law

Next, Mr. Dumbleton noted that his office is actively recruiting to fill the open position for Director of Stewardship & Donor Relations.

Moving on to the Comprehensive Campaign, Mr. Dumbleton reported that six Campaign Cabinet members have been confirmed, including Shashi Deb, Joe Cotchett, Anthony McCusker, Tom Gede, Jennifer Fung, and Leo Martinez. Mr. Dumbleton indicated that he would likely retain 4-8 additional members to complete the cabinet.

## 12. Finance Committee Report — David Seward [ACTION ITEM]

Mr. Seward began his report by asking for approval of the College's Form 990 (Return of Organization Exempt from Income Tax). Foundation Secretary Tracy Jolles Holland identified some typographical errors that should be resolved before submission of the form. Jane Pandell made a motion to approve the 990 form, with corrections as noted. Charan Brahma seconded the motion, and the board unanimously approved the corrected Form 990 for filing.

Moving on to the construction update, Mr. Seward reported that 198 McAllister ("Academe at 198") is expected to be completed by its summer '23 target. At the time of this report, Level 14 exterior cladding is nearly completed, Mr. Seward said, and he referred to construction progress photos in his PowerPoint presentation. Mr. Seward noted that Academe at 198 will be the largest residential housing project in San Francisco, with 665 furnished units. These will include efficiency, studio, 1-bedroom and 2-bedroom apartments. Rent ranges \$1,850-\$3,370, and includes utilities.

Mr. Seward explained that upon completion of the Academe at 198, 100 McAllister (the “Tower”) will be closed for construction upgrades. The state of California allocated \$90 million in the FY22-23 annual budget to support these upgrades, which is approximately 40% of the total project cost (\$220+ million). Tower renovations are projected to be completed in 2025-2026, and will include earthquake retrofitting as well as aesthetic upgrades. Concluding his report, Mr. Seward urged attendees to visit the [Academe at 198 website](#), which includes floorplans and information on building amenities.

### **13. Bylaws and Name Change Committee – Leo Martinez [ACTION ITEM]**

Leo Martinez began by introducing his fellow committee members, and he thanked them for their time and attention to this matter. Mr. Martinez explained that today’s action item will ask the Board of Trustees to adopt a new name (“UC Law SF Foundation”). Upon approval by the Board of Trustees, the name change request will be presented to the UC Law SF Board of Directors for approval, per the Foundation’s Operating Agreement with the College.

Foundation Secretary Tracy Jolles Holland moved for approval of the proposed name change. Upon motion duly made, seconded, and unanimously carried, the Board of Trustees approved the committee’s recommendation for approval by the Board of Directors.

### **14. Nominating Committee Report — Tracy Jolles Holland ’97 & George Hetherington ’78**

Nominating Committee co-chair Tracy Jolles Holland directed attendees to the report of Nominating Committee on page 182 of the meeting materials. She asked that members review their listed status and confirm that the correct term details have been recorded.

Foundation records show that four trustees have first terms expiring on June 30, 2023. These members are: Dipanwita Deb Amar, Scott Morris, Vijay Toke, and Alyce Rubinfeld Fox. Ms. Fox has agreed to serve a second term, Ms. Holland confirmed.

Ms. Holland explained that for trustees with a *second term* expiring in June 2023, options include: assume or maintain position as committee chair, transition to non-voting status, or step down (minimum one year), with eligibility to rejoin as a voting member for a new “first term” in July 2024, or thereafter. This group includes: **Carmen Estrada, Hon. Jamoa Moberly, Cathy Rivlin, and Joan Cassman**. Ms. Holland confirmed that Cathy Rivlin will continue serving as a committee chair, and Joan Cassman, who is a past officer, will continue serving in her committee chair position, in accordance with sections 7.3(b)(4) and 7.5(b) of the bylaws.

Ms. Holland discussed options for committee chairs with previously expired terms (**George Hetherington, John Koeppel, Tim Mills**). These members may continue in their roles as committee-chairs, transition to non-voting status, or step down (for minimum one year), with eligibility to rejoin for a new “first term” as a voting member in July 2024. Ms. Holland clarified that no action is required if the members named above intend to remain in their current roles as committee chairs.

Next, Ms. Holland acknowledged three early roll-offs: Richard Chisholm, Noel Edlin, and Richard Flier. She estimates that eight seats will be available for the term beginning in FY24.

Finally, Ms. Holland introduced Dan Vermillion ’09, the first committed nominee-candidate for the term beginning July 1. Ms. Holland welcomed Mr. Vermillion and thanked him for joining the Foundation trustees in-person for this meeting.

Concluding her report, Ms. Holland urged trustees to submit their nominees as soon as possible, and no later than April 5, 2023 to be considered for the FY24 term.

### **15. Executive Committee Update – Thomas Gede ’81**

President Gede thanked attendees for their patience through this meeting’s audio difficulties, and he also thanked everyone who attended the February 3 mixer in Brentwood.

**16. Adjournment** – Thomas Gede '81

President Gede adjourned the meeting at 12:12 pm.