



**Cal Maritime Corporation Board Meeting Minutes
Conference Call
Thursday, March 18, 2021**

Attendees	T. Cropper, F. Lozano, M. Goodrich, M. Rodgers, L. Bienati, G. Benton, C. Crutchfield, R. Joseph
Absent	
Guest	C. Beard

I. Chairman of the Board

- A. Called to Order at 3:00 pm
- B. Approval of Previous Minutes for December 15, 2020
GOODRICH MOVED TO APPROVE MINUTES AS PRESENTED. SECONDED BY BENTON. ALL IN FAVOR. NONE OPPOSED.

II. Governance

- A. Mark opened the meeting with a discussion on diversity and some action steps we will take to add diversity to our Board. President Cropper suggests that our officers to give a proposal on committee structures. An adequate number of members will be needed to expand the board to meet the needs of the workload necessary as well as to diversify with gender and ethnic representation. Larry suggests Phase I to start with 7 members but can add more eventually to allow flexibility. Graham suggests when rewriting the bylaws, to stay away from numbers or quotas a certain percentage to be cognizant that these individuals have the expertise that we are looking for. Language should be included that Cal Maritime Corporation deeply respects the principles of diversity and is committed to DEI. Mark ended the discussion stating the need to change the language in the bylaws to increase the number committees.

III. Old Business Discussed

- A. Approval of Corporation - Mark updates Enterprise Services. Housing, Dining, Morrow Cove, Bistro and Keelhauler Café will initially go to Cal Maritime Corporation. In July, Conference & Events, Sustainability and the bookstore will be brought in.
- B. Board Members Roles & Responsibility - Mark stated there will be training for board members. \$5000 is the cost of training if it is given by our legal group but executive directors from San Francisco State and Cal Poly, are willing to come in and do the same kind of training, specific to the CSU, for free. It is Mark's recommendation to go with the two CSU Corporation offer. President Cropper also recommends getting information from Foundation and its on-boarding program for new board members, and add 30 minutes to the meeting with a training session.

IV. **New Business**

- A. Standardize scheduled meetings - proposed to meet once a quarter.
- B. Adversity of Board and adding board members.
- C. Create a Governance Committee and Finance Committee.
- D. Guests from other CSU Corporation join our meeting to discuss information they can provide and their experiences.
- E. Invite Bob Arp and Mike Rodgers from Cal Maritime Foundation Board to join our meeting to discuss best practices and how they flourish.
- F. Invite Jennifer Hembree to discuss her experience with AGB.

VI. **Adjournment**

- A. Cal Maritime Board Meeting Adjourned at 3:45pm.

DRAFT