

Board of Directors Quarterly Meeting

University of California College of the Law, San Francisco
198 McAllister St. Auditorium San Francisco, CA 94102
2025-03-13 14:00 - 2025-03-13 17:00 PDT

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- 22. Adjournment**



Board of Directors Quarterly Meeting Open Session Minutes

University of California College of the Law, San Francisco
December 6, 2024

333 Golden Gate Ave., San Francisco, CA 94102, Suite 501 Deb Colloquium Rm. Participants and members of the public were also able to join the open session via the web link or dial-in numbers listed in the public notice of this meeting linked here: <https://www.uclawsf.edu/our-story/board-of-directors/board-meeting-notices-agendas-and-materials/>.

1. Roll Call

The Chair called the meeting to order at 9:08 a.m., and the Secretary called the roll.

Directors Present

Director Albert Zecher, Chair
Director Courtney Greene Power, Vice Chair
Director Shashi Deb (joined at 9:30 a.m.)
Director Andrew Giacomini
Director Andrew Houston
Director Claes Lewenhaupt
Director Chip Robertson
Director Simona Agnolucci

Staff Participating

Chancellor & Dean David Faigman
Chief Operating Officer Rhiannon Bailard
General Counsel & Secretary John DiPaolo
Legal & Executive Assistant Yleana Escalante
Dean of Students Tiffany Gabrielson
Director of Bar Passage Support Margaret Greer
Alumni Association Executive Director Meredith Jaggard
Chief Advancement Officer Julia Jordan
Chief Communications Officer John Kepley
Assistant Chancellor & Dean/Chief of Staff to the Chancellor & Dean Jenny Kwon
Chief Diversity Officer Mario Lopez
Executive Director of Human Resources Regina Parker
Deputy Chief Financial Officer & Controller Sandra Plenski
Provost & Academic Dean Morris Ratner
Dean of Enrollment Management June Sakamoto
Chief Financial Officer David Seward

Deputy General Counsel Laura Wilson-Youngblood

Others Participating

President of UCLAS Millicent Wong

3L Student Stephen Cosenza

California Advocates Lobbyist Mike Belote

2. Public Comment Period

Mr. Cosenza, 3L President, provided a comment regarding proposed bylaw changes, specifically. He highlighted concerns about the lack of sufficient notice provided to the student body regarding board meetings and significant decisions. He proposed implementing a more robust notification system, such as email updates, to ensure that students are made aware of meeting schedules and agenda items in a timely and accessible manner. He encouraged the board to consider enhancing the bylaw language to include more effective methods of communication, noting that these changes, even if delayed until March, could significantly improve transparency and student engagement.

Sherman Gabri, a member of the Round Valley Indian tribe and the Yuki committee, expressed his gratitude for the efforts being made to create a scholarship framework. He acknowledged a group of students who had come from the College, as well as David Seward, who had joined them. He appreciated how this work was laying a foundation for Round Valley to rise up, with support from the College, and help heal from its tragic history.

3. Approval of Prior Minutes

Approval of Minutes from September 13, 2024

Approval of Minutes from October 22, 2024

Motion:

The Chair called for a motion to approve the September 13, 2024 open session meeting minutes.

Motion made and seconded. Motion carried.

Motion:

The Chair called for a motion to approve the October 22, 2024 open session meeting minutes.

Motion made and seconded. Motion carried.

4. Report of the UCLAS President

Ms. Wong began by thanking everyone for their time. She noted that UCLAS had a successful semester, organizing events such as “Sharks on the Quad,” a bi-weekly gathering on campus. This year, they expanded beyond the traditional beer-and-pizza offerings by diversifying food and activities, including celebrating Dumpling Day with

dumping orders for students and hosting a trivia night. They also collaborated with the Academe to hold an event in the David Faigman Auditorium. She emphasized their effort to support non-alcohol-centric events, led by their Director of Community Affairs. She also shared updates on the planning for the 2025 Barristers' Ball, noting the event will be held at the Hibernia on January 18. Over 600 tickets had already been sold, with a third round of sales planned soon. Catering selection and contracts were still in progress, but the planning was well underway. UCLAS continued its work with the Professional Closet initiative, which collects gently used professional clothing from alumni for students. The effort, spearheaded by the VP of External Affairs, had progressed significantly, with a permanent space secured on campus for these donations. She highlighted that this would allow students 24-hour access to professional attire for interviews, eliminating the need for special events or access requests. Ms. Wong noted that the UCLAS Executive Board had prioritized transparency and collaboration with faculty and administration. Regular meetings with key figures, including Dean Ratner, Dean Faigman, and Dean Kwon, were being held. The College has also invited the UCLAS President to attend one faculty meeting and one Senior Staff meeting per semester, aiming to strengthen communication between students and decision-makers.

Regarding student concerns, Ms. Wong outlined several pressing issues. She highlighted challenges with Carbon Health services, particularly the difficulty students faced in securing appointments at nearby locations. This issue was compounded by the distant locations of other Carbon Health facilities in the Bay Area, creating barriers to accessing both primary and mental health care. Another concern was the disparity in workloads and compensation for teaching assistants; she explained that students experienced varying expectations across professors, leading to inequities in their responsibilities compared to their pay. This inconsistency was being actively discussed within the school. She also addressed the proposed GPA curve, noting it had been discussed with members of the Academic Standards Faculty Committee and Dean Ratner. She shared that UCLAS had conducted a student survey to gather feedback on how the proposed changes would impact academic planning and perceptions of the school. The survey garnered 435 responses, with over 200 written comments. Ms. Wong compiled the results into a report for faculty review ahead of their December 4 vote. Ms. Wong expressed concerns about student sentiment toward the school, particularly in light of the tuition hike and the proposed GPA curve. Many students felt the institution prioritized metrics like bar passage rates, employment rates, and rankings over individual student success. She emphasized that superficial solutions, such as providing free cookies and therapy animals, would not address these deeper issues. Students needed to feel genuinely heard and supported to rebuild trust and engagement.

5. Action item: Report of the Secretary: Notice of By-Laws Revisions

Mr. DiPaolo began by explaining the procedural requirements for revising the bylaws. He shared his screen and outlined the process, emphasizing that the board must first

post the proposed bylaw changes before any vote can occur. This meeting served as the formal presentation of the potential changes. He said that he would request a motion at the conclusion of his presentation, not to approve the changes themselves but merely to approve the posting of the proposed changes for review.

Director Power asked about the Board's notice obligations in response to a concern from public comment. She inquired whether it would be permissible for the Board to provide different types of notice to students compared to the general public. She expressed her belief that notice requirements likely need to be uniform and emphasizing that whatever method of notification is adopted should apply universally to the public, given the nature of the institution and the Board's responsibilities. Mr. DiPaolo responded to Director Power's question, clarifying that there is no restriction preventing the Board from providing additional notice in various formats. He said that while the primary notice requirements must be met, supplementary methods of notification, such as email, can also be utilized.

Director Simona Agnolucci clarified that formal notice is provided through public posting on the website. Additional communication, such as sending an email to inform others about the notice, is permissible but does not constitute formal notice. This approach ensures transparency while allowing flexibility in notifying individuals. Mr. DiPaolo clarified that the College has already implemented some procedures for providing special notices to students. He noted that students had previously expressed concerns about the standard 10-day advance posting requirement, as it required them to consistently check for updates. To address this, the College created a schedule of meetings for the year. However, when a meeting was added that was not initially on the schedule, some students were unaware of the change. To resolve this issue, the President of UCLAS was added to the same Outlook invitation group as the Board of Directors. This ensures that any meeting updates, additions, or changes are communicated to the UCLAS President at the same time as the Board members. Mr. DiPaolo emphasized that the Board can provide additional notice or information to specific groups, such as students, without the need to formalize these actions in the bylaws. The proposed bylaw changes would establish the foundation for notice requirements, while supplemental notifications can be managed separately as needed. Director Zecher reminded the Board that if any members had not yet reviewed the proposed bylaw changes, they still have time to do so. The bylaws will be posted for review and will be brought forward for a vote at the next meeting, allowing further discussion at that time.

Director Houston raised a question regarding Carbon Health, referencing an inquiry from the UCLAS President about finding appointments. He asked if they could confirm whether telehealth options are available through Carbon Health.

Dean Ratner confirmed that telehealth options are available through Carbon Health. He also mentioned that they are exploring the addition of a new platform for emergency telehealth appointments for individuals experiencing psychological

emergencies. Dean Ratner noted Ms. Wong's comments and plans to follow up with Dean Gabrielson to present actual data on the utilization of services.

Ms. Wilson-Youngblood mentioned that there is a service level standard in the agreement with Carbon Health, where they have committed to making reasonable efforts to provide students with appointments within one week of the request. If Carbon Health fails to meet this standard 20 percent of the time during any quarter, they have agreed to increase staffing levels at no additional cost. Dean Gabrielson holds monthly meetings with Carbon Health, where they review utilization data and address any issues, such as students having trouble booking appointments.

Dean Gabrielson clarified that she had not been made aware of any concerns regarding appointment availability. She noted that she regularly meets with Carbon Health and tracks appointment data. As of the current time, appointments are available as early as 9:30 AM. While Carbon Health has multiple locations, students seeking appointments at the Civic Center location might have to wait a day or two for primary care appointments, but urgent care appointments are typically available the same day.

Motion:

Chair called for a motion to approve posting the submitted bylaws changes for public notice, and then for a vote at the next court.

Motion made and seconded. Motion carried.

6. Report of the Board Chair:

6.1. Report of the Chair of the Educational Policy Committee:

Director Houston mentioned that it had been a good meeting, one of the more anticipated ones, due to the bar results. He then ceded his time to Dean Ratner to discuss further details.

6.1.1. This item left intentionally blank for numbering purposes.

6.1.2. Reporting Items - Student Success

Dean Ratner outlined three reporting items: the July 2024 bar outcomes, changes to the California Bar Exam starting in February 2025, and an employment snapshot. He introduced Dean Kimmel, who would address employment issues, and Margaret Greer, the director of passage support, emphasizing her contributions. Dean Ratner expressed that the July 2024 outcomes were excellent and wanted to congratulate Margaret for her efforts. He also noted there would be a voting item in the closed session.

6.1.2.1. July 2024 Bar Outcomes

Dean Ratner rested on the written materials.

6.1.2.2. California Bar Exam Changes

Dean Ratner rested on the written materials.

6.1.2.3. Employment

Dean Ratner rested on the written materials.

6.2. Report Item: Report of the Chair of the Advancement and Communications Committee

Director Deb briefly acknowledged that there was nothing more to add to the reports already submitted online and hoped everyone had reviewed them. She then turned the meeting over to the Chief Communications Officer, John Kepley, for his report.

6.2.1. Report of Chief Communications Officer

Mr. Kepley explained that they have been focusing on strengthening the College's reputation. One of the initiatives that received a lot of attention was the "Where did Kamala Harris go to law school?" video, which had garnered over 40,000 views, surpassing expectations. Additionally, there was an article released about Kamala Harris's campaign launch, which was well-received and helped boost the visibility of the college. Following this, the college launched new ad campaigns aimed at both employers and key audiences to solidify the brand's identity after the name change. The campaign targeted law firms and other professional organizations that influence the reputation of the college, emphasizing that the quality of education and the students remained unchanged despite the name change. These efforts resulted in positive responses, including impressive conversion rates from those who interacted with the ads. The College also saw a significant increase in website views and a 64 percent surge in applications year-over-year, surpassing the statewide average for California law schools. As part of the ongoing efforts to improve communication and engagement with its community, the College also focused on enhancing its newsletters and digital outreach. The content now includes more relevant and engaging material that reflects the College's progress and current news. For example, a recent message from Dean Faigman had an exceptionally high click-through rate of 44 percent, which is above average for such communications. Moving forward, the College also invested in sponsorship opportunities at the AALS annual meeting, securing high-visibility placements for the brand, including having its name featured on lanyards for the entire year. This move was seen as a valuable way to increase exposure and create a lasting impact on legal academics and professionals attending AALS events throughout 2025.

6.2.2. Report of Chief Advancement Officer

Ms. Jordan said that her primary focus during her first few months at the organization has been on ensuring that strategies are in place to meet the campaign goal, which is the top priority for the team. The goal is to build a culture of philanthropy throughout the organization, aligning alumni engagement efforts with fundraising strategies. She also emphasized the importance of leveraging all opportunities for alumni engagement and expanding fundraising efforts beyond the alumni base in collaboration with the academic village. She then touched on the recent success of Giving Tuesday, where the team was \$7,000 ahead of where they were at the same time the previous year. While last year's Giving Tuesday raised an additional \$20,000 through checks, donations, and matching gifts, they hoped to see similar results this year. New strategies included using an online giving platform that allows donors to allocate contributions across various programs and closely partnering with the communications team to ensure a strong social media presence. One area for future improvement is expanding the network of alumni, board members, trustees, and governors involved in promoting Giving Tuesday. Ms. Jordan shared that for Giving Day in the spring, they planned to continue working closely with student organizations and ensuring they were provided with the necessary resources to drive the success of these fundraising efforts. Additionally, the team successfully leveraged two matches from members of the board of trustees. Regarding the overall campaign, Ms. Jordan reported that they had raised \$58.4 million so far, with the goal of raising at least 60 percent of the funds by the time of the public announcement, which is expected in the fall. To help with this, they are working with BWF, campaign consultants, on messaging and branding, ensuring the campaign resonates with the alumni community and beyond. The team conducted focus groups last month and plans to share initial ideas with about 200 community members early next year to test the messaging. This process aims to involve a diverse group of participants, including students, alumni from different graduation years, and community members. Ms. Jordan opened the floor to any questions regarding the campaign or financials, which were included in the materials sent out.

6.2.3. Report of Chief Alumni Officer

6.2.3.1. Alumni Association Update

Ms. Jaggard reported that the swearing-in ceremony took place on Monday, where 92 bar passers were sworn in before an audience of over 400 guests in the Faigman Auditorium. She noted that in her five-and-a-half years at the institution, this was the largest swearing-in ceremony she had witnessed and certainly the liveliest, as attendees were thrilled to be part of the event.

The ceremony was presided over by Judge Eric Wersching, who did a fantastic job and stayed afterward to take pictures with attendees, making it a truly memorable occasion.

Ms. Jaggard then provided an update on upcoming events, mentioning that their holiday happy hours were underway. The previous night, they hosted a West LA Happy Hour, which was well attended. In the coming weeks, additional events were planned for Denver and Downtown LA, followed by Seattle, Portland, and San Francisco in the New Year.

On a personal note, she shared that she had initiated a law school alumni network with the top 100 law schools in the country. So far, 45 law schools had joined the network, and the first meeting took place last month, with 42 schools in attendance. The purpose of the network was to share ideas and strengthen alumni relations. She noted that while AALS had organized a small conference for law school alumni associations, much of the information shared at that event was geared toward undergraduate institutions rather than law schools. At their first meeting, the participating law schools exchanged best practices and strategies, and Ms. Jaggard highlighted that the collaborative nature of alumni associations allowed them to replicate successful initiatives without competition. The meeting was well received, and she expressed optimism about hosting a conference next summer that would bring all the participating law schools together. She promised to keep everyone updated on the progress of this initiative.

7. Action Item: Finance Committee Consent Calendar

Motion:

The Chair called for a motion to approve the Finance Committee Consent Calendar. Motion made and seconded. Motion carried.

7.1. Action Item: State Contracts and Grants in Excess of \$100,000

7.1.1. Contract - Municon West Coast Professional Service Agreement – Operations

7.1.2. Contract - Myers + Engineers Professional Service Agreement – Operations

7.2. Action Item: Nonstate Contracts and Grants in Excess of \$100,000

7.2.1. Grant - US Dept of State/Embassy in Haiti Clinical Legal Education Project – CGRS

- 7.2.2. Grant - UC Irvine DECIDE Project – UC Consortium
- 7.2.3. Grant - California Access to Justice Commission – UC Consortium
- 7.2.4. Grant - AARP Scaling Solutions Project – UC Consortium
- 7.2.5. Contract - TBP Architecture – Architectural design and related services – Operations
- 7.3. Action Item: Fiscal Policy and Procedure Manual Update

8. Report of the Chief Financial Officer

8.1. Academe at 198 – Budget Report for 2024/2025 as of September 30, 2024

Mr. Seward provided a brief update on the Academe 198 project, stating that the current occupancy rate stands at 79 percent. At this level, including the \$2.6 million in rent subsidies being provided, the operation is at a break-even point, with a 1.0 debt service coverage ratio. However, this does not meet the required 1.2 ratio stipulated by the indenture, which is necessary to fulfill financial obligations. He explained that later in the spring, efforts would focus on supplementing funding to reach the 1.2 coverage ratio, which is critical for maintaining debt covenant provisions and positioning the institution for Phase 2 financing of the ongoing work at 100 McAllister. Mr. Seward stated that it would take approximately \$3 million to bridge the gap. He noted that they were generating investment returns on funds allocated by the state for the 100 McAllister project, which were invested in the University of California Short-Term Investment Pool and working capital pool. To secure gains, they had moved the funds out of the working capital pool, locking in over \$2 million of the necessary \$3 million.

For an update on occupancy efforts, Ms. Bailard shared that the housing team has been working closely with Dean Sakamoto and the Admissions department to ensure that on-campus housing becomes the default option for incoming students. Their goal is to provide guaranteed housing for high-priority incoming students, making the process as seamless as possible. To support this effort, Mr. Seward authorized a housing stipend of up to \$250 per month for a 12-month period, which will be available to both incoming and renewal students. The intention behind this initiative is not only to attract students to on-campus housing but also to retain them once they have arrived. In addition, the College has been working with outside vendors to ensure their marketing materials are up to date and effectively target prospective students from the very beginning of the admissions process. The College is also offering webinars to address student concerns, particularly around rental rates and neighborhood safety. The housing stipend is one way they are addressing rental costs, while open discussions in these webinars aim to tackle broader concerns about the surrounding area. Beyond their direct outreach to incoming students, Housing

is continuing efforts to strengthen partnerships within the Academic Village. Ms. Bailard highlighted UCSF's allocation, noting that their occupancy rate has now reached 83 percent and continues to rise. She sees this as a strong indicator that the Academic Village is fulfilling its intended purpose. While the ultimate target for occupancy is 100 percent, she emphasized that reaching 95 percent would be a comfortable and sustainable level to ensure the long-term success of the housing program.

Chair Zecher asked about the projected financing needed to complete the project, seeking clarity on the total funding requirements for its successful completion.

Mr. Seward responded that they had achieved eligibility for approximately \$40 million in federal historic tax credits, a topic previously discussed. He confirmed that they had successfully positioned themselves for the federal side of the program. Additionally, the state had recently introduced a State Historic Tax Credit Program, for which the College planned to compete. The application would be submitted on January 6th, marking the inaugural year of the program. Mr. Seward noted that their efforts may have influenced the state's decision to implement the program. As for gap funding, he stated that they would need \$150 million in financing to fully complete the project.

9. Report Items: Finance Committee Reports:

The following reports were discussed at the Finance Committee Meeting on Thursday, November 21, 2024. These are listed below as informational items and distributed in the agenda packet.

9.1. Investment Report as of October 31, 2024

Mr. Seward rested on the written report.

9.2. State Budget for 2024-25 as of September 30, 2024

Mr. Belote discussed the current landscape in Sacramento, emphasizing the legislative timeline, which operates on a schedule moving from deadline to deadline, similar to a court case or an academic year. He noted that the 2023-2024 legislative session had officially closed with the adjournment sine die at the end of November. Just as new lawyers were being sworn in, the Legislature welcomed new members of the Assembly and Senate this past Monday. Chief Justice Guerrero administered the oath to the new legislators in a ceremony filled with optimism, tradition, and a spirit of collaboration. The event featured corsages, boutonnieres, family members, and the usual pledges of bipartisan cooperation. He observed that, in general, the Republican Party had made incremental gains in California, though not at the congressional level, where Democrats flipped formerly Republican seats. However, within Sacramento, there was a shift towards a slightly more balanced representation in the

Assembly and Senate. Republicans gained three seats previously held by Democrats, adjusting the party ratio from approximately 80 percent Democratic control to 75 percent. The Assembly now consists of 60 Democrats and 20 Republicans, while the Senate stands at 30 Democrats and 10 Republicans. Additionally, California voters demonstrated a more conservative approach on ballot initiatives. They decisively rejected a proposal to grant local governments more authority to impose rent control, declined an initiative to lower the bond threshold from two-thirds to 55 percent, and, most notably, passed Proposition 36, which rolled back certain changes from Proposition 47 concerning criminal justice reform. Republicans have also been making gains in voter registration, particularly among nonwhite ethnic groups, including African Americans, Latinos, and Asians. At the same time, Mr. Belote noted that the Legislature is increasingly reflecting the demographics of California, which he viewed as a positive development. While predictions suggested that women would compose a majority of the Legislature for the first time, that milestone was narrowly missed, with the current composition standing at 61 men and 59 women. However, there is an expectation that by 2026, women will hold the majority. He remarked on the progress made since the election of the first woman to the State Senate, describing these demographic shifts as a significant and positive evolution. His message was one of optimism tempered by caution. He acknowledged that, like lawyers, his work exists within a world of conflict. However, he reassured the Board that the College's story is well-received by policymakers in Sacramento. The school's achievements are remarkable, and legislators appreciate hearing about its successes. Despite this positive narrative, Mr. Belote cautioned about looming budgetary concerns. The Department of Finance releases monthly reports tracking revenue from personal income tax, corporate tax, and sales tax. For an extended period, these reports consistently showed revenue falling below projections, leading to a structural budget deficit. To address this, various budget-balancing measures were implemented, some of which were more about accounting maneuvers than actual savings. One major budget-balancing tool was the temporary suspension of research and development (R&D) tax benefits and net operating loss (NOL) deductions. While this generated billions of dollars in immediate relief, it was only a deferral, meaning companies will eventually reclaim these funds unless the suspension is extended again. Recently, revenue projections have begun to exceed expectations across all three tax categories, particularly in corporate tax receipts, largely due to these deferrals. However, the overall sentiment in discussions with members of the Legislature, the Administration, the Department of Finance, and the Legislative Analyst's Office remains one of caution. Governor Newsom reflected this prudence by vetoing a record percentage of bills—over 20 percent—this past September. His veto messages consistently cited budget concerns, emphasizing that California is not yet out of financial difficulty. Many of his rejections were based on the simple reasoning that the state could not afford new expenditures at this time. Another area of

concern is the attrition of experienced personnel in the Capitol. While some turnover is natural as Governor Newsom's second term nears its 2026 conclusion, the departure of trusted and knowledgeable individuals is a notable challenge. This past election alone resulted in a significant shift, with approximately 30 new legislators taking office, representing about a quarter of the entire body. Additionally, another 35 members were newly elected just two years ago, meaning that a substantial portion of the Legislature is relatively inexperienced.

- 9.3. Auxiliary Enterprises Budget Report as of September 30, 2024
Mr. Seward rested on the written report.
- 9.4. Core Funds – Budget Restructuring Plan – Update
Item was not presented.
- 9.5. Academic Village – Scaling and Expansion Plan
Mr. Seward rested on the written report.
- 9.6. Listing of Checks & Wire Transfers over \$100,000
Mr. Seward rested on the written report.
10. Report of the Chancellor and Dean
 - 10.1. Report Item: General Updates on the State of the Campus, Academics, etc.

Dean Faigman said that students were now in finals, and he had been running into them in the elevator, where they were all very enthusiastic and positive about their prospects. He also shared that the American Association of Law Schools Annual Conference, which attracts thousands of faculty and deans, would be held in San Francisco that year. The College would be hosting a number of events on campus, aiming to spread the word not only about the new name but also about the beautiful campus students enjoy, hoping that the attendees would take that information back to their respective campuses. Dean Faigman invited those who had not received an invitation yet to an event on Thursday evening, January 9th, in the auditorium. He mentioned he was still reluctant to call it the Faigman Auditorium, stating he would wait until he had moved on to other enterprises before doing so. The evening would feature food from around San Francisco, and there would be a "Bagdad by the Bay" theme, with gambling that would not involve real money but would include games of chance. The event was intended to be a feel-good evening with guests from across the country.

He then congratulated the academic program on the bar passage, highlighting that it wasn't just a number but reflected individuals who were now licensed to practice law and would be starting their careers. He expressed excitement for them and mentioned that the event on Monday, as pointed out by Dr. Jaggard,

was a huge success. The auditorium was packed beyond capacity, making it a very positive experience.

Finally, Dean Faigman invited everyone to check out the digital art display being installed in the lobby of 198, which was going up on the three main columns. He encouraged those present to come over after the meeting to see how it looked and how it would work, describing it as quite spectacular and sure to make the space even more dynamic.

10.2. Report Item: Introduce Executive Director of Human Resources

Dean Faigman introduced the new Executive Director of Human Resources, Regina Parker. He mentioned that Regina comes to the College from the University of California, Berkeley.

Ms. Parker introduced herself, expressing her excitement about being there. Ms. Parker expressed her enthusiasm for the future and thanked everyone for having her.

10.3. Report Item: Updates on engagement with the incoming Mayor and Supervisor

Dean Faigman provided an update regarding outreach to the new administration, noting that he had already been in contact, and thanked Chair Zecher for reaching out to incoming Mayor Dan Lurie. He shared plans to meet with the incoming administration as often as possible, particularly because they had shared interests in the neighborhood. He emphasized that the neighborhood posed one of the greatest challenges to the success of the Academic Village, especially for the Academe at 198. He expressed the desire to continue working and partnering with Urban Alchemy to ensure the area remained safe and secure, not only for the College but also for the residents of the Tenderloin, as well as the Mid-Market and Civic Center areas. Dean Faigman also mentioned that they would be meeting with the new District Five supervisor, Bilal Mahmood. Regarding requests for the new administration, he acknowledged that litigation would be a subject for future discussion in a closed session. He also planned to ask the Mayor to continue the Mayor's Working Group, where he, Ms. Bailard and Dean Kwon had met with key figures such as District Attorney Brooke Jenkins, U.S. Attorney, Izzy Ramsey, and officers from the San Francisco Police Department. He believed that having a seat at this table had been valuable and intended to keep those discussions going forward. He ended by expressing appreciation for Ms. Rhiannon Bailard and her efforts in the city, particularly her work with DMACC and other departments. He praised her for her attentiveness to the needs in the neighborhood and her creative initiatives to serve the population.

10.4. Report Item: DEI efforts

10.4.1. Report of Chief Diversity Officer Mario Ernesto Lopez

Mr. Lopez reflected on the Diversity and Inclusion (DEI) Board workshop held two weeks ago. He mentioned that the presentation would not cover every slide but would instead provide a quick recap of what was discussed during the workshop. One of the key highlights was the timeline of the DEI efforts, starting in 2018 when Chancellor and Dean David Faigman established the Diversity, Equity, and Inclusion Group. Throughout the timeline, they discussed the progress made by the campus community, led by Chancellor Faigman, the Provost, and the Board of Directors, under the strategic plan for 2025. Thanks to the dedication of faculty, staff, and students, significant strides had been made. He emphasized the importance of the strategic plan, noting that although it sometimes gets overlooked, it served as the foundation for many of the initiatives that had been carried out. A new DEI website was set to launch the following week, which would highlight many of these initiatives, reflecting the progress made. He also mentioned that the campus climate survey played a major role in advancing DEI efforts. Mr. Lopez discussed the growth of students of color on campus and highlighted several diversity signature programs while acknowledging challenges, such as fostering inclusion, respecting differing viewpoints, and addressing generational divides. As a preview for the upcoming educational policy meeting in 2025, Mr. Lopez focused on fundraising efforts related to the First Generation Program. He expressed gratitude to the Chancellor, the Provost's office, alumni, and especially Ms. Jordan's team for their excellent third-party support. He shared data showing the significant growth in private fundraising for the First Generation Program, starting with a modest \$3,036 raised in fiscal year 2021-2022. This year, with half of the fiscal year completed, they had already raised \$23,409, marking a huge improvement and having a significant impact on future programming. Thanks to additional state budget funding from the Provost and Academic Dean's office, the program's operational budget had increased. Mr. Lopez also highlighted that private donations for the First Generation Program had exceeded operational funding by 183 percent, which was especially important given the cuts in state funding. He thanked the Chancellor, the Provost, alumni, and all contributors for their support, which made this growth possible. Looking ahead, he mentioned that he would go into more detail about the program's future at the February Board meeting.

11. Director Comments and Board Announcements

No comments.

The Board entered closed session at 11:10 a.m. pursuant to Education Code Section 92032(b)(3), (5) &(7).

The Chair reconvened the open session at 12:54 p.m.

Mr. DiPaolo reported that during the closed session, the Board approved the closed session minutes from its prior meeting. Additionally, the Board ratified the Executive Committee's approval of the Deb gift agreement. The Board also approved year-long sabbaticals for Professors Heather Field and Richard Boswell.

12. Adjournment

The Chair adjourned the open session at 12:55 p.m.

Respectfully submitted,

John K. DiPaolo, Secretary

Bylaws of

UC Law SF Foundation

A Nonprofit Public Benefit Corporation

AMENDED & RESTATED AND EFFECTIVE AS OF _____, 2024

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ARTICLE 1 CORPORATE NAME

The name of this corporation is **UC Law SF Foundation** (the “Foundation” or “Corporation”).

ARTICLE 2 OFFICES

Section 2.1 Principal Office

The principal office for the transaction of the business of the Corporation may be established at any place or places within outside of the State of California by resolution of the Board.

Section 2.2 Other Offices

The Board may at any time establish branch or subordinate offices at any place or places in which the Corporation is qualified to transact business.

ARTICLE 3 PURPOSES

Section 3.1 General Purposes

The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law of California (“California Nonprofit Corporation Law”) for public and charitable purposes.

Section 3.2 Specific Purposes

The specific purposes of the Corporation are:

- (a) To provide an organization for individuals and organizations dedicated to the support of the University of California College of the Law, San Francisco (“UC Law SF” or the “College”), and to provide a means for and to participate in soliciting, receiving, and making donations, including financial as well as other contributions (such as time and effort) to UC Law SF; and to make donations to, fundraise for, and otherwise support and assist UC Law SF and its students, alumni, administration, faculty, and board of directors;
- (b) To solicit, collect, receive, acquire, hold, and invest money and property, both real and personal, including money and property received by gift, contribution, bequest, or devise, provided that the Corporation may not open or hold any form of financial account except as opened or held by UC Law SF as custodian for the Corporation; to sell and convert property, both real and personal, into cash, provided that such sales and conversions are executed by UC Law SF or its authorized designee as custodian for the Corporation; and to use funds of the Corporation and the proceeds, income, rents, issues, and profits derived from any property of the Corporation for any of the purposes described in this Article;
- (c) To do all things necessary and proper to facilitate and assist with the College’s establishment of scholarships and other forms of financial aid for students, research grants for students and faculty, and other grants to support and assist research projects;
- (d) To aid and support the College’s various clinical and seminar programs; and
- (e) To assist in faculty recruitment and recognition.

ARTICLE 4 LIMITATIONS

Section 4.1 Prohibition on Political Activities

The Corporation has been formed for the public and charitable purposes described in Article 3, and it is and must remain nonprofit and nonpartisan. The Corporation must not engage substantially in the carrying on of propaganda or otherwise attempting to influence legislation, and must not participate

or intervene in any political campaign (including by publishing or distributing statements) on behalf of or in opposition to any candidate for public office, or for or against any cause or measure that will be submitted for a public vote.

Section 4.2 Other Prohibited Activities

The Corporation is prohibited from engaging substantially in any activities and from exercising any powers other than those that are in furtherance of the purposes described in Article 3. Furthermore, nothing in Article 3 is intended or should be construed to allow the Corporation to engage in any activity that is not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”); or (b) by a corporation to which contributions are deductible under section 170(c)(2) of the Code.

ARTICLE 5 DEDICATION OF ASSETS

Section 5.1 Irrevocable Dedication of Property for Nonprofit Purposes

The property of the Corporation is irrevocably dedicated to public and charitable purposes. No part of the net income or assets of the Corporation will inure to the benefit of any of its directors or officers, or to the benefit of any private person; except that the Corporation is authorized and empowered to pay reasonable compensation for goods and services and to make payments and distributions in furtherance of the purposes set forth in Article 3.

Section 5.2 Distribution of Assets upon Dissolution

Upon the winding up and dissolution of the Corporation, after paying or adequately providing for payment of all debts and liabilities of the Corporation, the remaining assets shall be distributed to UC Law SF, provided that the College at such time remains a public trust and instrumentality of the State of California or has otherwise maintained its status as a tax-exempt organization to which contributions are deductible under Section 170(c)(1) of the Code or equivalent provision then in effect. If at the time of such distribution the College no longer exists or no longer qualifies to receive such assets in accordance with the above, then the remaining assets of the Corporation shall be distributed to such other fund, foundation, or nonprofit public benefit corporation that, as reasonably determined by the Board, most closely adheres to the purposes set forth in Article 3, is organized and operated exclusively for public or charitable purposes, and has established and maintained tax-exempt status under Section 501(c)(3) or an equivalent section of the Code.

ARTICLE 6 MEMBERSHIP

The Corporation will have no “members” as such term is defined by Section 5056 of the California Nonprofit Corporation Law. Nonetheless, the Corporation may from time to time, including in these bylaws, use the term “members” to refer to its directors (who also may be known as “trustees” or “board members”) and certain other persons associated with the Foundation; but no such person will be a legal member within the meaning of such Section 5056.

ARTICLE 7 DIRECTORS

Section 7.1 Powers

Subject to the provisions of the Articles of Incorporation of the Corporation, California Nonprofit Corporation Law, and all other applicable laws; the business and affairs of the Corporation will be managed, and all corporate powers exercised, by or under the direction of the Foundation board of directors (the “Board”). The Board may delegate the management of certain activities of the Corporation to any person or persons, management company, or committee, however composed, provided that such activities and affairs of the Corporation are managed, and all associated corporate powers exercised, under the ultimate direction of the Board and in furtherance of the purposes set forth in Article 3.

Section 7.2 Designation as “Trustees”

The directors of the Corporation will be most commonly known and referred to as “trustees,” and also may be referred to as “members of the Board,” or “Foundation members”; and the Board will be commonly known and referred to as the “Board of Trustees” of the Corporation.

Section 7.3 Classes and Qualifications of Trustees

The trustees of the Corporation shall comprise three classes of trustees with the power and authority to vote on matters before the Board (“voting trustees”): appointed trustees, elected trustees, and one ex officio trustee. At any time following the successful completion of a voting trustee’s term or terms of service, and otherwise in accordance with these bylaws, each such trustee will become eligible to serve as an honorary trustee, as set forth in detail below. Candidates for positions as appointed trustees and elected trustees may be drawn from past or prospective donors to the Corporation and from former officers of the Corporation who have demonstrated and continue to demonstrate a close affinity to the purposes described in Article 3, along with the capacity and willingness to serve and participate as a member of the Board. All such candidates will be subject to a reasonable evaluation of character and fitness to be conducted by the Nominating Committee or its designee, after which such candidates will be presented to the Board as nominees for consideration, to be elected by the Board or recommended for appointment by the UC Law SF Board of Directors, as applicable. In addition to meeting general participation requirements as established by the Board from time to time; for each fiscal year during a trustee’s term of service, each such appointed and elected trustee shall make a contribution to the Corporation in an amount not less than the minimum annual contribution agreed and established by the Board for the then-current term.

7.3.1 Appointed Trustees

Appointed trustees must comprise 50% plus 1 of the Foundation’s authorized voting Trustees (e.g., if the Board has 49 voting trustees, then 25 of them must be appointed trustees). Such trustees shall be appointed by UC Law SF through action of the UC Law SF Board of Directors; and may be removed at any time by action of the UC Law SF Board of Directors. To the extent consistent with the Operating Agreement between the College and the Foundation (“Operating Agreement”), and in keeping with all applicable orders and governing documents, the UC Law SF Board of Directors may from time-to-time delegate its authority to appoint and remove trustees to the Chancellor and Dean. The Board may request that the UC Law SF Board of Directors (via the Chancellor and Dean as permissible) use reasonable efforts to appoint the requisite number of appointed trustees as soon as practicable after the last Board meeting of each fiscal year, to begin their service at the start of the next fiscal year. In addition, the Board may make such a request at any other time as reasonably necessary to replace an appointed trustee who has resigned or been removed before the end of the then-current term, including appointment of any number of honorary trustees or previous officers of the Corporation who have become eligible to re-join the Board as voting trustees in accordance with sections 7.4 and 7.5 below.

7.3.2 Elected Trustees

Elected trustees shall comprise (a) trustees duly elected by and actively serving on the Board pursuant to the terms of these bylaws; (b) trustees actively serving as officers of the Corporation whose “regular” terms as elected or appointed trustees have expired; (c) if not already an elected trustee, then the Immediate Past President of the Corporation; and (d) any former officer of the Corporation no longer serving as an officer who confirms an interest in continuing to serve or re-joining the Board, provided that the balance of appointed to elected trustees comports with the requirements of these bylaws, and that the number of former officers not otherwise falling into categories (a) or (c) above does not exceed eight. In the event that more than eight such former officers should express an interest in continuing to serve or re-joining the Board, then the slate of all such candidates shall be presented to the Board for a vote, at which time the Board may elect up to eight former officers to serve as elected trustees in this final category.

7.3.3 Ex Officio Trustee

The ex officio trustee shall be the person then in office as Chancellor and Dean of UC Law SF, with no other limit on the ex officio trustee's term of service. The ex officio trustee will not be considered an appointed trustee or an elected trustee, but will have and maintain full voting rights throughout such term of service.

Section 7.4 Numbers of Trustees

The Nominating Committee is charged with achieving the appropriate number and balance of appointed and elected trustees at the commencement of each fiscal year, and will use reasonable efforts to maintain such numbers by initiating requests for interim appointments or elections as may be necessary and appropriate throughout the year.

7.4.1 Voting Trustees

The Board shall maintain an odd number of voting trustees, exclusive of the ex officio trustee. The total number of appointed plus elected trustees must be not less than 21 or more than 49, and the Board may from time to time set an exact number in accordance with these bylaws.

7.4.2 Honorary (Nonvoting) Trustees

Honorary trustees may comprise any number of (a) former voting trustees; (b) long-serving former trustees or past officers on whom the Board has conferred status as "trustees emeritus"; and (c) other benefactors of the College whom the Board may wish to recognize with honorary status; provided that each such honorary trustee has been duly elected, appointed, or otherwise designated, and confirms an interest in serving and making contributions to the Corporation without having the right to vote on matters before the Board. Honorary trustees will be expected to meet the same annual contribution minimums applicable to voting trustees; and will be invited to attend Board meetings and functions, serve on any number of committees, and otherwise participate in Board events. However, attendance at such meetings and participation in such other activities and events will remain optional for the duration of an honorary trustee's term of service. There will be no limit on the number of honorary trustees permitted to serve at any given time, and no limit on the length of an honorary trustee's term of service, provided that each such honorary trustee continues to fulfill the obligations and meet the criteria set forth in these bylaws. Subject to the limitations set forth below, honorary trustees who have previously served as voting trustees will be eligible to rejoin the Board as elected or appointed trustees, if and as desired by the honorary trustee and approved by the Board, taking into consideration the number of vacancies to be filled, the needs of the Foundation, and all applicable requirements.

Section 7.5 Terms of Service—Appointed and Elected Trustees

7.5.1 Standard Term

The standard term of service of a voting trustee appointed or elected to the Board in accordance with section 7.3.1 or 7.3.2 will be three years. Each such term will commence on or as soon as practicable after the first day of the College's fiscal year (currently July 1) immediately following the meeting of the Board at which such trustee-nominee is elected or recommended for appointment; and will expire at the end of the College's third fiscal year (currently June 30) following such election or recommendation for appointment.

7.5.2 Out-of-Cycle Appointment or Election

In the case of an out-of-cycle appointment or election of a voting trustee, as may be necessary or desired from time to time to fill a vacancy, then the first term for such trustee may be extended or truncated by up to six months, in the Board's reasonable discretion, such that the trustee's first term will conclude at the end of the fiscal year that falls closest to the third anniversary of such election or appointment.

7.5.3 Activities Pending Appointment

From time to time, the Board may provide an orientation session for new trustees or otherwise may conduct Board business on a date that falls after the Board has voted to recommend a nominee for appointment but prior to that appointment's becoming effective. In such cases, the nominee awaiting appointment will be permitted to attend and participate in such orientation session or other Board event. However, no such activity will confer official trustee status on the nominee, and the nominee will not be permitted to assume or claim such status or to vote on any matter presented to the Board unless and until the pending trustee-appointment has been made official by action of the UC Law SF Board of Directors or its authorized designee

7.5.4 Limits on Consecutive Terms; Exceptions

All voting trustees appointed or elected under section 7.3.1 or 7.3.2 are permitted to serve continuously for a maximum of two consecutive terms. At the conclusion of the second term, each such trustee will have the option to assume "honorary" status, or in the alternative, to take a hiatus from the Board; in either case for a minimum of one year. At the conclusion of that one-year period, the former voting trustee again will be eligible for appointment or election to return to the Board as a voting trustee for the commencement of a new term (which for purposes of calculating term limits under this section will be regarded as a "first" term). Any such return to voting status will be subject to agreement by the former voting trustee and the Board, taking into consideration the number of vacancies to be filled, the needs of the Foundation, and all applicable qualifications and requirements for service as a voting trustee. Notwithstanding the above, a voting trustee who, at the conclusion of that trustee's second consecutive term, is still actively serving as an officer of the Corporation or chair of a Board committee, will be eligible to continue such service as a voting trustee for up to four consecutive terms, if and as appropriate to enable such trustee to complete the term of office or otherwise to provide continuity of leadership to the Board or its respective committee. In addition, all trustees who have been elected as officers of the Corporation and have served at least one such term in office will be eligible to remain on or re-join the Board as voting trustees for an unlimited number of terms, running consecutively or otherwise, provided that each such term of service comports with the requirements set forth in section 7.3.

Section 7.6 Regular Meetings

Each fiscal year, the Board shall hold at least one meeting, at a time and place fixed by the President or the Secretary, for purposes that may include conducting elections, reviewing financial information, assessing progress on various initiatives of the College and the Foundation, setting goals and objectives for the coming fiscal year, and transacting other business in furtherance of the purposes set forth in Article 3. That meeting may be referred to as the "annual meeting," and ordinarily will be held during the last month of the fiscal year (currently June). Other regular meetings of the Board may be held at such times and places as the Board may determine from time to time in accordance with the notice provisions set forth below.

Section 7.7 Special Meetings

Special meetings of the Board for any purpose may be called at any time by an officer of the Corporation, or by any five voting trustees.

Section 7.8 Place of Meetings

Regular and special meetings of the Board may be held at any place within or outside the State of California that has been designated in the notice of the meeting. If there is no such notice, then the meeting shall be held at the principal office of the Corporation.

Section 7.9 Remote or In-Person Attendance

Trustees may attend meetings in-person, at the location designated in the notice, or by video-conference, telephone, or other communications technology permitted by California Nonprofit Corporation Law, as long as all trustees participating in the meeting can communicate with one another concurrently and all other requirements are satisfied. All such trustees shall be deemed to

be present in person at such meeting. A majority of the voting trustees attending, whether or not a quorum is present, may adjourn any meeting to another time and place.

Section 7.10 Notice of Meetings

Notice of the date, time, and place of all regular and special meetings of the Board shall be given to each trustee by one of the following methods and delivered no less than 48 hours in advance of each such meeting: personal delivery of oral or written notice; first-class mail to the trustee's home or office address; telephone, including by voicemail message; facsimile transmission; e-mail; text-message; or any other means of electronic communication or messaging technology provided by or agreed to by the trustee for the purpose of receiving such notices. In addition, notices of the annual meeting and other regular meetings may be given in the form of a master calendar or event schedule that includes the date, time, and place of any or all such meetings for the coming fiscal year or any extended period. A meeting notice need not specify the business to be conducted, except to the extent that such business includes the election of new trustees or officers, or the presentation of amendments to these bylaws for a vote by the Board.

Section 7.11 Waiver of Notice

The transactions of any of meeting of the Board, however called and noticed and wherever held, will be as valid as though taken at a meeting duly held after regular call and notice, provided that a quorum is present, and that, either before or after the meeting, each of the trustees who will not be present or was not present at the meeting signs a written waiver of notice, a consent to holding the meeting, or an approval of the minutes. Such waiver of notice or consent need not specify the purpose of the meeting; but all waivers, consents, and approvals must be filed with the corporate records or made a part of the minutes of such meeting. A trustee may protest a lack of proper notice only by presenting a written protest addressed to the secretary and delivered in person or by email, or sent by first-class mail or facsimile to the principal office address or fax number of the Corporation; but there will be no failure of notice and no cause for protest by any trustee who attends a meeting without having protested the lack of proper notice either before or at the commencement of such meeting.

Section 7.12 Quorum and Actions of the Board

7.12.1 Quorum

A simple majority of voting trustees constitutes a quorum for the transaction of business, except to adjourn a meeting as provided above.

7.12.2 Voting Requirements for Valid Board Action

Every act taken or decision made by a vote of the majority of the trustees present at a meeting duly held at which a quorum is present shall be deemed the act of the Board, unless a greater number is expressly required by California Nonprofit Corporation Law, the Articles of Incorporation, or these bylaws. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of trustees from the meeting, if any action taken is approved by at least a majority of the required quorum for that meeting.

7.12.3 Actions Requiring a Majority of all Voting Trustees

Certain Board actions will require a vote by a majority of all voting trustees in order for such action to be effective, including (a) approval of transactions in which a voting trustee has a direct or indirect material financial interest (provided that the votes of interested trustees are not counted); (b) creation of committees (but not advisory committees); and (c) removal of a trustee without cause.

Section 7.13 Actions Taken without a Meeting

Any action required or permitted to be taken by the Board may be taken without a meeting if all of the voting trustees then serving (with the exception of any interested trustees)—individually or collectively—consent in writing to the action; provided that the total number consenting constitutes a quorum. Such written consent may be transmitted to the President or Secretary or to an

authorized designee, and may be made by personal delivery, first-class mail, facsimile, email, text message, or any other electronic means satisfactory to the President, and shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as a vote of such trustees taken at a meeting.

Section 7.14 Vacancies

7.14.1 Events Causing Vacancy

A vacancy or vacancies on the Board shall be deemed to exist on the occurrence of the following: (a) the death, resignation, or removal of any elected or appointed voting trustee; (b) the Board's authorization of an increase in the total number of voting trustees; or (c) at any other time in which the total number of elected and appointed voting trustees is less than the maximum number then-authorized by the Board.

7.14.2 Removal for Cause

The Board may take action by majority vote to remove for cause (directly in the case of an elected trustee, and by request to the UC Law SF Board of Directors in the case of an appointed trustee) and declare vacant the seat of any trustee who has been declared of unsound mind by a judicial authority, convicted of a felony, disciplined by the bar of any state in which the trustee is licensed, or found by final order or judgment of a court to have breached a duty under California Nonprofit Corporation Law. The Board may take similar action to remove for cause and declare vacant the seat of any voting trustee who, without good cause, fails to attend two meetings of the Board in a fiscal year or five meetings of the Board in a three-year period. Good cause for an absence may include such things as temporary illness of the trustee or a close family member, a required appearance by the trustee before a court or administrative body, and other extraordinary events beyond the trustee's control that would preclude all authorized means of attendance; and will be subject to the reasonable evaluation and final determination by the Executive Committee.

7.14.3 Failure to Meet Requirements or Maintain Qualifications

The Foundation, via its Executive Committee, will cause to be distributed to all nominees and active voting trustees a copy of the expectations and requirements then-applicable to voting trustees and supplemental to these bylaws, including such things as attendance- and participation-expectations and minimum annual contribution requirements. From time to time, the Board may take action to implement material changes to those expectations or requirements; but no such change will take effect or be enforced against a then-active voting trustee until the commencement of such trustee's new term, if and as applicable. However, the Board may, at any time, take action as set forth above to remove for cause and declare vacant the seat of a voting trustee who fails to meet the Foundation's minimum annual contribution requirements and does not make up for such shortfall in the following fiscal year; or who otherwise fails to maintain any requisite qualification or to meet any expectation or requirement in effect at the beginning of the trustee's then-current term.

7.14.4 Resignation

A trustee may resign by giving written notice to the President, the Secretary, or the Board. Such written resignation will be effective on the date it is delivered or the date specified in the written notice, whichever is later. No trustee may resign if the Corporation would then be left without a duly elected trustee in charge of its affairs, except upon notice to the California Attorney General.

7.14.5 Elections and Appointments to Fill Vacancies

The Board will use reasonable efforts to fill vacancies, but will have no obligation to do so except as necessary to attain the minimum number of voting trustees or otherwise to meet the requirements regarding the balance of appointed and elected trustees. If such a vacancy should occur, whether created by the removal or resignation of a trustee or the expiration of a trustee's term, or where there is existing unfilled capacity that the Board then desires and is able to fill without exceeding the maximum number of voting trustees set forth in these bylaws; the Board may fill such vacancy by

duly voting, as appropriate, either to elect or to request that the UC Law SF Board of Directors appoint an additional trustee as soon as practicable.

Section 7.15 Conduct of Meetings

The President will preside over meetings of the Board. If the President is absent or unable to preside, then the most senior Vice President then in attendance will preside over such meeting. The Secretary will act as secretary of all meetings of the Board, provided that, if the Secretary is absent or not able to so act, then the presiding officer will appoint another person to act as secretary of the meeting. Meetings will be governed by rules of procedure as determined and adopted from time to time by the Board, provided that such rules remain at all times consistent with these bylaws, the Articles of Incorporation, and all applicable law.

Section 7.16 Restrictions on Compensation; Interested Directors

The Corporation will not pay compensation to any trustee for services rendered to the Corporation as a director, except that the Corporation may reimburse a trustee for reasonable expenses incurred in performance of such duties, provided that such expenses are preapproved by the Board. In addition, the Corporation will not pay compensation to a trustee for rendering services in a capacity other than that of director, unless such compensation is reasonable, and further provided that not more than 25 percent of the voting trustees serving on the Board at any time are “interested persons” which, for purposes of this section, means (a) any person being compensated by the Corporation for services rendered to it within the previous 12 months, whether as a full- or part-time employee, independent contractor, or otherwise; but excluding any preapproved reimbursement paid to a trustee acting as a director; (b) any person being compensated by UC Law SF for services rendered to the College or the Corporation within the previous 12 months, whether as a professor, instructor, administrator, or staff member, and whether as a full- or part-time employee, independent contractor, or otherwise; and (c) any sibling, ancestor, descendant, spouse, sibling-in-law, child-in-law, or parent-in-law of an interested person identified in (a) or (b) above.

Section 7.17 Non-Liability of Directors

No trustee may be held personally liable for the debts, liabilities, or other obligations of the Corporation.

ARTICLE 8 COMMITTEES

Section 8.1 Committees of Trustees

The Board may, by virtue of these bylaws or by resolution adopted by a majority of then-serving voting trustees, create an Executive Committee and one or more additional committees, the members of which additional committees shall be appointed by the Executive Committee. Each such committee shall consist of two or more trustees, including at least one committee chair, to serve at the discretion of the Board. Each committee may adopt rules, hold meetings, and conduct business in a manner that is not inconsistent with these bylaws; but may exercise only those powers that have been expressly and lawfully granted by the Board. The Board may, at any time, revoke or modify any or all of the authority delegated to a committee, increase or decrease the number of members of a committee, or appoint trustees to fill vacancies in a committee. Committee chairs shall report to the Board regarding its activities and progress at a regular or special meeting, or otherwise from time to time as the Board may require.

By virtue of these bylaws, the Board has created and shall maintain six standing committees; and from time to time may create any number of ad hoc or other committees in accordance with this Section. The standing committees are as follows:

8.1.1 Executive Committee

The Executive Committee comprises all of the elected officers of the Board then-serving in such positions, which shall include the President, as many as three Vice Presidents, the Secretary, and the

Treasurer of the Corporation. The Executive Committee shall facilitate the administration and execution of Board business, including through implementation of the policies and objectives of the Foundation in keeping with the specific purposes set forth in Section 3.2; development of strategies, policies, agendas, and proposals for Board consideration; appointment of committee chairs and committee members; and general leadership and service to the Board and the Foundation.

8.1.2 Finance Committee

The Finance Committee shall prepare and submit annually to the Board for approval an operating budget ("Annual Budget") that outlines the spending plan for the upcoming fiscal year, based on data provided to the Corporation by the College. Among other things, the Annual Budget will include a block grant from the Corporation to UC Law SF to support the College's alumni office and non-state costs associated with institutional advancement; a block grant from the Corporation to UC Law SF to support the College's administrative and other support costs; funding for special events, donor cultivation, and audit and tax reporting by the Corporation; an operating reserve; and funding for other programs based on the Chancellor and Dean's priorities as presented to and approved by the Board. The Annual Budget must be approved by the Chancellor and Dean before it becomes effective. The chair or co-chairs of the Finance Committee, with the approval of the Executive Committee, will have the power to appoint an Audit Subcommittee, if and as reasonably necessary to carry out the activities described herein.

8.1.3 Fundraising Committee

The Fundraising Committee is charged with the development and implementation of strategies to further of the specific purposes of the Corporation as set forth in Section 3.2; in particular, by leading various fundraising initiatives to advance the priorities and objectives of the Foundation. To facilitate those initiatives, the chair or co-chairs of the Fundraising Committee, with the approval of the Executive Committee, will have the power to create and appoint ad hoc subcommittees and associated subcommittee-chairs to lead specific and targeted fundraising efforts, which may include such things as estate and legacy gift-planning, classmate- and corporate-outreach programs, special events, and other programs as may be established from time to time by the Board to enhance its fundraising efforts.

8.1.4 Nominating Committee

The Nominating Committee is dedicated to the preservation and growth of the Board, and shall lead the Board's ongoing efforts to identify, develop, and recruit qualified candidates to join the Board as voting trustees, including by conducting a reasonable evaluation of the character and fitness of each such candidate to serve on the Board. The Nominating Committee also shall facilitate the Board's leadership-succession-planning and associated recruitment of trustees to serve as officers of the Corporation. To those ends, the Nominating Committee shall present to the Board for review prior to each annual meeting (and as otherwise may be necessary to fill a vacancy) a slate of qualified trustee-nominees on which the Board then will be called to vote at such meeting to duly elect or approve the appointment of each such nominee to serve as a trustee for the upcoming term. In addition, the Nominating Committee shall present to the Board for review every two years, prior to that year's annual meeting (and as otherwise may be necessary to fill a vacancy), a slate of qualified candidates on which the Board then will be called to vote at such meeting to elect each such candidate to assume the respective officer position at the commencement of the upcoming term.

8.1.5 Goals & Objectives Committee

The Goals & Objectives Committee shall conduct an ongoing review with periodic assessments of the goals and objectives of the Foundation, as directed by the Executive Committee, to help ensure alignment with the Board priorities set from time to time in furtherance of the purposes set forth in Article 3. The Committee shall develop a set of goals for the Board, which is expected to include such thing as (a) financial and fundraising targets; (b) trustee engagement in fundraising activities; (c) recruitment of new trustee-candidates; and (d) promotion of the Foundation's reputation and reach in the community. In addition, the Committee shall assess and develop the sustaining values

of the Board, in part by conducting periodic reviews of such things as the size and make-up of the Board, the engagement of trustees, the annual financial contribution requirement, and other commitments and participation expected of trustees. The Goals & Objectives Committee will present its findings and recommendations to the Board for review in the form of a two-year plan, which it will present to the Board every other year, prior to each annual meeting in which officers will be elected. The Board then may vote at such annual meeting to adopt the plan as recommended or with modifications as agreed, after which the Board will use the two-year plan as a guideline and directive to help the Foundation implement and achieve the stated goals and objectives.

8.1.6 Bylaws Committee

The Bylaws Committee is charged with the regular review of these bylaws to help ensure that they remain up-to-date and in compliance with California Nonprofit Corporation Law; that they continue to comport with the Articles of Incorporation and the Operating Agreement; and that they accurately reflect the purposes, goals, objectives, and functions of the Foundation and the Board. Ex-officio members of the Bylaws Committee will include the Secretary as well as the chair (or one co-chair) of the Nominating Committee; who, along with other appointees to the committee, shall conduct such a review at least once every-other year. Prior to each annual meeting in which officers will be elected, the Bylaws Committee shall analyze the results of such review, determine the need for any amendments, and prepare and draft such amendments for review by the Executive Committee and approval by the Board. The Bylaws Committee will work cooperatively with the College to help ensure alignment and consistency of the bylaws with both the Articles of Incorporation and the Operating Agreement.

ARTICLE 9 OFFICERS

Section 9.1 Required and Discretionary Positions

The officers of the Corporation shall comprise a President, a First Vice-President, a Secretary, and a Treasurer. The Corporation also may have, at the discretion of the Board, a chairperson, one or two additional vice presidents, one or more assistant secretaries, one or more assistant treasurers, and such other officers as the Board may determine from time to time.

Section 9.2 Election of Officers and Terms of Service

Officer elections will be held biannually at an annual meeting of the Corporation. Officers elected at each such meeting will serve in their respective positions for a two-year term, commencing on the first day of the fiscal year (currently July 1) immediately following such meeting. Officers will serve at the discretion of the Board until their respective successors are elected and commence to serve, except in the case of an officer's earlier resignation or removal from such office or from the Board; in which case the President may temporarily appoint a currently-serving trustee to assume the duties of the vacant office for the remainder of the term, or until Board may hold an election to fill such vacancy. The Board will elect the First Vice-President with the expectation that the First Vice-President will stand for election as President at the conclusion of the two-year term. Therefore, neither the President nor the First Vice-President will be permitted to serve consecutive terms in the same position. All other officers may be elected to hold the same office for up to three consecutive terms.

Section 9.3 Removal and Resignation of Officers

An officer may be removed, with or without cause, by action of the Board taken at a meeting, or by an officer on whom the Board has conferred such power of removal. An officer may resign at any time by giving written notice to the Corporation, via the President or Secretary. Such resignation will take effect on the date of receipt or the time specified in such notice, whichever is later; and any such resignation will be without prejudice to any rights the Corporation may have under a contract to which the resigning officer is a party.

Section 9.4 Vacancies in Offices

A vacancy in any office due to death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular elections to that office, provided that steps to fill such vacancies should be taken as soon as practicable and not on a biannual basis. In the event of a vacancy in any office other than the President, the President may make a temporary appointment to fill such vacancy. The appointee may remain in office only until the next regular meeting of the Board. Thereafter, the position may be filled only by action taken by the Board to elect a successor to the office.

Section 9.5 Responsibilities of Officers

9.5.1 President

The President is the chief executive officer of the Corporation and, subject to the direction of the Board, will preside at meetings of the Board; exercise general supervision, direction, and control of the business and officers of the Corporation; and perform such other powers and duties as may from time to time be assigned by the Board or prescribed by these bylaws.

9.5.2 Vice Presidents

The Board shall elect at least one Vice President, but also may elect one or two additional Vice Presidents, in decreasing seniority of election, to serve simultaneously. The Vice Presidents in order of First Vice-President, Second Vice-President, and Third Vice-President, shall, in the absence or disability of the President (or more senior Vice-President as the case may be), perform all the duties of the President and, when so acting, have all the powers of and be subject to all the restrictions upon the President. Each Vice President will have such other powers and perform such other duties as may be assigned by the President or prescribed by the Board from time to time.

9.5.3 Secretary

The Secretary of the Corporation is the custodian of books and records of the Corporation and is charged with the administration and oversight of Board business and record-keeping. In particular, the Secretary will assist the President in the conduct of meetings, including by facilitating compliance with notice requirements, recording attendance, and taking minutes of such meetings, all in accordance with these bylaws; and will perform such other administrative duties as assigned by the President with the consent of the Board, or as otherwise may be necessary or appropriate. The Secretary also will serve as an ex-officio member of the Bylaws Committee, with all associated responsibilities thereof. In connection with all of the above duties, the Secretary will be permitted to delegate administrative tasks of the office to certain designees of the College or the Corporation, as appropriate and duly authorized, but will be responsible for the supervision of such performance and final review of such work.

9.5.4 Treasurer

The Treasurer is the chief financial officer of the Corporation, and is responsible for the monitoring and oversight of the financial operations of the Corporation as well as all entities, designees, and agents charged with performing such functions at the behest of the Corporation. The Treasurer will work cooperatively and in conjunction with the Chief Financial Officer of the College and authorized designees in the discharge of such duties.

ARTICLE 10 CONFLICTS OF INTEREST; DUTIES OF DIRECTORS

Section 10.1 Interested-Party Transactions

Except as set forth below or expressly permitted by section 5233(b) of the California Nonprofit Corporation Law, the Corporation shall not engage in self-dealing or enter into any transaction (a) in which one or more of trustees has a material financial interest; or (b) with any corporation, firm, association, or other entity in which one or more trustees has a material financial interest.

- Section 10.2 Authorized Transactions with Interested Parties
The Corporation may engage in self-dealing and enter into a transaction with an interested party if the Board determines in advance of such transaction that (a) the Corporation is entering into the transaction for its own benefit; (b) the transaction is fair and reasonable to the Corporation at the time; and (c) prior to authorizing or approving the transaction, the Board considers, and after a reasonable investigation determines in good faith that the Corporation could not obtain a more advantageous arrangement with reasonable effort under the circumstances. Before entering into any such transaction, the Board must authorize or approve the transaction in good faith and with knowledge of all material facts concerning the transaction and the interest of the trustee in the transaction, by taking a vote of a majority of trustees then in office (without counting the vote of any interested trustees). In addition, the minutes of the Board meeting at which such action was taken must duly reflect that the Board considered and made the findings described in this section with respect to the transaction.
- Section 10.3 Material Financial Interests; Exceptions
A trustee will not be deemed to have a “material financial interest” if the contract or transaction at issue is part of a public or charitable program of the Corporation for which (a) the Corporation has approved or authorized the transaction in good faith and without unjustified favoritism; and (b) the transaction results in a benefit to one or more trustees or their families only because they are in the class of persons intended to be benefited by the program. In addition, an interested trustee will not be deemed to have a material financial interest where such trustee has no actual knowledge of the transaction, and the transaction does not exceed the lesser of one percent of the gross receipts of the Corporation for the preceding year or \$100,000.
- Section 10.4 Loans to Directors
Except as expressly permitted by section 5236 of the California Nonprofit Corporation Law, or approved by the Attorney General, the Corporation shall not make any loan of money or property to a trustee, or guarantee the obligation of any trustee. The Corporation may advance money to a trustee for expenses reasonably anticipated to be incurred in the performance of the trustee’s duties as director or officer, provided that the trustee would otherwise be entitled to be reimbursed for such expenses by the Corporation.
- Section 10.5 Duty of Loyalty; Construction with Article 11
Nothing in this Article is intended or should be construed to compromise or detract in any way from the absolute duty of loyalty that every trustee owes to the Corporation. Furthermore, nothing herein is intended or should be construed to override or amend any provisions of Article 11. Any conflict between the two articles will be resolved in favor of Article 11.
- Section 10.6 Other Conflicts; Interests Adverse to the Corporation
In addition to the interested-party transactions contemplated herein, a trustee will be deemed to have an interest in conflict with that of the Corporation where such trustee takes a legal or financial position that is directly adverse to the Corporation or the College or that may impair or compete directly with the interests of the Corporation or the College. To that end, and to avoid even the appearance of a conflict, trustees shall refrain from soliciting, receiving, or accepting any gift, favor, service, accommodation, or other item of value from which it might reasonably appear or be inferred that such action or item of value was offered or given for the purpose of influencing the trustee in the discharge of such trustee’s duties as director or officer of the Corporation, or in return for exercising influence or authority with respect to a matter affecting the Corporation or the College. Nothing in this section is intended or should be construed to restrict the ability of a trustee to accept an item of nominal value or any ceremonial gifts or awards presented to trustees from time-to-time in recognition of their service on the Board.

Section 10.7 Duty to Disclose Actual and Potential Conflicts and Adverse Interests
Trustees are obligated to make appropriate disclosures of all material facts, including the existence of any relevant financial or legal interest, at any time that an actual or potential conflict or adverse-interest arises. This disclosure obligation includes instances in which a trustee is aware of a potential transaction involving the interests of the trustee. It also includes instances in which a trustee plans not to attend a meeting of the Board or a committee at which such trustee has reason to believe that the Board or committee will act regarding a matter about which such trustee may have a conflict. Such disclosure may be made to the President, the First Vice President, or the Secretary, or, if the potential conflict-of-interest first arises in the context of a Board or committee meeting in which the subject transaction or arrangement is being considered, the trustee may make such disclosure to all trustees present at such meeting. In addition, where reasonably practicable, the interested trustee will take steps and will work cooperatively with the Board to resolve any such conflict and mitigate any adverse interest.

ARTICLE 11 INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 11.1 Scope of Indemnification in Third-Party Proceedings
The Corporation shall indemnify each trustee, whether or not then in office, who by reason of the trustee's service in the capacity of director or officer of the Corporation, was or is a party, or is threatened to be made a party, to any proceeding or action other than an action brought by or on behalf of the Corporation; for all expenses (including attorneys' fees), judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such third-party proceeding, whether civil, criminal, administrative, or investigative; provided that the trustee acted in good faith and in a manner the trustee reasonably believed to be in the best interests of the Corporation, and in the case of a criminal proceeding, had no reasonable cause to believe the conduct was unlawful. The termination of any such proceeding by judgment, order, settlement, conviction, or plea of *nolo contendere* or its equivalent will not serve to create a presumption against the trustee with respect to the requirements set forth above.

Section 11.2 Scope of Indemnification in Proceedings by or on Behalf of the Corporation
The Corporation shall indemnify each trustee, whether or not then in office, who by reason of the trustee's service in the capacity of director or officer of the Corporation, was or is a party, or is threatened to be made a party, to any proceeding or action brought by or in the right of the Corporation seeking judgment in its favor; brought under section 5233 of the California Nonprofit Corporation Law for violation of the prohibition against self-dealing; or brought by the Attorney General or a person granted relator status by the Attorney General for a breach of duty associated with to assets held in charitable trust; for all expenses (including attorneys' fees) actually and reasonably incurred in connection with the defense or settlement of such action; provided that the trustee acted in good faith, in a manner the trustee reasonably believed to be in the best interests of the Corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances.

Section 11.3 Applicability and Limitations

11.3.1 Successful Defense by Trustee
To the extent that a trustee has been successful on the merits in the defense of any proceeding referenced in this article, or in the defense of any claim, issue, or matter therein, the Corporation shall indemnify the trustee against all expenses actually and reasonably incurred by the trustee in connection with such defense.

11.3.2 Settlement of Claims Brought by or on Behalf of Corporation
The Corporation will have no duty to indemnify a trustee for any amounts paid to settle or otherwise dispose of an action brought by or on behalf of the Corporation. Moreover, where such settlement or disposition has not received court approval, the Corporation will have no obligation to indemnify

the trustee for expenses reasonably incurred in the defense of such proceeding unless the Attorney General has approved such settlement.

11.3.3 Liability of a Trustee

If a trustee is adjudged to be liable to the Corporation in the course of performance of the trustee's duties as director or officer, the trustee will receive no indemnification for any amounts paid pursuant to the judgment. However, the Corporation will be obligated to indemnify the trustee for expenses actually and reasonably incurred in connection with the defense of such action, if the trustee's actions were taken in good faith; and the presiding court determines that indemnification is warranted and that the Corporation should reimburse the trustee for any or all such expenses in view of all of the circumstances of the case.

Section 11.4 Determination of Good-Faith Conduct

Where the indemnification granted to a trustee is contingent upon the trustee's having acted in good faith or otherwise exercised a certain standard of care in serving as a director or officer of the Corporation, the matter of such conduct must be assessed, and a positive finding determined, before any payment or reimbursement may be issued to the trustee. Such assessment and determination may be made by the Board, by a majority vote of a quorum of trustees who are not parties to the proceeding; or by the court in which the proceeding is or was pending, by application of the Corporation, trustee, attorney.

Section 11.5 Exclusions

No indemnification or advance of expenses is permitted under this Article, except as provided in section 12.3.1 (Successful Defense by Trustee) or where the presiding court has made a finding of good faith conduct by the trustee as set forth in section 12.4(b), in any circumstance in which it appears that (a) the indemnification or advance would be inconsistent with the Articles of Incorporation or with an agreement in effect at the time of accrual of the relevant cause of action that prohibits or otherwise limits indemnification; or (b) that the indemnification would be inconsistent with any condition expressly imposed by a court in approving a settlement of the claims at issue.

Section 11.6 Advance of Expenses

Expenses incurred in defending any proceeding may be advanced by the Corporation before the final disposition of the proceeding on receipt of an undertaking by or on behalf of the trustee to repay the amount of the advance unless it is determined ultimately that the trustee is entitled to be indemnified as authorized in this Article 11.

Section 11.7 Contractual Indemnity Rights of Third Party

Nothing in this Article will apply to or otherwise affect any right to indemnification to which persons other than trustees of the Corporation may be entitled, by contract or otherwise.

Section 11.8 Insurance

The Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any trustee acting in the capacity of a director or officer of the Corporation against any liability asserted against or incurred by the trustee in such capacity, or arising out of the trustee's status as such, whether or not the Corporation would have the power to indemnify the trustee against such liability under the provisions of this Article 11. However, the Corporation will have no power to purchase or maintain insurance to indemnify a trustee for violation of the prohibition against self-dealing as set forth in section 5233 of the California Nonprofit Corporation Law.

ARTICLE 12 RECORDS, REPORTS, AND INSPECTION RIGHTS

Section 12.1 Records

The Corporation shall keep at its principal office the originals or copies of the Articles of Incorporation and Bylaws as amended to date; adequate and correct books and records of account; and a copy of its federal tax exemption application and, for three years from their respective dates of filing, its annual information returns. The corporation also shall keep at such office the minutes of the proceedings of the Board, including a record of actions taken by the Board and its committees. The minute book may be kept either in written form or in any other form capable of being converted into clearly legible tangible form.

Section 12.2 Annual Report

The Corporation shall deliver annually to each trustee a report containing the following information:

- (a) The assets and liabilities of the Corporation, including trust funds, as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the fiscal year; and
- (d) The expenses or disbursements of the Corporation, for both general and restricted purposes during the fiscal year.

The annual report shall be accompanied by a report of independent accountants on which the annual report is based, or, if there is no such report, the certificate of an authorized officer of the Corporation that such statements were prepared without audit from the books and records of the Corporation.

Section 12.3 Trustees' Rights of Inspection

Every Trustee shall have the absolute right at any reasonable time to inspect the books, records, documents of every kind, and physical properties of the Corporation. The inspection may be made in person or by an agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

ARTICLE 13 TRANSFER OF RECEIPTS, MAINTENANCE AND AUDIT OF RECORDS

In order to facilitate the dedication of the funds of the Corporation to the purposes set forth in Article 3, the financial operations of the Corporation—including the receipt and disbursement of funds, and the maintenance and audit of appropriate records and books of account—shall be conducted in accordance with the terms of the Operating Agreement, as may be reviewed and amended by the parties from time to time as appropriate.

ARTICLE 14 ENDORSEMENT OF DOCUMENTS; FINANCIAL INSTRUMENTS

Section 14.1 Contracts; Evidence of Indebtedness

The Board may by resolution expressly authorize an officer or agent of the Corporation, or such other party as it reasonably deems appropriate, to enter into agreements or to undertake certain operational responsibilities in furtherance of the purposes of the Corporation; which may include such things as the execution and delivery of checks, drafts, and orders for the payment of money, as well as notes and other evidence of indebtedness issued in the name of or payable to the Corporation. Any such grant of responsibility by the Board may be general or confined to specific instances or functions on behalf of the Corporation.

Section 14.2 Deposits

All funds and securities of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as designated by the UC Law SF Board of Directors.

Section 14.3 Gifts

The Board may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the charitable or public purposes of the Corporation.

ARTICLE 15 CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions of California Nonprofit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the above, the singular number includes the plural, the plural number includes the singular, and the term “person” includes both legal entities and natural persons. All references to statutes, regulations, and laws will be deemed to include any future statutes, regulations, and laws that replace those referenced.

ARTICLE 16 AMENDMENTS

The Board may adopt, amend or repeal bylaws. Such power is subject to the following limitations:

- (a) Where any provision of these bylaws requires the vote of a larger proportion of trustees than otherwise is required by law, such provision may not be altered, amended, or repealed except by the vote of such greater number.
- (b) No amendment may extend the term of a trustee beyond that for which such trustee was elected or appointed.
- (c) No amendment may add a provision that is in conflict with law or the Articles of Incorporation or Operating Agreement.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of **UC LAW SF FOUNDATION**, a California nonprofit public benefit corporation; that these bylaws, consisting of 16 pages, are the amended and restated bylaws of this Corporation, as adopted by the Board of Directors and effective as of _____, 2024; and that these bylaws have not been amended or modified since that date.

Executed on _____ at San Francisco, California.

Tracy Jolles Holland
Secretary

University of California
College of the Law, San Francisco

BY-LAWS

Adopted December 15, 1989
Amended June 15, 2001
Amended March 5, 2004
Amended March 11, 2005
Amended October 4, 2013
Amended December 6, 2013
Amended December 5, 2014
Amended March 2, 2018
Amended March 10, 2022
Amended June 9, 2023
Amended [March __, 2025]

BY-LAWS
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Commented [MOU1]: To be updated once proposed changes are finalized.

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BY-LAW 1

NAME AND PURPOSE

1.1. Name and Purpose.

The name of this Board is the Board of Directors of the University of California College of the Law, San Francisco. The business and affairs of the University of California College of the Law, San Francisco shall be managed by and under the direction of the Board of Directors of the University of California College of the Law, San Francisco, except as may be otherwise provided in the Standing Orders or these By-Laws. It is intended that these By-Laws be consistent with the requirements of applicable accrediting bodies and with applicable laws of the United States and the State of California.

BY-LAW 2

SEAL

2.1. Design.

The seal of the Board of Directors of the University of California College of the Law, San Francisco shall be of the following form and design:



2.2. Board Use.

The seal shall be used in connection with the transaction of business of the Board of Directors of the University of California College of the Law, San Francisco. The seal may be affixed by the Secretary on any document signed on behalf of the Board pursuant to its directives.

2.3. Official Use.

The Chancellor and Dean has the authority to permit the use of the seal for official purposes.

BY-LAW 3

UNOFFICIAL USE OF NAME AND SEAL

3.1. Unofficial Seal.

A modified design of the corporate seal may be used as a symbol of the University of California College of the Law, San Francisco with the permission of the Chancellor and Dean, for any official purpose or in connection with alumni, student or public projects.

3.2 Unofficial Name.

A modified version of the corporate name may be used to represent the University of California College of the Law, San Francisco with the permission of the Chancellor and Dean, for any official purpose or in connection with alumni, student or public projects.

BY-LAW 4

AUTHORITY

4.1. Authority.

The authority of this Board derives from the California Statutes, 1877-78, Chapter 351; the Constitution of the State of California (Article IX, Section 9); and the Government Code, the Code of Civil Procedure, and Sections 92200-92215 of the Education Code.

BY-LAW 5

COMPOSITION, TERMS AND POWERS

5.1. Composition.

The governing Board of the College shall consist of eleven (11) Directors.

5.2. Appointments.

Vacancies occurring in the Board shall be filled upon appointment by the Governor, confirmation by a majority of the membership of the Senate, and by a majority vote of the Directors.

5.3. Resignation

A Director may resign at any time by giving written notice to the Chair of the Board and the Secretary. The resignation shall be effective at the time specified in such notice, and, unless otherwise specified therein, the acceptance of the resignation shall not be necessary to make it effective.

5.4 Terms.

All Directors shall serve for terms of twelve (12) years. Notwithstanding the foregoing, any Director in office on January 1, 2023 who was not appointed by the Governor shall be limited to a six-year term from January 1, 2023, to January 1, 2029, inclusive.

5.5. Powers.

(a) The Directors shall act only at meetings called and held as provided in these By-Laws. They shall be vested with all authority necessary to manage the affairs of the College, subject only to applicable law.

(b) The Directors shall be vested with legal title to, and the management and disposition of, the property of the College and of the property held for its benefit. They shall have the power without restriction to take and hold, either by purchase or gift, testamentary or otherwise,

or in any other manner, all real and personal property for the benefit of the College or incidental to its conduct; provided, however, that sales of College real property shall be subject to such competitive bidding procedures as may be required by statute. The Board shall also have all the powers necessary or convenient for the effective administration of its trust, including the power to sue and to be sued, to use a seal, and to delegate to its Committees, to the administration, or to the faculty of the College as it may deem wise. The College shall be entirely independent of all political or sectarian influence and kept free therefrom in the appointment of its Board of Directors and in the administration of its affairs.

5.6. Determinative Vote.

Except as otherwise specifically provided in these By-Laws, all matters coming before the Board or a Committee thereof at which a quorum is present for determination shall be determined by a majority vote of those present, including the Chair of the Board or of a Committee thereof, as applicable.

5.7. Roll Call Vote.

Upon the demand of any Director, a vote by the Board shall be by a call of the roll.

5.8. Suspension of the By-Laws and Standing Orders.

Any provision of the By-Laws or Standing Orders may be suspended in connection with the consideration of a matter before the Board by a unanimous vote of those present.

BY-LAW 6

SPECIAL PROVISIONS, RELATING TO DIRECTORS

6.1. Compensation of Directors.

No Director shall receive salary or other compensation for services as a Director. No Director shall be eligible for appointment to any position in connection with the College for which a salary or other compensation is paid. Upon request, a Director may be reimbursed for actual expenses incurred by reason of attendance at any meeting of the Board or a Committee thereof or in the performance of other official business of the College. No Director shall make or participate in making a decision affecting the College in which the Director knows or has reason to know that he or she has or will have a financial interest.

6.2. Gifts, Contracts and Grants.

Except when specifically authorized by the Board, no Director shall make or enter into any contract, commitment, or other undertaking on behalf of the College, accept or agree to undertake the administration of any gift or grant offered to the College, or undertake or agree to undertake the management, disposition, or expenditure of any fund provided to be used for the benefit of the College.

6.3. Services on College Committees.

Except when specifically authorized by the Board, no Director shall serve on a College administrative, advisory or faculty committee, organization, or board.

BY-LAW 7

COMMITTEES OF THE BOARD

7.1. Executive Committee.

(a) The Executive Committee shall be composed of the Chair of the Board, the Vice Chair, and the chairs of each of the Standing Committees. ~~The immediate past Chair shall be an ex-officio member of the Executive Committee if he or she is a current Director. The ex-officio member shall not count toward the quorum and shall not be entitled to vote on matters before the Executive Committee.~~

(b) The Executive Committee shall have full power to act on behalf of the Board in matters of urgency referred to it by any Director or Officer of the College. Any action taken by the Executive Committee shall be reported to and ratified by the Board at its next meeting following such action.

7.2. Standing Committees.

(a) To facilitate consideration of the business and management of the Board and of the College, Standing Committees are established as hereinafter set forth. Unless otherwise specifically delegated and except as otherwise provided herein, authority to act on all matters is reserved to the Board, and the duty of each Standing Committee shall be only to consider and to make recommendations to the Board upon matters referred to it by the Chair of the Board, the Board, or the administration. Once the Standing Committee votes to approve an action item, the item shall be placed on a consent calendar and reported to the full Board to be voted upon with other such items unless one or more Directors requests to remove an item from the consent calendar for independent consideration and vote.

(b) The following shall be the Standing Committees of the Board:

Committee on Educational Policy

Committee on Finance

Committee on Advancement and Communications

(c) Each Standing Committee shall have at least three (3) Directors as members. Only Director members may vote on matters before a Standing Committee.

(d) Standing Committee chairs and members of Standing Committees shall be appointed by the Chair of the Board. Standing Committee chairs will hold office for one (1) year from the date of appointment or until the appointment of their successors, whichever occurs later.

7.3. Special Committees.

(a) Special Committees shall be authorized and the Chair and members thereof appointed by the Chair of the Board with such powers and duties as the Board may determine.

(b) Each Special Committee shall have at least three (3) Directors as members. Only Directors members shall vote on matters before a Special Committee.

7.4. Subcommittees.

The Chair of each Standing and Special Committee may appoint subcommittees as he or she shall deem necessary or advisable for the conduct of the business of the Committee.

7.5 Standing Subcommittees.

(a) The Board may establish Standing Subcommittees to consider and advise on matters related to its functions as follows:

(1) Each Standing Subcommittee shall have at least two (2) Directors as members. Only Director members may vote on matters before a Standing Subcommittee.

(2) The Chair of the Board shall appoint Standing Subcommittee chairs and members of Standing Subcommittees. A Director shall be designated as the Chair.

(3) Unless otherwise specifically provided by the Board, Standing Subcommittee Chairs and members will hold office for one (1) year from the date of appointment, or until appointment of a successor, whichever occurs later.

(b) To assist in the oversight of the external audit review process, the Subcommittee on Audit is established to serve as the standing subcommittee to the Finance Committee as

generally set forth in By-Law 9 below.

7.6. Ex Officio Members.

The Chair of the Board, or in the absence of the Chair, the Vice Chair of the Board, shall be an ex officio member of all Standing Committees, of all Special Committees, and of all Subcommittees, including Standing Subcommittees. Such ex Officio members shall not be included in the limitation on membership set forth in 7.2(c) and 7.3(b). Ex officio members of the Board Standing Committees and Standing Subcommittees shall be entitled to vote on matters before the Committees or Subcommittees.

7.7. Participation by Non-Member Directors

Any Director who is not a member of a Committee or Subcommittee may nevertheless attend and participate, without vote, in any meeting of such Committee or Subcommittee, including any closed session of such meeting.

BY-LAW 8

RESPONSIBILITIES OF STANDING COMMITTEES

8.1. Committee on Educational Policy.

The Committee on Educational Policy shall:

(a) Consider and report to the Board on matters concerned with policies and programs related to the academic program, and the educational philosophy and objectives of the College, including academic planning, instruction, student admissions, student services, relations with academic institutions and on academic personnel policies and faculty compensation.

(b) Consider and report to the Board on policy matters relating to the research, training, and public service activities of the College and recommend to the Board the establishment or disestablishment of academic programs, research activities, special training programs, and public service undertakings.

(c) Consider and recommend to the Board on the solicitation and acceptance or execution of grants and contracts for instruction, research, training, and public service, except as otherwise provided herein; provided, however, that all actions relating to the foregoing that require College funds not already authorized, shall be subject to the approval of the Committee on Finance.

(d) Consider and recommend to the Board College policy with respect to the awarding of honorary degrees, and consider and recommend individual nominees as recipients of honorary degrees.

(e) Consider and recommend to the Board College policy with respect to such matters as the Chair of the Board shall direct.

8.2. Committee on Finance.

The Committee on Finance shall:

(a) Consider and make recommendations to the Board at least annually on all matters relating to the finances, financial planning, legal matters and business management of the College.

(b) Consider and recommend to the Board both the annual operating and capital budgets of the College and the sources of funds to finance these budgets after consultation with the Chancellor and Dean and the Chief Financial Officer. The Committee's budget consideration shall be based on estimates of income made by the Chief Financial Officer, and estimates of expenditures proposed by the Chancellor and Dean, Chief Financial Officer, General Counsel and Secretary for the functions for which each such officer is responsible.

(c) After consultation with the Subcommittee on Audit, assure that a report of each external audit including an evaluation of the audit findings and recommendations thereon, is prepared by the Committee and that the external audit, and the Committee's report are submitted to the Board for consideration and action.

(d) Consider and make recommendations to the Board on all matters relating to the external borrowing of funds by the College.

(e) Consider and make recommendations to the Board on the amounts and character of surety bonds, if any, to be required for officers and employees.

(f) Consider and make recommendations to the Board concerning all matters relating to the purchase, sale, or lease of real property.

(g) Consider and make recommendations to the Board concerning policy governing the opening, maintaining, and closing of bank accounts in the name of the College, the conditions under which deposits shall be made and funds shall be withdrawn, and how representatives of the College authorized to make withdrawals shall be designated.

(h) Consider and make recommendations to the Board regarding compensation plans for all faculty, staff, and Officers of the College, and all exceptions to established compensation schedules. With respect to compensation plans for faculty, recommendations of the Committee on Educational Policy shall also be considered by the Committee.

(i) Consider and make recommendations to the Board concerning staff personnel and labor relations policies.

(j) Consider and make recommendations to the Board concerning the assessment of registration fees, educational fees, compulsory student fees, and student housing and parking charges.

(k) Consider and make recommendations to the Board regarding the management of College assets and the investment of College funds and report to the Board thereon at least annually.

(l) Consider and make recommendations to the Board concerning all matters relating to the educational grounds and buildings of the College.

(m) Consider and make recommendations to the Board on College policy concerning all matters as the Chair of the Board shall direct.

8.3. Committee on Advancement and Communications.

The Committee on Advancement and Communications shall:

(a) Consider recommendations from the Chancellor and Dean regarding all matters relating to fundraising, alumni affairs and public relations of the College which require Board approval.

(b) Consider and make recommendations to the Board concerning the approval of all fundraising campaigns in excess of the Chancellor and Dean's authority as specified in the Standing Orders.

(c) Consider and make recommendations to the Board concerning the classification and acceptance of all gifts to the College in excess of the Chancellor and Dean's authority as specified in the Standing Orders.

(d) Consider and make recommendations to the Board concerning the naming of buildings, properties and programs.

(e) Facilitate Board communication with and among the alumni, development constituencies of the College, and other members of the College community.

(f) Consider and make recommendations to the Board on College policy with respect to such matters as the Chair of the Board shall direct.

BY-LAW 9

RESPONSIBILITIES OF SUBCOMMITTEE ON AUDIT

9.1 Subcommittee on Audit.

The Subcommittee on Audit shall assist the College with the initial oversight of the external audit review process. The overall responsibility to oversee the financial integrity of the College's financial statements is reserved to the Finance Committee, and ultimately the Board, as provided in Section 8 of these By-Laws.

(a) The Subcommittee on Audit will assist in the oversight of this process by performing the following tasks:

(1) Reviewing results of the draft Audit Report, including draft findings, after timely receipt from the auditors, and reporting to the Finance Committee as set forth below. The Audit Report generally consists of:

- Financial Statements for the previous fiscal year
- Required Communications
- Management Letter (if applicable)
- Financial Statements and Federal Awards Programs (OMB Circular A-133)

(2) Reviewing the performance, functions and disclosures of internal controls and risk management systems regarding finance and accounting, and the adequacy of such systems.

(3) Reviewing the qualifications, independence and performance of the independent certified public accountants selected by the Board to complete the audit.

(4) Reviewing the planned scope of the annual independent audit and other audit related services with the independent auditor.

(5) Consulting with the Finance Committee on significant issues raised in connection with the audit review process.

(6) Requesting the College's Chief Financial Officer to address specific issues within the mandate of the Subcommittee on Audit.

(7) Engaging when necessary independent counsel and other experts, including accounting experts, to carry out the functions of the Subcommittee on Audit.

(b) Each year in March, the Chair of the Board shall appoint the Chair of the Subcommittee on Audit and the members thereof so that the Subcommittee can be prepared for the next audit cycle.

(8) Reviewing the performance, functions and disclosures of internal controls and risk management systems regarding cybersecurity, and the adequacy of such systems.

(c) The Subcommittee on Audit shall meet at least two (2) times each year or as often as it is necessary to perform its functions.

(d) Meetings shall be called by the Secretary of the Board at the direction of either the Chair of the Subcommittee, or the Chair of the Finance Committee, or any one Director member of the Subcommittee on Audit.

(e) After consultation with the College's Chief Financial Officer, the Subcommittee shall consider and make recommendations to the Finance Committee with respect to the following:

(1) The certified public accountants to serve as the College's independent auditor, and the hiring of any other certified public accountants to provide the College with services other than audit and audit related services.

(2) The draft audit report, including the auditor's findings, and the auditor's recommendations thereon.

BY-LAW 10

MEETINGS OF THE BOARD AND COMMITTEES

10.1. Meetings of the Board.

Meetings of the Board shall be public, with exceptions and notice requirements as may be provided [in these By-Laws and the Standing Orders and](#) by statute in the state's open meeting laws. Unless otherwise restricted by the Standing Orders or these By-Laws, members of the Board of Directors who are not physically present at a meeting may participate in a meeting of the Board by means of conference telephone or similar communications equipment or by electronic video screen communication. Participation in a meeting pursuant to this By-Law shall constitute presence in person at such meeting as long as all persons participating in the meeting can hear each other at the same time and can participate in all matters before the Board.

10.2. Types of Meetings.

(a) Regular Meetings of the Board shall be held at least once each quarter. One of these meetings shall be designated as the Annual Meeting of the Board.

(b) Special Meetings of the Board shall be called by the Secretary at the direction of the Chair of the Board or a majority-minus-one or four (4) members thereof, whichever is less.

(c) Emergency Meetings of the Board may be called by the Chair of the Board at any time only in the event of or to consider:

(1) Work stoppage or other activity that severely impairs public health or safety, or both; or

(2) Crippling disaster that severely impairs public health or safety, or both.

(d) Meetings of Standing Committees, Special Committees and Subcommittees shall be called by the Secretary at the direction of the Chair of the Board, the Chair of the Committee or Subcommittee or any two members of the Committee or Subcommittee. In the case of the Subcommittee on Audit, one member can direct the Secretary to call a meeting of the Subcommittee on Audit.

10.3. Notice of Meetings.

(a) Notice of Regular Meetings: At least ten (10) days in advance of regular meetings, the Secretary shall give notice of such meetings to each Director and Officer of the College, [on the College website](#) and to any person who has requested such notice in writing in accordance with Government Code Section 11125.

(b) Notice of Special Meetings: Special meetings may be called at any time, and notice of the time, place, and agenda shall be given by telephone or by mail (including electronic mail) to each Director at his or her last known address in time to reach the Director at least forty-eight (48) hours before the time for each such meeting. In addition, public notice shall be given for each such meeting by the Secretary. Such notice shall be given by notifying any newspaper of general circulation or any radio or television station, or shall be made available on the [internet College website](#) so that the notice may be published or broadcast at least forty-eight (48) hours before the time of each such meeting. No business other than that included in the agenda of the meeting shall be considered. A record of the service of notice required to be given as aforesaid shall be entered upon the minutes of the Board, and the said minutes when approved at a subsequent meeting of the Board shall be conclusive of the fact that notice was given as required herein.

(c) Notice of Emergency Meetings: Directors and Officers of the College, and newspapers of general circulation and radio or television stations which have requested notice of Board or Committee meetings, shall be notified by the Secretary as soon as possible but no later than one hour prior to an emergency meeting, by [email or telephone](#) ~~or videoconference~~. Notice shall also be made available on the [internet College website](#) as soon as is practicable after the decision to call the emergency meeting has been made. In the event that telephone [and email](#) services are not functioning, notice requirements shall be deemed waived, and the Secretary shall, as soon after the meeting as possible, notify such newspapers, radio stations or television stations of the fact that it was held, its purpose, and any actions taken at the meeting which are subject to announcement, [and post such information on the College website](#).

As soon after the emergency meeting as possible, the Secretary shall post for a minimum of ten (10) days in a public place in the College, [which may be on the College website](#), a list of the persons notified or attempted to be notified, and as to actions which are subject to announcement, the minutes of the meeting, including roll call votes and actions taken.

(d) Meetings of special search or selection committees held for the purpose of conducting interviews for College officer positions may be held without public notice.

10.4. Closed Sessions.

(a) Closed sessions of the Board, Standing Committee, Special Committee, or Subcommittee meeting may be called in conformity with Section 92032 of the Education Code to consider matters pertaining to the following:

- (1) Matters affecting the national security.
- (2) The conferring of honorary degrees or other honors or commemorations.
- (3) Matters involving gifts, devises, and bequests.
- (4) Matters involving investment of endowment and pension funds.
- (5) Matters involving litigation, when discussion in open session concerning those matters would adversely affect, or be detrimental to, the public interest.
- (6) The acquisition or disposition of property, if discussion of these matters in open session could adversely affect the Board's ability to acquire or dispose of the property on the terms and conditions it deems to be in the best public interest.
- (7) Matters concerning the appointment, employment, performance, compensation, or dismissal of College officers or employees, excluding individual Directors.
- (8) Matters relating to complaints or charges brought against College officers or employees, excluding individual Directors, unless the officer or employee requests a public hearing.
- (9) [Matters relating to a threat or potential threat of criminal or terrorist activity against the personnel, property, buildings, facilities, or equipment, including electronic data, of, owned, leased, or controlled by the College, where disclosure of](#)

these considerations could compromise or impede the safety or security of the personnel, property, buildings, facilities, or equipment, including electronic data, of, owned, leased, or controlled by the College.

(9) The Board may also hold closed sessions with respect to matters within Government Code Section 3596 or as provided in any other California law governing the meetings of public bodies. In this respect the Board means the Board of Directors and its Standing and Special Committees or Subcommittees.

(b) Release of Information From Closed Sessions:

(1) The confidentiality of closed sessions of the Board and its Committees and Subcommittees shall be maintained, subject to the provisions of this By-Law and applicable law.

(2) Actions taken in closed session that are required by applicable law to be reported to the public following final action by the Board or a Committee or Subcommittee of the Board empowered to act shall be so reported. Actions may be withheld from release or release may be delayed if disclosure would constitute an invasion of privacy of individuals or for other reasons as permitted by applicable law.

(3) Release of actions shall be determined by the Chancellor and Dean or the Chair in accordance with procedures established by the Board.

(4) Information from closed sessions other than final actions may be released only by the Chair.

(c) A non-Director may attend and participate in a closed session of the Board or any Committee or Subcommittee at the invitation of the respective chair.

10.5. Agenda and Agenda Materials for Regular Meetings of the Board, Committees and Subcommittees.

(a) At least ten (10) days prior to each regular meeting of the Board, Committees and Subcommittees, the Secretary shall provide to each member of the Board, Committee, or Subcommittee thereof, an agenda setting forth all business to be transacted or discussed at the

meeting. Any item on the agenda of a Standing or Special Committee meeting held in conjunction with a meeting of the Board may be considered for action by the Board at that meeting.

(b) Seven (7) days prior to each regular meeting of the Board, Committees and Subcommittees, or as soon thereafter as practicable, the Secretary shall provide to each member of the Board, Committee, or Subcommittee thereof, materials relating to items on the meeting agenda.

BY-LAW 11

BOARD AND COMMITTEE PROCEDURES

11.1. Order of Business of the Board.

(a) The order of business at each regular meeting of the Board shall be as determined by the Chair.

(b) The order of business determined by the Chair may be suspended or altered at any meeting by a vote of a majority of the Directors present.

11.2. Attendance of Faculty, Alumni Representatives, and Other Guests.

(a) The following, or their designees, may be invited by the Secretary to attend and address the Board, subject to control by the Chair, at the public meetings of the Board:

(1) The faculty by notification to the Chair of the Executive Committee of the Faculty.

(2) The President of the Alumni Association.

(3) The President of the non-profit fundraising foundation affiliated with the College.

(4) The President of the associated students of the College.

(b) Officers of the Board and Officers of the College may invite other guests to public meetings of the Board.

11.3. Quorum of the Board.

~~Six Directors~~ A majority of Directors then in office shall constitute a quorum for transaction of all business except as otherwise provided in these By-Laws.

11.4. Quorums of Committees.

A majority of the members of a Committee or Subcommittee shall constitute a quorum except as otherwise provided in these By-Laws.

11.5. Adjournment Procedure When No Quorum.

In the absence of a quorum at a duly noticed meeting of the Board or a Committee or Subcommittee thereof,

(a) any agenda item not requiring a vote may be heard and discussed by the Directors present upon the vote of a majority of the Directors or the members of the respective Committee or Subcommittee present; and

(b) such ~~Any~~ meeting or any part thereof may be adjourned and its business continued on an appointed day ~~by-upon~~ the vote of a majority of the Directors or the members of the respective Committee or Subcommittee present. ~~Directors present even though there shall be present less than a quorum.~~

11.6. Rules of Procedure.

The rules contained in the most recently published edition of Roberta's Rules of Order shall govern the proceedings at and the conduct of the meetings of the Board and its Committees or Subcommittees, in all cases to which they are applicable and which are not covered in these By-Laws or in the Standing Orders.

11.7. Communications.

Communications to the Board or a Committee or Subcommittee thereof shall be presented in writing by the Secretary, provided that communications transmitted to the Secretary from members of the faculty or student body or employees of the College shall be presented only through the appropriate Officer of the College.

11.8. Appearance Before the Board and Committees.

(a) Individuals or organizations, except as otherwise provided herein or required by applicable law may appear before the Board only with its permission. By affirmative vote, the Board may grant permission for individuals and organizations to appear before it, provided that a written request for any such appearance, specifying the matters to be presented to the Board, the

time necessary for the presentation, and the reason a personal appearance is necessary is received by the Secretary of the Board no later than 5:00 p.m. five (5) working days preceding the meeting of the Board at which permission is sought to make such presentation. Prior written request to appear before the Board may be waived in extraordinary circumstances by an affirmative vote of not less than two-thirds (2/3) of the Directors.

(b) The Chair of the Board or Chair of a Standing or Special Committee or Subcommittee thereof shall invite to attend and appear before meetings of the Board or of Committees or Subcommittees thereof such employees of the College and such other persons as may be needed in the best interest of the College.

(c) A Standing or Special Committee or Subcommittee thereof may grant permission by affirmative vote for individuals, other than those specified in 11.2 above, and organizations to appear before it, provided that a written request is received by the Secretary of the Board no later than 5:00 p.m. five (5) working days preceding the meeting at which appearance is sought. Prior written request to appear before a Standing or Special Committee or Subcommittee may be waived in extraordinary circumstances by a majority vote of the Committee or Subcommittee members present.

11.9. Reconsideration, Repeal, or Rescission.

(a) Any member may move for the reconsideration of an action taken by the Board at the same meeting at which said action is taken.

(b) No motion for repeal or rescission of any action taken by the Board at a previous meeting shall be voted upon unless notice of intention to make such motion shall have been given at the previous meeting or by mail (including electronic mail) by the Secretary to each member of the Board and the subject matter of the motion has been placed on the Board agenda in accordance with the provisions hereof.

11.10. Minutes of Board and Committee Proceedings.

(a) Minutes of the proceedings of the Board shall be taken and kept by the Secretary and, as soon as practical after a meeting, a copy of said minutes shall be provided to each member of the Board. Open sessions of the Board shall be audiotaped and the tapes preserved by the Secretary for a period of thirty days.

(b) The Minutes of closed sessions shall be taken and kept by the Secretary, shall be maintained separately from minutes of public meetings, and shall be appropriately safeguarded.

(c) Minutes of the proceedings of each Committee or Subcommittee shall be taken and kept by the Secretary and, as soon as practical after a meeting, a copy of said minutes shall be provided to each member of the Committee or Subcommittee. Open sessions of each Committee or Subcommittee shall be audiotaped and the tapes preserved by the Secretary for a period of thirty days.

(d) The Secretary shall maintain the official archive of the records and minutes of all Board, Committee, and Subcommittee meetings.

BY-LAW 12

OFFICERS OF THE BOARD

12.1. Officers of the Board.

(a) The Officers of the Board shall be the Chair and Vice Chair.

(b) Election: The Board shall elect the Chair and Vice Chair at the mid-year meeting of the Board for a term of one year. In the case of a mid-term vacancy, the Board shall elect a successor at the first meeting following the creation of the vacancy to serve out the term of the prior Chair or Vice Chair. No Officer shall serve more than two (2) full consecutive terms; provided, however, that an Officer may serve for more than two (2) full consecutive terms if such additional terms are approved by unanimous vote of the Board.

(c) Qualifications: Officers of the Board must be Directors.

(d) Compensation: Officers of the Board shall serve without compensation. Upon request, an Officer may be reimbursed for actual expenses to the same extent as provided in 6.1 above.

BY-LAW 13

OFFICERS OF THE COLLEGE

13.1. Officers of the College.

(a) Officers of the College shall be the Directors, Chancellor and Dean, Provost and Academic Dean, Chief Financial Officer, General Counsel and Secretary.

(b) Appointment and Continuation of Appointment. The Officers of the College, other than Directors, shall be appointed or continued by a majority vote of the Board and shall serve at the pleasure of the Board. Nothing in these By-Laws shall be construed to prevent the Board from entering into on behalf of the College employment contracts with such officers for reasonable terms. Appointment or continuation of appointment of the Chancellor and Dean and Provost and Academic Dean shall be made with Faculty consultation as set forth in the Standing Orders and related Board Policies.

(c) Qualifications: No Director shall also serve as Chancellor and Dean, Provost and Academic Dean, Chief Financial Officer, General Counsel or Secretary. One individual may hold more than one office, except that no one may serve as Chancellor and Dean or Provost and Academic Dean and as any other Officer of the College.

(d) Compensation: The Board shall establish compensation for the paid Officers of the College.

(e) Performance Evaluation: The Board shall establish and conduct an evaluation process by which each Officer of the College is periodically measured with respect to the performance of such officer's duties and responsibilities.

BY-LAW 14

DUTIES AND RESPONSIBILITIES OF OFFICERS OF THE BOARD

14.1. Chair.

(a) The Chair of the Board shall preside at meetings of the Board.

(b) The Chair is authorized, on behalf of the College, to execute, unless authority shall elsewhere be conferred by the By-Laws, Standing Orders, or order or resolution of the Board, all documents necessary to implement the programs or policies which have been approved by the Board, provided that unless specifically otherwise directed by the Board, all documents executed by the Chair shall be without force or effect unless also executed by the Secretary of the Board and approved as to form and legality by the General Counsel.

14.2. Vice Chair.

The Vice Chair shall perform the duties of the Chair in case of the absence or inability of the Chair to act.

BY-LAW 15

DUTIES AND RESPONSIBILITIES OF OFFICERS OF THE COLLEGE

15.1. Chancellor and Dean of the College.

(a) The Chancellor and Dean shall serve as the chief executive officer of the College, with full authority over and responsibility for all of its departments and activities. The authority of the Chancellor and Dean shall be exercised in accordance with the policies and procedures adopted by the Board of Directors and, in academic matters, in accordance with policies approved by the Faculty.

(b) The Chancellor and Dean shall be a tenured member of the Faculty.

(c) The Chancellor and Dean shall:

(1) Report directly to the Board of Directors and attend all meetings of the Board and its Committees and Subcommittees.

(2) Represent the College before the Legislature, other governmental agencies and departments, the alumni and the community.

(3) In cooperation with the Chief Financial Officer, be responsible for development and submission to the Board of the annual operating and capital budgets of the College.

(4) Be responsible for the operation and maintenance of College facilities.

(5) Be responsible for the continuous development of the goals and objectives of the College and for the preparation of proposals for their execution for consideration by the Board.

(6) Seek, as appropriate, the counsel of the Faculty, students, staff, alumni, benefactors and others in the exercise of the academic and operational responsibilities of the office of Chancellor and Dean and in the development of College goals, objectives and proposals for their implementation.

(7) The Chancellor and Dean may delegate any of the duties of the office except the responsibility to report directly to the Board.

15.2. Provost and Academic Dean.

(a) The Provost and Academic Dean shall serve as the chief academic officer of the College under the Chancellor and Dean and shall administer the academic program of the College in accordance with the policies adopted by the Faculty. The Provost and Academic Dean shall also serve as chief executive to the extent of the authority delegated by the Chancellor and Dean.

(b) In the case of a vacancy in the office of the Chancellor and Dean and prior to appointment of an Acting Chancellor and Dean, the Provost and Academic Dean shall assume the authority and responsibilities of the Chancellor and Dean.

(c) The Provost and Academic Dean shall be a tenured member of the faculty.

15.3. General Counsel.

(a) The General Counsel shall:

(1) Report directly to the Board and to the Chancellor and Dean, and attend all meetings of the Board and its Committees and Subcommittees.

(2) Be the chief legal officer for the Board and of the College.

(3) Prepare or approve as to form all legal documents relating to the activities of the College.

(4) Render legal advice to the Board and the Officers of the College.

(5) Assist the Officers of the College in the performance of their duties.

(b) The General Counsel may delegate any of the duties of the office except the responsibility to report directly to the Board and to the Chancellor and Dean.

15.4. Secretary.

(a) The Secretary shall:

(1) Report directly to the Board and to the Chancellor and Dean and attend all meetings of the Board and its Committees and Subcommittees.

(2) Be the custodian of all official records of the Board including the minutes of its meetings.

(3) Give notice of and take the minutes of all meetings of the Board and its Committees and Subcommittees.

(4) Be custodian of the corporate seal of the College and affix it to documents when appropriate.

(5) Attest to all documents executed by Officers of the Board or authorized by the Board to be executed by Officers of the College or by other individuals.

(6) Certify to any action of the Board or its Committees or Subcommittees, to the identity, appointment and authority of Officers of the Board, Officers of the College and others as appropriate, and to provisions of the Board's By-Laws, Standing Orders and other public records of the College.

(7) Provide administrative support to the Board.

(8) Assist other Officers of the College in the performance of their duties.

(b) The Secretary may delegate any of the duties of the office except the responsibility to report directly to the Board and to the Chancellor and Dean.

15.5. Chief Financial Officer.

(a) The Chief Financial Officer who is also the Registrar of the College shall:

(1) Report directly to the Board and to the Chancellor and Dean and attend all meetings of the Board and its Committees and Subcommittees.

(2) Be the only College officer authorized to receive or cause to be received funds flowing to the College, and shall receive and deposit funds received in depositories as are approved by the Board.

(3) Be the only College employee authorized to receive or cause to be received all gifts to the College and shall receive, hold and manage such gifts as directed by the Board.

(4) Account for all funds and other assets of the College and report thereon, using procedures and formats which meet generally accepted accounting principles and standards.

(5) Disburse College funds consistent with purposes and procedures adopted by the Board.

(6) Invest College funds under policies established by and instructions given by the Board.

(7) Manage assets of the College held as investments and assets donated to the College.

(8) Conduct financial planning for the College in consultation with the Chancellor and Dean and other Officers of the College, and report thereon to the Board and the Officers of the College when appropriate but at least annually.

(9) Keep the Board and the Chancellor and Dean advised at all times of all funds and assets of the College available for use in College programs.

(10) Assist the Board in the conduct of any external audit of College funds.

(11) Identify financial policy issues and make recommendations of policy to the Board thereon.

(12) Assist the Chancellor and Dean in developing and submitting to the Board the annual operating and capital budgets of the College.

(13) Assist other Officers of the College in the performance of their duties.

(b) The Chief Financial Officer may delegate any of the duties of the office, except the responsibility to report directly to the Board and to the Chancellor and Dean.

BY-LAW 16

DEFENSE AND INDEMNIFICATION OF DIRECTORS AND OFFICERS

16.1. Defense and Indemnification of Directors and Officers in Civil Proceedings.

The College shall defend and indemnify to the full extent permitted by applicable law any present or former member of the Board of Directors, and any other present or former Officer of the College, who has been, is, or becomes a party to any action or proceeding arising out of an act or omission occurring within the scope of his or her duties as a member of the Board of Directors of the College or as an Officer of the College. The defense and indemnification provided hereunder shall not be deemed exclusive of any other rights to which a party seeking indemnification may be entitled under any statute, bylaw, insurance, agreement, or otherwise, and shall inure to the benefit of the heirs, executors, and administrators of each Director or Officer. Such defense and indemnification shall supplement indemnification provided by statute and other policies of the College and are provided for all covered actions or proceedings to the fullest extent permitted by law.

As a condition to seeking defense and indemnification, the party shall give prompt notice to the General Counsel of the pendency of any action or proceeding for which he or she may appropriately seek defense and indemnification, shall keep the General Counsel apprised of significant developments in the action or proceeding, and shall cooperate in the defense.

When such notice is provided, the College shall provide a defense for the party or, by mutual agreement, may permit the party to provide for his or her own defense. When expenses incurred in defending an action or proceeding are paid by the College in advance of the final disposition of such action or proceeding, it shall be with the understanding that the party must repay such amount unless it ultimately shall be determined that he or she is entitled to be indemnified as authorized herein.

Such indemnification shall be limited to expenses actually and reasonably incurred by such party in connection with the defense, judgment (except for punitive damages which are addressed elsewhere in this By-Law), or settlement of such action or proceeding if authorized in the specific case, and after it has been resolved, upon an independent determination that

indemnification is proper in the circumstances because the party acted in good faith, in a manner such party believed to be in the best interest of the College, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. For purposes of this By-Law, "expenses" includes without limitation attorneys' fees and any expenses of establishing a right to indemnification hereunder.

Such indemnification shall be made for punitive damages when it would otherwise be proper under this By-Law and under the following additional criteria: Prior to such indemnification an independent determination must conclude that the present or former member of the Board or Officer of the College acted or failed to act in a manner without malice and in the apparent best interests of the College, and that payment of the award would be in the best interests of the College.

When any independent determination is required pursuant to this policy, it shall be made by the Board, by a majority vote of a quorum consisting of members not parties to such action or proceeding. If such quorum cannot be convened or, even if convened, if a majority of such quorum so directs, the determination shall be made by a disinterested third party appointed by such quorum or, if no such quorum can be convened, the appointment of the disinterested third party shall be made by the President of the State Bar of California. The independent determination provided hereunder shall be made upon a consideration of all relevant facts and circumstances including without limitation the record of any action or proceeding giving rise to the request for indemnification. The independent determination in connection with any request for indemnification for punitive damages additionally shall consider the availability of College funds from appropriate fund sources.

BY-LAW 17
AMENDMENTS

17.1 Procedure.

These By-Laws may be amended at any regular meeting of the Board by the affirmative vote of not less than two-thirds (2/3) of the members of the Board, provided that notice of any proposed amendment, including a draft thereof, shall have been given at the regular meeting of the Board next preceding the meeting at which such amendment is voted upon.

BY-LAW 18

CLAIMS AGAINST THE COLLEGE

18.1 Claims for money or damages that are exempted from the Government Claims Act.

(a) Claims against the College for money or damages that are exempted by Government Code Section 905 from the claims presentation requirements of the Government Claims Act shall be governed by this By-Law.

(b) A written claim must be presented to the Board of Directors of University of California College of the Law, San Francisco within one year after the accrual of the cause of action underlying the claim for money or damages. The claim must be verified by the person who claims to be entitled to the money or damages or by his or her guardian or conservator or the executor or administrator of his or her will or estate. The claim shall be presented and processed following the procedures in Chapters 1 and 2 of Part 3 of Division 3.6 of Title 1 of the Government Code (Gov. Code section 900 et seq.).

(c) No suit for money or damages may be brought against the College until a written claim therefore has been presented to the College and has been acted upon or has been deemed to be rejected by the College in accordance with the procedures in Chapters 1 and 2 of Part 3 of Division 3.6 of Title 1 of the Government Code (Gov. Code section 900 et seq.). Only the person who filed the claim may bring such a suit.

BYLAW 19

FISCAL YEAR

19.1 Fiscal Year. The fiscal year of the College shall begin on July 1 and end on June 30 of the following year.

John Kepley

Chief Communications Officer

March 13, 2025

UC SAN FRANCISCO Law

Agenda

Reputation + Recognition = Brand

- Reputational newsletter performances
- Paid media campaign results: employer and reputational ads
- Continuing work to enhance reputation

Reputational Newsletters

2023

Constitutional Law Scholarship at UC Law San Francisco



UC Law faculty are leading voices on a range of constitutional law issues, including free speech, separation of powers, the constitutional dimensions of agency administration, due process, equal protection, and criminal procedure.

New faculty member **Christina Koningisor** wrote *First Amendment Disequilibrium* (with Lyrissa Lydsy), forthcoming in the *Virginia Law Review* in the spring of 2024. This article argues that a key part of First Amendment law was constructed around now-obsolete assumptions about the press and about executive branches of governments. She also published *Police Secrecy Exceptionalism* in the *Columbia Law Review*.



Christina Koningisor

The article argues that police departments receive a wide variety of unique informational protections denied to other government agencies, and that none of claims used to support this regime justify the breadth and scope of contemporary police secrecy powers. At the 2022 Privacy Law Scholars' Conference, it received the Reidenberg-Kerr Award for

2024

- Worked with Academic Dean's Office on content
- Built audience lists to reach targets
- Bigger type, fewer words to make highlights stand out
- Timed to reputational voting cycle

UC Law San Francisco

FORMERLY UC HASTINGS

Excellence and innovation have a new name.

Constitutional Law Scholarship and Impact



Kate Weisburd

New Faculty Add to Constitutional Law Strength

Kate Weisburd joins the UC Law San Francisco faculty from George Washington University School of Law, where students voted her professor of the year. Weisburd's articles, which focus on intersections of criminal and constitutional law, have appeared in the *Virginia*, *California*, and *UCLA Law Reviews*, among others, and have won multiple peer-conferred awards.



Prithika Balakrishnan, who was previously the C. Keith Wingate Visiting Professor at UC Law San Francisco, has joined the faculty full time. She previously was a federal public defender, union organizer, and Peace Corps volunteer. Her article *Mass Surveillance as Racialized Control* recently was

Professors Secure SCOTUS Win in Harrow v. Dept. of Defense

Professors at UC Law SF's Center for Litigation and Courts (CLC) scored a victory for their client at the U.S. Supreme Court – one that makes it easier for federal employees to get job-related disputes heard in federal court. CLC Director and Distinguished Professor Scott Dodson wrote the winning case briefs while CLC Research Professor Joshua Davis argued before the Court's nine justices. The result was a unanimous opinion in favor of their client, Stuart Harrow.

The case involved a deadline that the U.S. Court of Appeals for the Federal Circuit ruled was "jurisdictional," meaning courts lack the power to bypass it. Harrow sought help from Dodson, one of the nation's leading experts on jurisdictional deadlines.

"CLC doesn't usually provide direct representation, but Mr. Harrow's case was so compelling, and the issue was so squarely within CLC's mission and expertise, that we just had to," Dodson said.

[Read the story](#)

UC SAN FRANCISCO Law

Reputational Newsletters

Landing pages capture audience

- Clicks go to us, not other schools
- Pages can have multiple audiences
- Basic curation paints a bigger picture

UC SAN FRANCISCO Law

UC SAN FRANCISCO Law

[Apply](#) [Events](#) [Make a Gift](#) [Shop](#) [About](#) [Library](#) [Housing](#) [Information for](#)


[Admissions](#) [Academics](#) [Faculty & Scholarship](#) [Campus Life](#) [Diversity](#) [Careers](#) [Alumni](#)

Constitutional and Administrative Law Scholarship and Impact

UC Law SF faculty are leading voices on a range of constitutional law issues, including free speech, separation of powers, the constitutional dimensions of agency administration, due process, equal protection, and criminal procedure.


[Recent News](#) | [Selected Scholarship](#) | [Public Engagement](#) | [Faculty](#)

Recent News




New Faculty
[Kate Weisburd](#) joins the UC Law San Francisco faculty from George Washington University School of Law, where students voted her professor of the year. Kate's articles, which focus on intersections of criminal and constitutional law, have appeared in the Virginia, California, and UCLA Law Reviews, among others, and have won multiple peer-conferred awards.

[Prithika Balakrishnan](#), who was previously the C. Keith Wingate Visiting Professor at UC Law San Francisco, has joined the faculty full time. She previously was a federal public defender, union organizer, and Peace Corps volunteer. Her article [Mass Surveillance as Racialized Control](#) recently was published in UCLA Law Review.



UC Law SF Professors Secure Supreme Court Victory for Federal Employee Rights
[Center for Litigation and Courts](#) Director and Distinguished Professor [Scott Dodson](#) wrote the winning case briefs while CLC Research Professor [Joshua Davis](#) argued live before the Court's nine justices in Washington, D.C. The result was a unanimous opinion in favor of their client, Stuart Harrow.

[Read more](#)



Arguments by Profs. Emily Murphy, Matt Coles Cited in SCOTUS Case on Expert Testimony
In a case challenging whether experts can opine on a defendant's likely mental state, Supreme Court Justice Ketanji Brown Jackson penned a [concurring opinion](#) citing arguments co-written by Professors [Emily Murphy](#) and [Matt Coles](#) along with University of Utah Law Professor Tenelle Brown.

[Read more](#)

Selected Scholarship

[In Search of the Public Interest](#) empirically studies agency implementation of in-the-public-interest standards. Jodi Short finds that actual practices are quite different from prevailing hopes and fears.

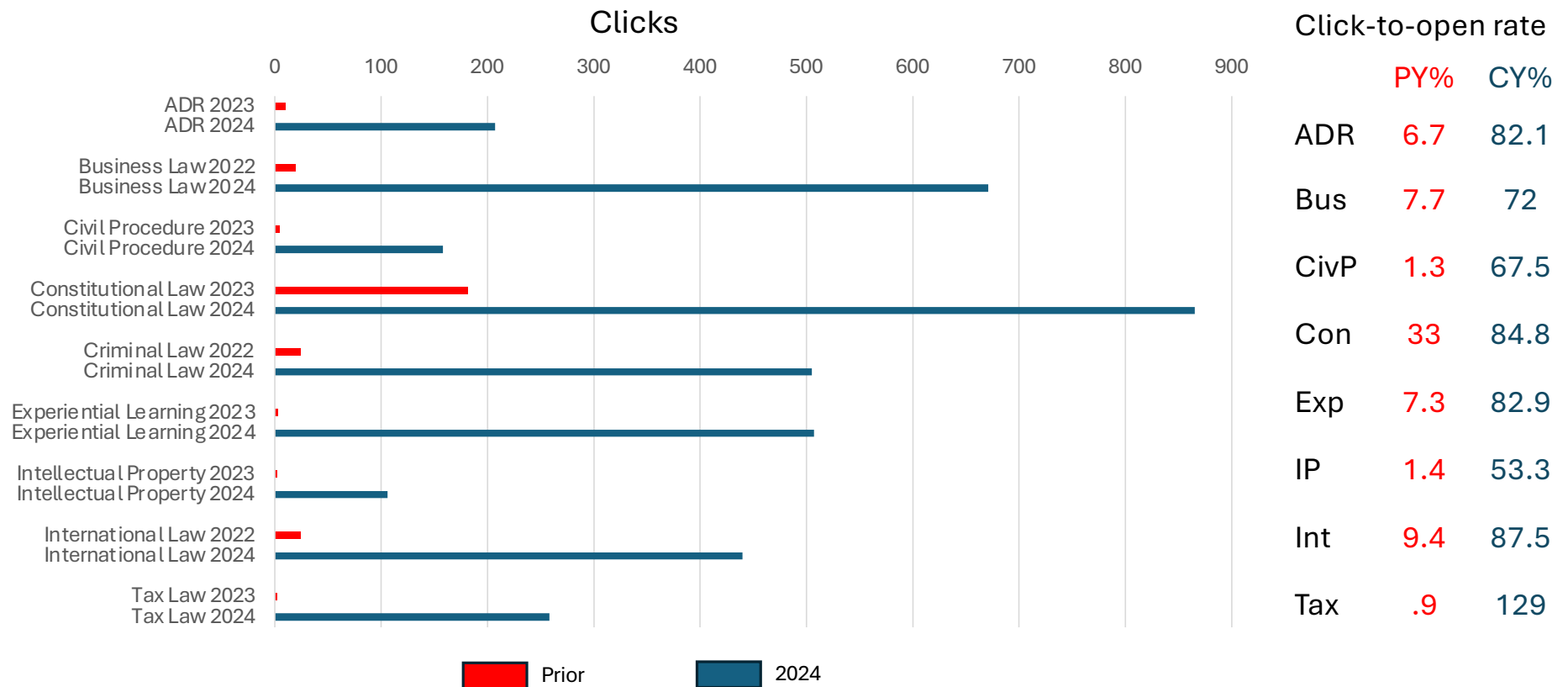
[Major Questions about Presidentialism: Untangling the 'Chain of Dependence' Across Administrative Law](#) by Jodi Short explains how the Supreme Court's view of the presidency in appointment and removal cases is inconsistent with its view in major-questions-doctrine cases.

Dave Owen's article [The Negotiable Implementation of Environmental Law](#) explores government agencies' use of negotiation as a regulatory strategy and was chosen by the [Environmental Law and Policy Annual Report](#) as one of the top policy-relevant environmental-law articles of 2022-23.

[The Water District and the State](#) by Dave Owen explains how water districts use problematic and undemocratic governance structures and how state intervention might help.

Could impacts on cognitive capacity be a better way to measure the value of regulatory proposals? Emily Murphy has explored this question in a series of recent articles.

Specialty newsletter performance



Specialty newsletter performance

- Focus on audience experience led to big gains
- 6 of 8 newsletters had double-digit gains in open rates
- Unsubscribes <.01%
- Supported AALS event, Kamala Harris communications
- Aligned with paid campaigns

UC LAW SAN FRANCISCO
Fall 2024 Paid Media Results

UC SAN FRANCISCO Law

In partnership with
underground*

The Challenge

- UC Law SF's name change created challenges connecting the tradition of excellence established by UC Hastings to UC Law SF's new identity
- Our paid media campaigns aimed to both increase recognition of UC Law SF's new name and branding, as well as enhance the College's reputation of excellence and innovation

In partnership with
underground*

UC Law SAN FRANCISCO

Paid Media Campaigns

- Campaign 1: Employer ads aimed at potential employers to encourage hiring of UC Law SF graduates
- Campaign 2: Reputational ads aimed at voters for law school rankings to mitigate name confusion and connect UC Law's new name with UC Hastings' reputation of excellence

In partnership with
underground*

UC Law SAN FRANCISCO

Employer Ads

Timing: November 1 - Dec 31

Approach

- Google ads: responsive search ads (text only), responsive display ads (visual + text)
- LinkedIn: Video ads, single image ads, carousel ads (multiple images)

Audience Targeted

- Employees of major law firms (1,000+ employees), major public agencies
- Located in all major CA cites, plus NYC, DC, Seattle, Portland, and Chicago

CAMPAIGN 1 Employer Ads

Creative Examples

UC Law
SAN FRANCISCO



Emphasized the College's dynamism, excellence, and job-ready legal education

CAMPAIGN 1
Employer Ads

Creative
Example: Video

UC Law
SAN FRANCISCO



Employer Ads Results

Overall: Google ads performed exceptionally well **yielding 351,000 impressions** and an overall conversation rate of **32%**, with a low cost of **\$0.89** per conversion

Display ads (Images + Text)

- **261,247 Impressions** shows extensive reach and significantly boosted brand visibility
- **18,043 Clicks** for a **6.91% Click-Through Rate** is a strong indicator of effective targeting and audience interest
- Of those click-throughs, **5,303** people spent time on the landing page, showing high engagement with our content

Search Ads (Text only)

- **89,497 Impressions** shows audience quality over reach
- **4,359 Clicks**, for a **4.87% Click-Through Rate**, above industry benchmarks. **1,940** converted to spending time on the landing page showing relevance to our audience
- Top performing keywords: “law jobs” and “law school”

Reputational Ads

Timing: November 2024 - February 2025

Approach

- LinkedIn ads only, given the highly specific audience

Audience

- LinkedIn users with identified academic job titles (dean, assoc. dean, professor, etc.), who work at any of the qualified voter schools
- Judges located outside of CA, WA, and OR
- Anyone employed at a major law firm (1,000+ employees)

CAMPAIGN 2
**US News &
World Report
Voter Ads**

Creative
Examples

UC SAN FRANCISCO
Law

Our law school
stands for
innovation



Our law school
stands for
innovation and justice



Now our name does too.

UC SAN FRANCISCO
Law

UC Hastings is now
UC SAN FRANCISCO
Law

Excellence
and innovation
have a new name.

Excellence
and innovation
have a new name.

UC
UC

UC Hastings is now
UC SAN FRANCISCO
Law

Reputational Ads Results

Overall: Campaign reached a well-targeted audience to achieve a high ROI. Both video ads performed above industry-standard click-through rates indicating effective audience targeting and engaging content

- Combined both videos yielded **253,731 impressions**
 - The campaign had a click-through-rate of 0.656%, slightly **above higher ed industry benchmarks**
 - Both videos had a cost-per-click of \$2.92, significantly lower than LinkedIn platform averages, demonstrating excellent cost control and value
 - Both videos performed nearly identically suggesting a balanced approach in messaging
- (data as of 1/26/25)

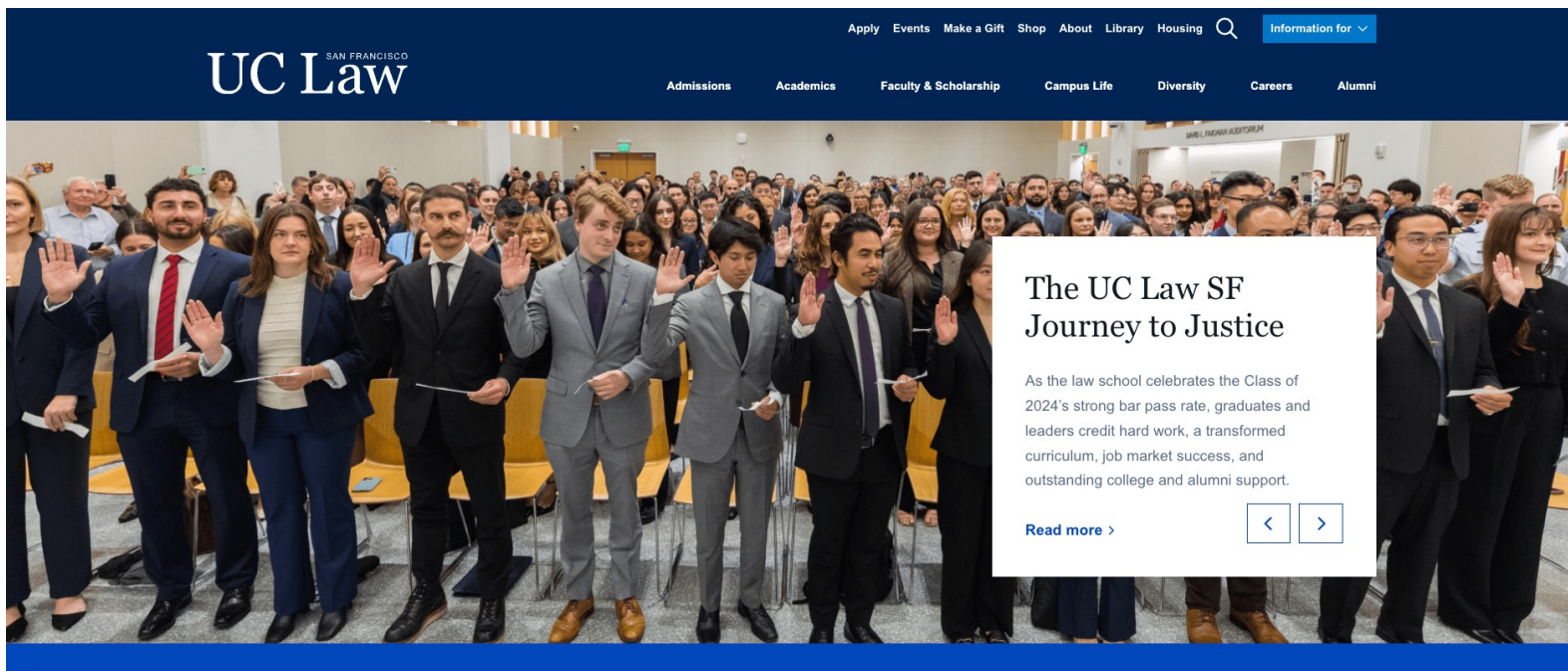
Paid Media Key Takeaways

- **Strong Results:** Increased awareness of UC Law SF's name change while reinforcing its excellence for two key audiences
- **Proof of Concept:** Delivered high impact within a modest budget
- **Integrated Efforts:** Supported by email templates, viewbooks, AALS sponsorships
- **Consistency:** Aligned with broader branding efforts

Continuing to Enhance Reputation

- Promoting work of faculty, success of students
- Curating and presenting strengths for key audiences
- Leveraging key societal moments and responding to emerging opportunities and risks

Continuing to Enhance Reputation



Continuing to Enhance Reputation



Nearly 100 recent graduates of UC Law San Francisco take the attorney's oath on Dec. 2. They are just a fraction of the more than 300 grads who passed the notoriously challenging California Bar Exam in July — and their achievements reflect the College's commitment to student success.

Growing up in the innovation hub of the Bay Area, Angelica Lee '24 had long dreamed of working with cutting-edge companies that develop new technologies that change lives. This past summer, that vision became reality when she passed the bar exam and joined the firm Wilson Sonsini Goodrich & Rosati, which represents some of Silicon Valley's leading tech and biotech companies.

"I've always been interested in innovation, so I knew I wanted to go to a firm that did a lot of work with innovative companies," Lee said.

Her success is no outlier. UC Law San Francisco graduates are known to quickly embark on thriving legal careers.

Over the past two years, at least 90% of UC Law SF grads secured jobs in the legal field within 10 months of graduation, with more than half receiving offers before commencement. In 2024, graduates posted an 84% pass rate on the California bar exam—exceeding the statewide average of 81% for ABA-accredited law schools in California.

These graduates also enter the profession with a powerful advantage: the largest alumni network of practicing attorneys in California. [Recent data](#) from the California Bar Association show that 18,456 members—6.21% of all attorneys in the state—are UC Law SF alumni. That's more than any other law school in the nation. This gives graduates a distinct edge in building professional connections and advancing their careers.

The College's ability to offer these wide-ranging programs is made possible by a strong institutional commitment and the invaluable contributions of alumni who offer mentorship and financial support.



University of California, College of the Law, San Francis...

24,522 followers

1w · 🌐

For the last four years, Kenny Gutiérrez '20 has volunteered as a mentor to recent grads preparing for the bar exam. Gutiérrez, who specializes in intellectual property, data privacy, and artificial intelligence at [Stoel Rives LLP](#), said he often tells bar takers to practice self-care and shares tips on study techniques, like whittling down mountains of information into one-page "magic sheets."

"It's been incredibly rewarding to watch my mentees grow in their knowledge and self-assurance and even more fulfilling to see them achieving their goals, passing the bar, and starting their legal careers," Gutiérrez said.

Read more about how UC Law SF alumni mentors make a difference: <https://lnkd.in/gbxay7cW>

#uclawsf



Kenny Gutiérrez '20 is one of 100 alumni mentors helping recent UC Law SF grads prepare for the bar exam. He shares advice on self-care and study techniques, and says he finds it rewarding to see his mentees succeed.

👍 Mario Ernesto Lopez, Esq. and 171 others

15 comments · 1 repost

Continuing to Enhance Reputation



Evidence of Success:

3L Emma Adams

“I was honored to collaborate with the Tenderloin Museum. The research and writing I did provided a look at the historical influence of the LGBTQ+ rights movement through the legal battles that continue to shape our country today.”



Read more

Media highlights

WSJ | OPINION

OPINION COMMENTARY Follow

Trump Follows Biden's Lead by Flouting the Law

The president has no power to delay the TikTok ban, impound spending or suspend regulations.

By Zachary S. Price
Jan. 22, 2025 3:23 pm ET



CNN Politics SCOTUS Congress Facts First 2024 Elections

What about the courts?

Unlike the TikTok ban, which faced two major legal challenges that were ultimately rejected by the Supreme Court, Trump's executive order on TikTok is unlikely to be met with legal challenges, experts said, because it would be extremely difficult for potential plaintiffs to demonstrate that they've been harmed by the government's actions here.

"Often, the problem with non-enforcement is it's removing legal burdens instead of imposing them. So people in some sense are benefited rather than hurt," said Zachary Price, a legal scholar at the University of California College of the Law San Francisco who has written about criminal and civil law enforcement.

abc NEWS Video Live Shows 538 Shop

Dorit Reiss, a professor at UC Law San Francisco and expert in legal issues on vaccinations, said handing over that process to someone with Kennedy's track record would be unprecedented.

"Kennedy has been a committed anti-vaccine activist for a long time. It's an indication that his views have changed," Reiss said.

ABC's Sony Salzman and Will McDuffie contributed to this report.

UC Law SAN FRANCISCO



Questions?

UC SAN FRANCISCO Law

Report of the Chief Advancement Officer

March 13, 2025



UC Law San Francisco

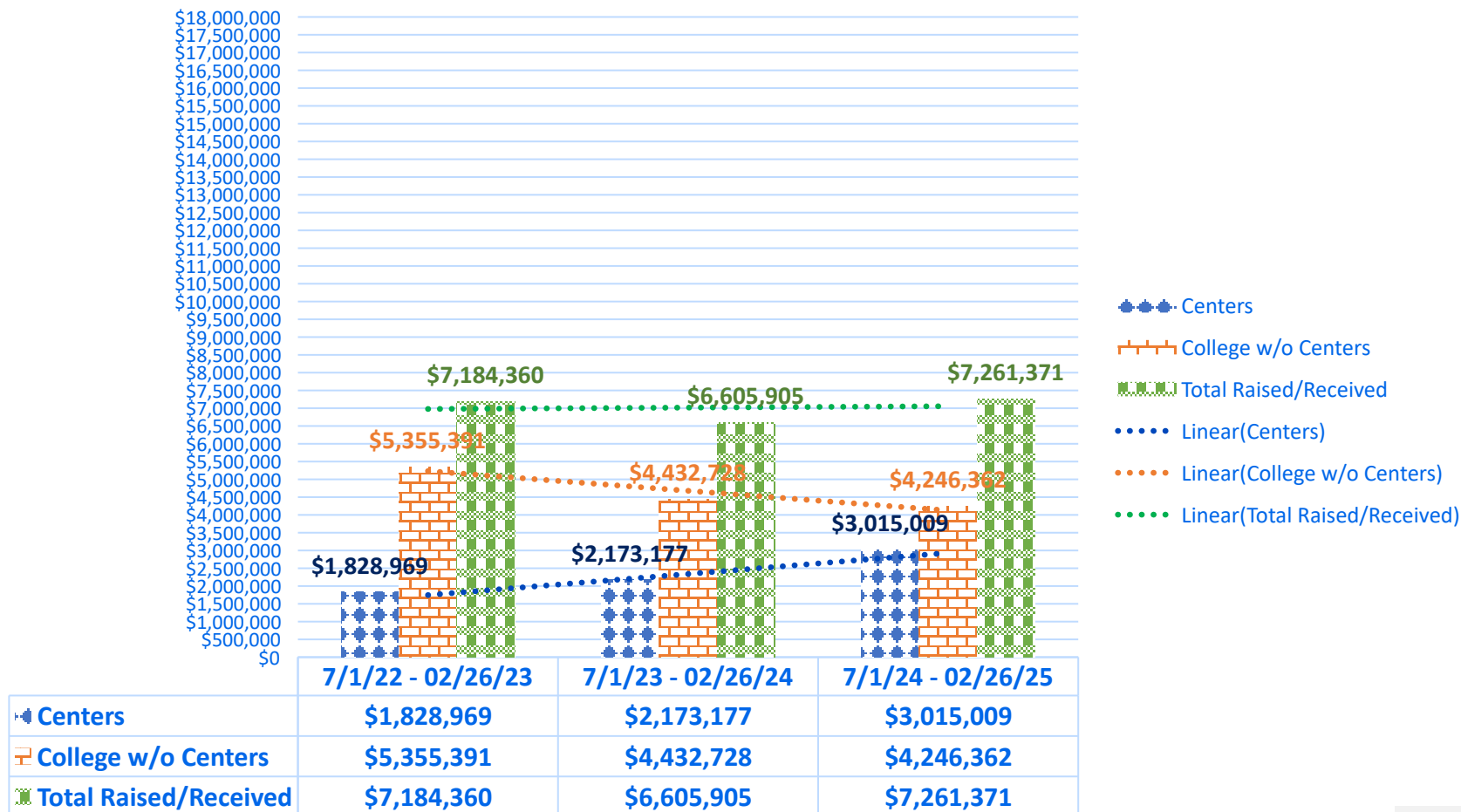
Advancement Update

- Fundraising Update
 - Strong continued fundraising.
 - Continuing to solicit and secure principal campaign gifts.
- Hosted San Diego happy hour event along with Board of Trustees and Board of Governors meetings in early February.
- Working with BWF to finalize theme for comprehensive campaign & develop communications plan in advance of fall public launch.
- Continuing to host events and leverage new opportunities to update more alumni on the College and encourage them to be involved.
- Looking Ahead
 - Spring Week April 2 – 5
 - Registrations trending ahead of Spring Week 2024.

Advancement Financial Reporting

Through 2/26/2025

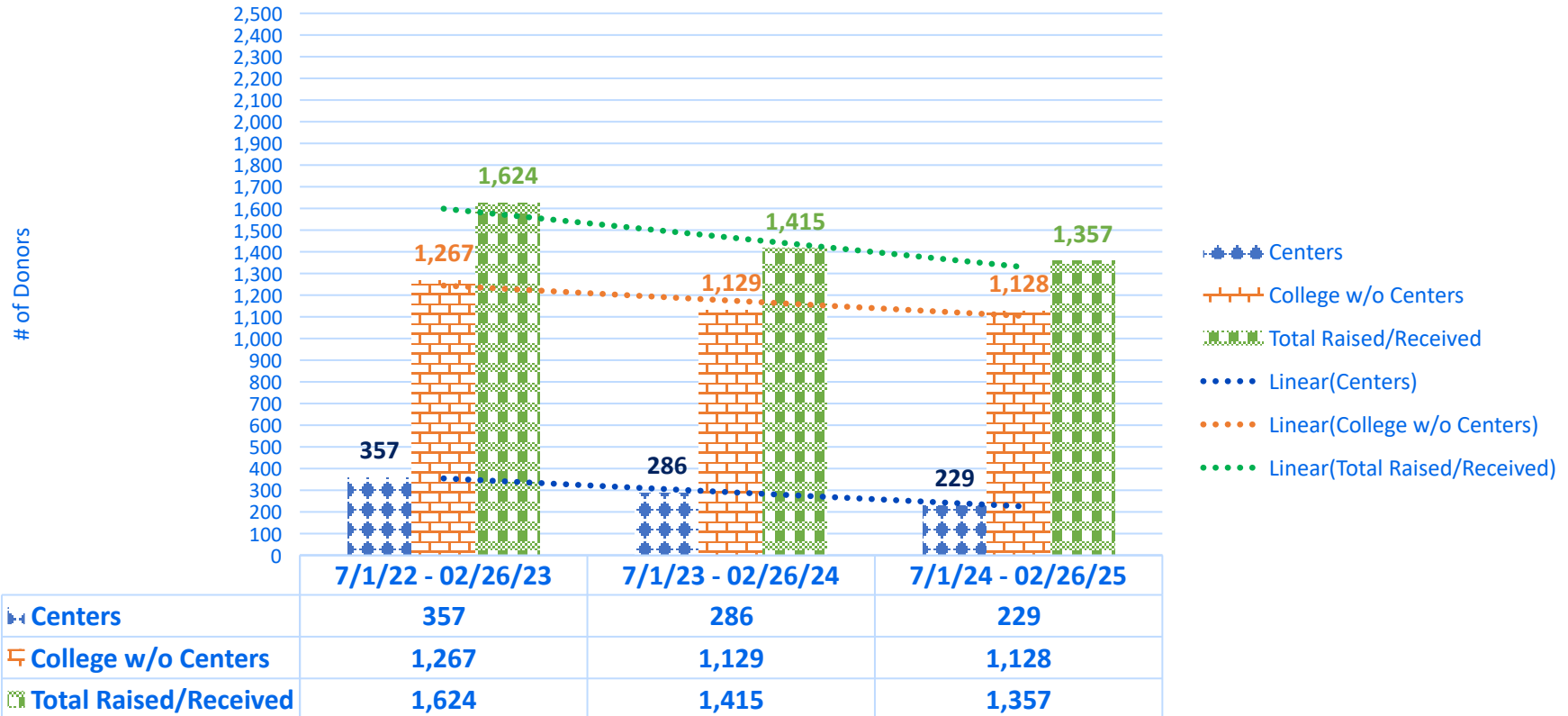
Centers and College Year-to-Date Comparison Report



Advancement Financial Reporting

Through 2/26/2025

Centers and College No. of Donors Year-to-Date



Report of the Chief Alumni Officer

March 13, 2025



Spring Week

Join us for Spring Week:

- Wednesday, April 2:
 - San Francisco Admitted Student Event with Alumni, 5 – 7 pm (free event)
- Thursday, April 3:
 - Virtual Town Hall, 12 – 1 pm (free event)
 - Day of Giving, all day (free event)
- Friday, April 4:
 - Campus Tours, 10 am – 4 pm (free event)
 - Ripples Art Show, 3 – 5 pm (free event)
 - All Alumni Party at City Hall, including toast with Chancellor & Dean Faigman 5 – 8 pm (\$75 - \$100 per person)
- Saturday, April 5:
 - Reunion Jazz Brunch, 11 am – 1 pm (\$50 - \$65 per person)
 - For any alum with a graduation year ending in a 0 or a 5 & Legacy Society members
 - Giants Game, 3:30 – 8 pm (\$80 - \$125)

Report 6.2.1 – Bar Passage

By Provost & Academic Dean Morris Ratner, Director of Bar Passage Support Margaret Greer, and Associate Director for Bar Passage Support Dan Martin

This report provides an update regarding faculty action on student success initiatives that intersect with our Academic Regulations (Section I); supplements prior analyses of Class of 2024 performance on the July 2024 administration of the California Bar Exam (Section II); and describes recent developments with regard to future administrations of the exam.

I. Faculty Bar Success Initiatives

In addition to the ongoing redesign of our academic program since 2016 described in this [article](#)¹ and in prior Board reporting, the faculty this year has been considering a slate of proposals discussed at the Board-faculty retreat in August 2024. The first package of proposed reforms the Academic Standards Committee referred to the full faculty for a vote involved grading. At its meeting on February 14, the faculty voted to adopt the following changes to the [Academic Regulations](#) pertaining to grading which will be integrated into the 2025-2026 iteration of the Regulations:

- Academic Regulation 1001 (the curve or “normalization requirements” applicable to GPA courses that have more than 30 students) has been amended.
 - The faculty adopted a new mean of J.D. grades in classes subject to the curve of between 3.075 and 3.175, which will limit variability of grading practices across sections and thus both enhance grading equity and increase the accuracy of the grade signaling.
 - The faculty added the following guidance, which is meant to produce smoother curves: “Grades should, except in unusual cases, be distributed throughout the grading range.”
- In light of the new requirement of a mandatory course-level GPA mean, the faculty amended Academic Regulation 1002 to give the Provost & Academic Dean more flexibility to approve waiver of normalization requirements in limited cases.
- The faculty added text to Academic Regulation 1003 providing more detailed guidance on how the Provost & Academic Dean is supposed to apply the “range of grades” requirement applicable to small classes such as clinics and seminars.

The changes to Academic Regulation 1001 will have the most significant effect on grading practices by producing more uniform curves across classes.

¹ See Morris Ratner, Stephen Goggin, Stefano Moscato, Margaret Greer & Elizabeth McGriff, *Determinants of Success on the Bar Exam: One Law School’s Experience 2010-2023*, __ J. LEGAL ED. __ (forthcoming 2025) (available at https://papers.ssrn.com/sol3/papers.cfm?abstract_id=4776407).

Another set of changes is effective immediately: Because one of the goals of grading reform was to ensure accurate signaling to students of their level of achievement, the faculty adopted changes to the internal rankings information students receive to include a new ranking just after the fall semester of the 1L year and more granular rankings data thereafter. The changes are redlined below.

C. Class Rank

2111. **Term Rank.** ~~The Office of the Registrar shall rank students in the first-year class after the completion of their first year.~~ The Office of the Registrar shall ~~subsequently~~ rank students after each semester at the College, except that (1) students who transfer to the College after completing their first year at another law school shall be ranked only after completing two semesters of full-time enrollment at the College, and (2) 3L students will receive a graduation rank in lieu of a term rank after the Spring semester. 3L students not graduating in the Spring will maintain their term rank from the Fall semester.
2112. ~~Students ranked in the top 15% of the class~~**Actual Ranks.** The Office of the Registrar shall provide students who are ranked in the top 15% of the class with their actual rank in the class ~~after the completion of their first year, and each semester thereafter.~~
2113. ~~Students ranked below the top 15% of the class~~**Percentile Ranks.** The Office of the Registrar shall not provide students ranked below the top 15% of their class, ~~or students who have completed only one semester at the College,~~ with their individual rank in the class. Instead, the Office of the Registrar shall provide these students with their percentage group standing in ~~5% increments for students with GPAs in the top 20% to 50% of the class, and 10% increments thereafter, the following categories: top 20%, top 25%, top 30%, top 35%, top 40%, top 45%, top half, and top 75% of the class. Students below the top 75% shall not be ranked.~~

The faculty rejected the proposal to modify the required or permitted percentage of grades in the A range or in the below B- range.

The next major student success initiatives on the faculty's agenda for this academic year are a proposal to require formative assessment and a proposal regarding what the Academic Regulations refer to as "academic supervision" and "academic counseling." Regarding the former, the ABA approved a [modification](#) of Standard 314; that Standard now requires formative assessment in the 1L year. The amended Standard states:

All courses in the first one-third of the credit hours earned by students in the JD program shall include at least one formative assessment. The formative assessment shall include feedback that allows students to evaluate their performance relative to the learning outcomes in the course. The law school shall provide academic support for students who fail to attain a satisfactory level of achievement on the formative assessment.

II. Supplemental Analysis of July 2024 Bar Outcomes

Report 6.1.2.1 for the December 2024 Board of Directors meeting² described our graduates' performance on the July 2024 administration of the bar exam. At the time, we noted that it would take some time to obtain information about peer schools' performance and to analyze the determinants of the improved bar outcomes. This section closes the loop by (A) putting UC Law SF's graduates' outcomes in context relative to peer schools and (B) summarizing key takeaways from our rigorous statistical analysis of the factors that produced the positive July 2024 results and the risk factors that persist.

A. UC Law SF Outcomes in Context

Since we first reported regarding our July 2024 first-time bar pass rate, which was 84% for the Class of 2024 and 83% overall, the California State Bar released comparative data across schools. Pepperdine Dean Paul Caron's TaxProf Blog [presents](https://taxprof.typepad.com/taxprof_blog/2024/12/july-2024-california-bar-exam-results.html) the data in rank order by first-time pass rate, showing for each school the corresponding U.S. News ranking.³ We have layered into Dean Caron's chart, replicated below, the entering metrics for Class of 2024 for each school.

Bar Pass Rank (Rate)	Law School (# of 1Ls)	US News Rank CA (Overall)	FA21 Entering Metrics (LSAT/UGPA)
1 (95.9%)	Stanford (184)	1 (1)	175/172/170 3.99/3.91/3.81 ⁴
2 (93.6%)	UCLA (366)	3 (13)	171/170/166 3.92/3.82/3.57
3 (93.3%)	USC (212)	4 (20)	169/168/165 3.90/3.82/3.60
4 (90.9%)	UC Berkeley (384)	2 (12)	171/169/165 3.92/3.83/3.74
5 (88.5%)	Pepperdine (217)	6 (52)	166/164/159 3.91/3.80/3.48
6 (88.3%)	UC Davis (265)	7 (55)	167/165/160 3.82/3.70/3.44
7 (86.3%)	UC Irvine (169)	5 (42)	168/167/163 3.80/3.69/3.50

² See https://repository.uclawsf.edu/cgi/viewcontent.cgi?article=1055&context=board_materials_2024.

³ See Paul Caron, *July 2024 California Bar Results*, TaxProf Blog (December 21, 2024) (available at https://taxprof.typepad.com/taxprof_blog/2024/12/july-2024-california-bar-exam-results.html).

⁴ 75th, 50th, and 25th percentiles pulled from 2021 ABA 509 reports collected by Bar Success Analyst Stefano Moscato.

Bar Pass Rank (Rate)	Law School (# of 1Ls)	US News Rank CA (Overall)	FA21 Entering Metrics (LSAT/UGPA)
8 (86.2%)	Loyola – L.A. (350)	8 (61)	163/161/158 3.78/3.64/3.43
9 (83.7%)	San Diego (257)	9 (68)	163/161/157 3.81/3.70/3.39
10 (83.4%)	UC Law SF (398)	10 (82)	162/160/157 3.69/3.52/3.30
81% CA ABA ave. first-time pass rate	NA	NA	163.6/161/158.1 ⁵ 3.74/3.59/3.34
11 (76.7%)	USF (148)	15 (165)	157/155/153 3.60/3.33/3.01
12 (75.0%)	Chapman (150)	11 (108)	162/160/154 3.71/3.60/3.13
13 (74.3%)	Santa Clara (226)	13 (158)	160/157/155 3.62/3.42/3.18
14 (71.1%)	McGeorge (170)	14 (159)	157/155/152 3.66/3.44/3.03
15 (67.7%)	Western State (110)	Rank Not Published	153/150/148 3.43/3.11/2.86
16 (63.6%)	Southwestern (373)	12 (145)	157/154/152 3.57/3.31/3.03
17 (63.4%)	Cal Western (256)	Rank Not Published	156/153/151 3.48/3.26/2.97
18 (44.2%)	Golden Gate (145)	Rank Not Published	154/151/148 3.42/3.13/2.85

July 2024 CA ABA Law School Bar Outcomes

Here are some reflections regarding the foregoing table:

- The fourth column displays entering metrics and does not provide the metrics of the graduating class that sits for the bar exam. (It turns out that for the Class of 2024, the metrics of the graduates who sat for the bar exam were roughly the same as the class's entering metrics, though in years in which the transfer out percentage is much higher than the DQ percentage, we might expect a downward shift.) Transfer attrition at UC Law for the class that entered FA21 was approximately 4.2%,⁶ which is lower than historic transfer out rates for the College. By comparison, transfer attrition at Loyola and USD was 2.6%⁷ and

⁵ Average metrics for all CA ABA schools that Stefano calculated.

⁶ UC Law's 2022 ABA 509 report shows 17 transfers out of the class that entered FA21, or 4.2% of 398 reported 1Ls in the 2021 ABA 509 report.

⁷ Loyola's entering class in FA21 was reported as 350, and the school reported 9 transfers out of the 1L class, or 2.6% transfer attrition.

3.1%⁸ respectively. (UC Law SF's transfer attrition has since increased due to the College's U.S. News rankings decline.) Due to the College's large rising 2L class that year and the lower LSAT and UGPA of transfer applicants generally, as well as concerns about resulting negative effects on employment and bar passage, Admissions accepted fewer transfer in students to the rising 2L class. Whereas UC Law had 3 transfers in as 2Ls (compared to 17 1L transfers out) in FA22, USD had 10 transfers in and Loyola had 21 transfers in that year, exceeding transfer attrition by 2 and 12 students, respectively.

- There's a strong but imperfect correlation between rank and entering metrics and between those two variables and the College's first-time bar pass rate. The pass rates and metrics for Loyola, USD, and UC Law SF are closely clustered and line up with admissions metrics.
 - Most schools in the top 10 CA law schools performed as predicted by their ranking and metrics, though UC Berkeley and, especially, UC Irvine underperformed relative to their students' admissions metrics.⁹
 - For the lower-ranked schools with pass rates below the CA ABA average, the ranking/metrics and pass rate correlation is weaker. One story to tease out from the data is that USF substantially overperformed what metrics might predict and Southwestern underperformed. One might alternatively infer that Western State and McGeorge also overperformed, such that Southwestern merely performed as expected.
- As some lower-ranked, lower-metric schools like Golden Gate drop out of the CA ABA cohort, the average CA ABA pass rate will increase. (This is relevant insofar as being above the CA ABA average pass rate has been a yardstick to measure our own success and progress.) Class of 2020 was the last class for which our median LSAT (159) exceeded the CA ABA average (157.3).
- Although the Admissions Office successfully enrolls classes with metrics above the overall applicant pool, factors such as U.S. News ranking and scholarship funding availability constrain our ability to enroll more high-metric students.¹⁰

⁸ USD's entering class in FA21 was reported as 257, and the school reported 8 transfers out of the 1L class, or 3.1% transfer attrition.

⁹ UC Irvine's 25% isn't far off from our 75% mark for LSAT and UGPA on admission, but their graduates outperformed ours by only a few percentage points, on average.

¹⁰ In reporting on the gravitational pull of metrics and the need that creates to work harder as an institution to meet bar passage targets, we don't mean to suggest that Admissions is doing anything less than a stellar job enrolling a wonderful entering JD class each year. The student recruitment landscape is increasingly competitive and complex, influenced by factors such as our variable U.S. News ranking, fluctuations in bar passage rates, scholarship budgets compared to other California law schools, students' post-pandemic preference to stay closer to home (with most residing in the LA region), and evolving student expectations. Our Admissions team works diligently to implement innovative strategies and build meaningful connections with prospective students to ensure we bring in a diverse and talented student body.

B. Statistical Analysis of the Causes of Improved Outcomes in July 2024 and of Persistent Risk Factors

Dr. Stephen Goggin, Ph.D., has worked with the College since 2016 to use statistical analysis to analyze the determinants of first-time bar passage and to help us make evidence-based reforms to our academic program.¹¹ Dr. Goggin recently undertook an analysis of the Class of 2024 and placed the Class of 2024 data into a larger data set including the Classes of 2019-2024 for more robust analyses. Key findings include the following:

- Year-over-year gains from Class of 2023 to Class of 2024 were spread across all quartiles, except the first quartile, which had a 100% pass rate both years. Gains were particularly notable for LEOP graduates. According to Dr. Goggin, “[d]espite LEOP status being associated with a...lower probability of bar passage for the whole 2019-2024 period, we see a small and positive association among 2024 graduates.”
- For all students, additional bar courses taken in their upper division years increase their probability of bar passage, but third and fourth quartile students who take more than 7 upper division bar classes experience lower probability of bar passage, suggesting that 7 is the right number for these students.
- In recent years, we have been seeing a negative association between first-time bar passage and 1-1 office hours meetings with specialist skills faculty in the Office for Academic Skills Instruction and Support. However, by breaking out efficacy analyses between the fall semester and the spring semester of the 1L years, we see that office hours are positively associated with bar outcomes in the fall, when participation is voluntary, and significantly negative in the spring, when lowest-performing students are required to have such office hours, indicating that selection bias is skewing the efficacy analysis.
- Other 1L academic skills development programs, including LEOP practice exams and the Academic Support Program’s Discussion Group Leader program appear to correlate with higher first-time pass rates for key cohorts. Here are relevant quotes from Dr. Goggin’s most recent report:
 - “For the 1L interventions of interest, we find that attending an OASIS discussion group is associated with a 1.0% increase in probability of

¹¹ See note 1, above. The analysis in this subsection of this report updates the study of outcomes in the period 2010-2023. The analysis here focuses in particular on the period that includes the six graduating class cohorts 2019-2024. Class of 2019 was the first graduating class to experience something close to a comprehensive set of bar success initiatives implemented starting in the 2016-2017 academic year. So a study that includes 2019-2024 graduates provides the best insight regarding the College’s current educational program, taking into account the fact that we are constantly innovating in that program and that, at the same time, student needs and exam conditions are in flux.

passing the bar for the whole 2019-2024 period, and a 1.8% increase in the 2024 graduating class.”

- “If we zoom in on interventions for LEOP students only – participation in LEOP exams or tutorials, we see that there is a positive (but not statistically significant) association between LEOP exams and bar passage. While not significant, the magnitude is quite large, suggesting an increase in passage of 3.2% for 2019-2024 and 5.1% for the 2024 graduating class.”
- In the upper division years, student choices that positively correlate with first time bar passage include taking upper division bar courses (2.8% per course, with the biggest gains in the third and fourth quartiles), participating in clinics (1.2% per fieldwork unit), and serving as TAs (1.5% per TA unit). Student choices that correlate with a lower probability of bar passage include study abroad (which, during the full period 2019-2024 is associated with a 26.3% reduction in probability of bar passage for third quartile students); the Global Programs Committee is considering increasing the presumptive GPA threshold for study abroad eligibility.
- In the upper division years, Law & Process versions of bar classes are negatively associated with first-time bar passage in our study, but that is likely due to the same selection bias we see in spring semester 1L year office hours, i.e., that we route our most at-risk students into that class. Conversely, Critical Studies 1 shows as having a particularly positive effect on first time bar passage (8.8% increase for third quartile students), and Critical Studies 3 is associated with a nearly 12% boost in the likelihood of first-time bar passage for the same cohort. Critical Studies 2 is also positively impactful (6.5% for the third quartile). We don’t yet have data for Critical Studies 4, but because no factor other than LGPA as strongly predicts bar passage as does percentage of post-graduation commercial bar course completion, we expect this course to have a positive impact. Thus, the overall picture supports extending a course requirement from the Critical Studies suite to third quartile students.

Perhaps the most important finding when layering Class of 2024 data into our prior analyses is that, according to Dr. Goggin, “[w]e see remarkably similar patterns for all students whether we examine the [data set for the] full 2019-2024 period or just the 2024 class for nearly all predictors.” In other words, at least as of the last NCBE-administered version of the California Bar Exam, we generally understand the ways in which the inputs we measure intersect with probability of first-time bar passage.

As previously reported, our assessment efforts to date have been pegged to one primary outcome, first-time bar passage on the version of the California Bar Exam that included NCBE administration (MBE, etc.). Starting this past February, California moved to a bar

exam created by Kaplan. The exam was administered on a Meazure testing platform that did not function as planned.

III. California Bar Exam Update – February and July 2025 Administrations

In Report 6.1.2.2 for the December 2024 Board of Directors meeting,¹² we shared developments regarding the California Bar Exam’s new partnership with Kaplan and intention to administer the bar exam differently (among other key changes, without relying on the National Conference of Bar Examiners and administering it remotely and at in-person test centers run by Meazure Learning).¹³ The rollout, including before, during, and since the exam, has been chaotic.

Events Leading to the February 25-26 Exam

On February 13, 2025—less than two weeks before the exam—the Bar offered all applicants the chance to withdraw from the exam with a full refund, saying in an online post:

We are extremely sorry for how the administration of the February 2025 Bar Exam has been rolling out. We understand that scheduling challenges, poor communication, and inconsistent messaging between the State Bar and Meazure Learning have caused a lot of frustration, confusion, and anxiety. As a result, we are offering all applicants who wish to withdraw from the February exam a full refund (less bank fees).

To qualify, you need to withdraw before the exam by submitting your request to withdraw through the [Applicant Portal](#).

We know many applicants do not have the option of withdrawing, and we are committed to making the exam the best experience we can.¹⁴

Based on conversations with and surveys of applicants, webinars with and updates from the State Bar, and other reporting, examples of the problems faced by applicants during the pre-exam rollout include the inability to timely schedule their exams; a limited opportunity to practice with the Meazure Learning software platform; unclear and evolving software functionalities and other support tools; and last-minute changes (released on February 10) to the Kaplan and Bar-produced study guides previously

¹² See https://repository.uclawsf.edu/cgi/viewcontent.cgi?article=1055&context=board_materials_2024.

¹³ See https://repository.uclawsf.edu/cgi/viewcontent.cgi?article=1059&context=board_materials_2024.

¹⁴ See California State Bar, February 2025 Bar Exam Notices (Feb. 13, 2025 Notice), *available at* <https://www.calbar.ca.gov/Admissions/Examinations/California-Bar-Examination/February-2025-Bar-Exam-Notices>.

released in November 2024. Throughout the pre-exam rollout period, the State Bar was receptive to feedback from students and California law school bar professionals and has tried to remedy some of these issues—for example, it made a previously one-time test run of the Meazure Learning platform available for applicants’ repeat practice, and it has clarified or changed software functionalities. In this short period, however, even these well-intentioned efforts have contributed to the sense of miscommunication, “frustration, confusion, and anxiety” acknowledged in the Bar’s February 13 announcement.¹⁵

Reflecting the ongoing challenges, on February 21, the State Bar offered two additional pre-exam remedies for applicants: (1) it offered a July 2025 exam fee waiver for February applicants “who are unsuccessful on the February 2025 bar exam despite their good faith efforts and those who withdrew from the exam,” and (2) it offered a limited reimbursement for nonrefundable travel for applicants who booked travel and lodging based on the initial test-center availability (which was subsequently changed to add more sites).¹⁶

Continuing until February 23, just two days before the exam, the Bar acknowledged “reports of issues in the Meazure Learning platform affecting” basic functions like “the ability to type into the answer window, use backspace/delete, and cut and paste.”¹⁷ On the same day, it also disabled a previously promised “spellcheck/autocorrect” feature in the software.¹⁸

Administration of the February Exam

The exam was administered on February 25-26, and throughout the week for some applicants with additional-time accommodations, via Meazure Learning’s remote platform and at its in-person testing sites. For applicants in both settings, and across both the written (essay and performance test) and multiple-choice question sections,

¹⁵ A comparison of the [July 2024 Bar Exam FAQs](#), which was 5 pages consisting of 16 FAQs, and the [February 2025 Bar Exam FAQs](#), which was 13 pages with 53 FAQs and updated at least 12 times, illustrates the amount of changing test-administration information applicants have had to track and adapt to. And this does not include information made available during webinars, elsewhere on the Bar’s or Meazure Learning’s websites, or Reddit—it appears that both the Bar and Meazure were officially posting information and answering questions on Reddit. Potentially reflecting the difficulty of tracking the different sources of evolving information, as of February 13 “the February 2025 Bar Exam FAQ will no longer be updated”; “[t]o be able to post information in a timely manner and in a way that is easier to digest,” the Bar will now post additional notices on its [February 2025 Bar Exam Notices](#) page. See California State Bar, February 2025 Bar Exam Notices *available at* <https://www.calbar.ca.gov/Admissions/Examinations/California-Bar-Examination/February-2025-Bar-Exam-Notices>.

¹⁶ [February 2025 Bar Exam Notices](#).

¹⁷ *Id.*

¹⁸ *Id.*

countless applicants have reported serious technical and support issues. This includes, but is not limited to, the following:¹⁹

- Inability to launch the exam at all.
- Frequent disconnections while taking the exam.
- Hours of technical support to get back to testing.
- Running of time while addressing issues.
- Unexpected submission of answers before completion.
- Inability to submit answers.
- Repeated error and other pop-up messages blocking the screen.
- Error messages after attempting to submit answers.
- Significant delays in starting the exam at test centers.
- System software not performing as expected and as promised, including the following types of system errors:
 - Cut/paste not functioning.
 - Screen freezing but with the time continuing to run.
 - Lags in typed answers appearing on screen (up to 1 second or a complete sentence behind in time).
 - Problems with highlighting .
 - Performance test file and library (the contents of the exam) not available.
- And various issues with proctor and technical assistant training and conduct, including the following:
 - Proctors and technical support unable to resolve problems.
 - Incorrect information from support and proctors.
 - Disruption by proctors to re-conduct security scan or adjust seat and camera position.
 - Frequent switching of proctors.
 - Unprofessional or rude behavior from proctors and support.

In addition to these and other issues with Meazure Learning, some applicants have reported problems with the newly draft Kaplan multiple-choice questions, including typos and grammatical errors, questions missing necessary information, and questions that appeared to test-takers to contain multiple (or no) correct answers. (Test takers have not shared any information with us about the substance of any questions, and the Bar has not released the questions, so the College is not able to independently verify concerns conveyed by test-takers.)

Word of these issues quickly spread during testing days and since, on Reddit and other social-media sites as well as major news outlets.²⁰

¹⁹ This list includes the types of issues reported by State Bar staff during a March 5, 2025 California State Bar Board of Trustees meeting, as well as additional issues reported by UC Law SF and other applicants who sat for the exam.

²⁰ See <https://www.nytimes.com/2025/03/02/us/california-bar-exam-test.html>; <https://www.latimes.com/california/story/2025-02-28/utterly-botched-chaotic-roll-out-of-new-california-bar-exam>.

The Bar’s and Supreme Court’s Responses So Far

The State Bar has sent at least three messages to February 2025 applicants: one on [February 25](#) (the evening of the first testing day); one on [February 27](#) (the day after standard-timed conditions testing completed); and one on [March 4](#).

Across these evolving messages, which acknowledge some of the issues faced by applicants, the State Bar has said “a retest is being offered on March 18-19 for applicants who meet the following criteria: 1. Were unable to launch the bar exam in the Meazure Learning platform at all. 2. Have fewer than four successfully submitted written responses (essays and/or the Performance Test).”²¹ The Bar is also offering a retest to “applicants who were unable to access the multiple-choice questions at all as well as those who did not have submissions for 2 or more [of the 4] sessions of the multiple-choice questions.”²²

In total, we are informed that the Bar has said that only 85 applicants (of the 4,138 reportedly scheduled to take the exam) meet this eligibility criteria.²³ We understand that at least one UC Law SF graduate is included in this group. Applicants from various law schools, including via a public comment period during the March 5 State Bar Trustees meeting, expressed frustration with the limited criteria and the few applicants qualifying for the retest.

At the same time, across the messages linked above, the Bar has (and continues to) indicate that it is evaluating other possible remediation measures, including “psychometric remedies like score imputation, pro rata adjustments, and regression modeling.”²⁴ During the March 5 State Bar Trustees meeting, State Bar staff also indicated that it had received and has considered (or is considering) remedies such as (but not limited to) consideration of testing circumstances by graders, adding points to individual scores or all scores, reducing the required passing score, ensuring that a set percentage of test takers pass, extending exam fee-waivers through February 2026, provisional licensure, admission of all test takers, and implementation of diploma privileges. State Bar staff noted that several of these measures (e.g., cut-score adjustments, provisional licensure, and diploma privileges) would require California Supreme Court approval.

²¹ See <https://www.calbar.ca.gov/Portals/0/documents/admissions/Examinations/February-2025-Bar-Exam-Email-March-4.pdf>.

²² *Id.*

²³ *Id.*

²⁴ *Id.*

The Supreme Court has not yet taken action on remedies for February 2025 applicants. It has, however, directed the State Bar to return to the “traditional in-person format” for July 2025, saying in a March 4 statement:

The court is deeply concerned by the troubling reports of technical failures, delays, and other irregularities in last week’s administration of the February 2025 California Bar Examination. The court regrets this situation and apologizes for the disappointment, stress, and frustration experienced by some applicants. At present, the complete scope and causes of the problems are still being determined. Last week, the court asked the State Bar, in conjunction with the vendor responsible for administering the exam, to provide an expedited, detailed report regarding the problems encountered by applicants. This information is crucial in informing how the court will provide appropriate remedies for affected applicants who deserved and expected better. In the interim, the court directs the State Bar to plan on administering the July 2025 California Bar Examination in the traditional in-person format.

It is unclear at this time whether the return to a “traditional in-person format” includes a return the NCBE’s multiple-choice questions (instead of Kaplan’s), which have traditionally been administered in California, or merely a return to in-person testing.

As previously reported, the current changes to the California Bar Exam—including use of Kaplan and remote-testing options—were driven by the State Bar’s sense that it needed to reduce exam-administration costs. There are reports, however, that the current administration is exceeding projected costs.²⁵ During the March 5 State Bar Trustees meeting, Trustees and staff also discussed the financial consequences of moving back to in-person testing—including the need to find testing centers, proctors, and a software provider—and the fee waivers offered in advance of the February exam.

UC Law SF Support for Applicants

To support UC Law SF applicants during this time, the Bar Support team has:

- Attended webinars and directly communicated with State Bar representatives to both obtain general information and support individual students;
- Shared with and highlighted for applicants key updates and information from the State Bar, including regular deadline reminders and policy updates;
- Supported individual students through one-on-one advising on strategies for testing in this new environment, analysis of past bar performance for retakers, and strategies and techniques for studying;

²⁵ See Karen Sloan, *Amid Calif. Bar Exam Disarray, Refund Offered to 5,600 Test Takers*, REUTERS (February 14, 2025) (available at <https://www.reuters.com/legal/government/amid-calif-bar-exam-disarray-refund-offered-5600-test-takers-2025-02-14/>).

- Held a multiple-choice question workshop led by Chris Fromm, Themis National Director of Curriculum and Assessment;
- Provided group sessions led by Carbon Health's Heather Cotsenmoyer, Clinical Psychotherapist;
- Offered first time takers the opportunity to participate in the Alumni Bar Passage Support Scholarship program;
- Offered repeat takers the opportunity to participate in the AdaptiBar Scholarship program;
- Provided individualized substantive and writing feedback on practice essays and performance test answer through the BEST Essay program;
- Held group BEST Essay sessions involving substantive and writing instruction built on practice essays and performance tests;
- Advised applicants experiencing test-day technical and other issues how best to document those issues in writing with Measure Learning and the Bar;
- Regularly updated graduates with information received from the Bar about the problems encountered and the potential remedies for them;
- Collected feedback from graduates who were impacted;
- Used applicants' feedback to inform informed suggestions and requests made in the [letter sent by deans of ABA accredited law schools to the California Supreme Court](#); and
- Provided study advice, including via email and in-person, to impacted grads.

In addition to supporting February 2025 applicants, the UC Law SF Bar Support team is regularly updating current students as more information becomes available. This includes, among other things, keeping them up to date on the July 2025 application deadline, which was previously (as is normal) set for March 1 but pushed back by the Bar to sometime in mid-March.

Director of Bar Passage Support Margaret Greer and Associate Director Dan Martin will be available to take questions on the ways in which we have supported our February bar takers and current students and, as this is a fluid situation, to provide updates on events after the date of this report.

Report 6.2.2 – Employment

By Assistant Dean Amy Kimmel for Career Development Office

A. Class of 2023 Employment (Year Over Year Data)

The UC Law SF Career Development Office (CDO) captures employment data for the graduating class at the start of every month on our graduate tracking sheet. Our graduate tracking sheet includes anyone who has not given us all the information required for reporting so it is possible that a graduate's employment status may still change.

- February 1, 2025: 59/366 (16% are unemployed and/or we do not have complete data on their employment status).¹
- February 3, 2024: 85/345 (25% are unemployed and/or we do not have complete data on their employment status).
- February 1, 2023: 66/309 (21% unemployed and/or we do not have complete data on their employment status).
- February 15, 2022: 61/284 (21% unemployed and/or we do not have complete data on their employment status).

B. Recruiting Programs

a. PIPS Day

Our annual Public Interest Public Sector (PIPS) Day program occurred on January 31 and February 2. This program is a partnership with most other Northern California law schools. It includes an afternoon of informal virtual table talks and a day of formal interviews with nonprofits and government agencies. 283 UC Law SF students submitted applications for formal interviews, and 172 UC Law SF students had interviews. More than 195 employers registered for the program (up from 165 last year).²

b. Summer OCI

We continue to refine and update our on-campus interview program focused on 2L summer hiring for Big Law to meet changing recruiting timelines and market conditions. Because many firms are pivoting to relying more on their direct application portals to recruit summer associates (outside of and before traditional OCI), we are working to

¹ The year-over-year snapshot overstates the degree to which we are heading toward employment outcomes at 10 months after graduation for the Class of 2024 that are significantly different from last year's employment outcomes.

² A handful of federal government employers withdrew in the wake of the Executive Order re: federal hiring freeze. (See Section D, below.)

ensure our students have the information they need to take advantage of these opportunities. We will again offer a two-pronged approach with an early June OCI session and a late July OCI session. This month, we are launching resources on Sharknet and hosting an information session for all students as well as a special LEOP/First Gen Program session and a meet the employers networking event. These resources will focus on advising students how and when to apply to firms, how to learn more about the firms, and how to take advantage of all application methods.

C. Other Key Programs

Boutique and Mid-Size firm week occurred February 10-13. The week featured a different panel each day followed by a networking reception on the final day. Panelists focused on the job search, plaintiff's side work, unique practice areas and impactful practices. Dozens of practicing attorneys participated, including many who work at law firms that regularly hire our students.

Through our January Mock Interview Program, 155 1Ls matched with 79 attorneys (mostly our alumni) in the private sector (BigLaw, boutique and in-house), as well as with public sector (state and local level) and nonprofit/social justice attorneys.³ In partnership with LEOP, we also had held the fifth annual Airbnb Mock Interview program; this year, we matched 42 LEOP students with 21 Airbnb attorneys. This is a total of 197 student interviews (up from 173 last year) and 100 attorneys (95 last year). For the third year, we are also partnering with the First Gen Program and Apple for an interview program in April.

D. Impacts of Federal Actions

The federal hiring freeze has negatively impacted our students resulting in both post-grad and summer job offers being revoked. While few of our students take federal government jobs immediately upon graduating,⁴ due to the strength of our tax program, we usually have at least one graduate going into the IRS Honors program. We are working with our impacted students and are monitoring the situation. So far, the number of directly impacted students is in the low single digits, but the reduction in the size of federal attorney workforce may impact hiring of new law graduates in some sectors of the legal services market.

³ Feedback from both attorneys and students is overwhelmingly positive for this program. Attorneys praised how well prepared and respectful students were; how impressed they were with students' experience, skills, and commitment to and passion for the law; and the students' eagerness for feedback. Students reported the program gave them confidence for their actual interviews, was extremely helpful, and "one of the best practical skills developments I've gotten in law school."

⁴ Recently, between 5-10 graduates a year go into federal government job. This often includes one or two graduates entering JAG (which does not appear to be impacted).

Another executive order aims to bar transgendered individuals from military service. This goes against UC Law SF's policy to preclude any employers who discriminate from participating in recruiting activities. However, the Solomon Amendment (a provision of federal law, provides that a university will lose federal funds if a law school excludes military recruiters) remains binding on law schools. Chancellor & Dean David Faigman [notified](#) the community of our intention to continue allowing the military to recruit on campus while supporting all of our students, including those interested in military service and our transgender and nonbinary students. We are working with Provost & Academic Dean Morris Ratner, Dean of Students Tiffany Gabrielson and Assistant Dean of Student Services Miguel Zavala to create student-facing resources, post notice of any military recruiting activities, and work with OUTLaw to develop additional ways to demonstrate our commitment to supporting all our students, including our transgender and nonbinary students.

Report 6.2.3 – Supplemental Strategic Plan re Generative AI

By Provost & Academic Dean Morris Ratner

This report describes the College's ongoing implementation of its 2024 [Supplemental Strategic Plan](#) regarding artificial intelligence (AI) and other emerging technology.

The UC Law SF administration is responsible for implementing and reporting progress toward advancing the goals of the College's overarching [2020 Operational Strategic Plan and supplemental strategic plans adopted since that time](#).¹ Since the College adopted the [Supplemental Strategic Plan on GAI](#), the most significant developments have been in the form of new hires (e.g., Director of Applied Innovation [Tal Niv](#) and Center for Innovation Visiting Assistant Professor and Shashi & Dipanjan "DJ" Deb Faculty Scholar [Zac Henderson](#)), the addition of new AI-related courses to the curriculum (e.g., [Technology Law and Lawyering Concentration](#)), and the development of new co-curricular (i.e., not for credit) educational programming (see [LexLab](#) report, attached as Exhibit A). [AI Law & Innovation Institute](#) ("AI Institute") has also quickly moved to make contributions to the scholarly and public policy discourses on AI.

The initiatives we have pursued to date cut across goals articulated in the Supplemental Strategic Plan. They include, among others, the following:

- Launching the AI Institute within the [Center for Innovation Center for Innovation](#) (C4i). The AI Institute's [webpage](#) describes its mission and work. (See also Exhibit B describing the AI Institute's work supported by a generous gift of seed funding.) Distinguished Professor [Robin Feldman](#) directs the AI Institute in close partnership with Professor Henderson and others.²
- Appointing Director of Applied Innovation [Tal Niv](#), who is in her first full academic year at the College. Professor Niv is a full-time faculty member focused *exclusively* on technology and innovation. Her responsibilities include managing the development of our technology curriculum; partnering with Director [Drew Amerson](#) to co-manage and expand the programming associated with our legal technology center, LexLab; teaching core classes; and building connections between UC Law SF and the Bay Area and global technology sector. (The memo from Professor Niv and Director Amerson attached as Exhibit A highlights recent achievements.) Among other things, in her first months at the College, and in partnership with Director Amerson, Professor Niv has:
 - Started updating the JD [Technology Law and Lawyering Concentration](#) (including adding new AI-focused courses described below).

¹ See, e.g., [Report 6.2.1](#) for the September 13, 2024 meeting of the Board of Directors.

² The AI Institute launched with \$100k in seed funding from the Chancellor & Dean. That funding has been significantly supplemented by a generous gift of \$1 million to establish the Shashi & DJ Deb Emerging Technology Law Fund, which is being allocated for current use to support the AI Institute's work. The AI Institute is using the funding to: (1) elevate the AI Institute's presence through scholarly research and writing and social media; (2) develop plug-and-play instructional modules helping the College incorporate AI-related instruction pervasively across the curriculum; and (3) establish relationships with third-party funding organizations that may lead to additional funding in the future.

- Brought practitioners into our orbit as new or potential new adjunct professors.
- Created and hosted new co-curricular programs through LexLab. Examples are listed in the attached memo and on [this page](#).
- Providing AI research tool training for employees and students, through the Library's asynchronous [modules](#) and through Lexis and Westlaw.
- Encouraging and documenting individual faculty members' ad hoc experiments with AI teaching tools.
- Surveying practitioners regarding adoption of AI tools in legal practice.

Additional initiatives in the works include:

- Continuing to investigate how technology is changing the practice of law – information the College can use when assessing the degree to which our educational program is preparing our students for practice (Director of Applied Innovation/LexLab).
- Developing instructional modules that bring consideration of AI and other emerging technologies into the core JD curriculum (AI Institute).
- Together with the Assistant Deans for Student Services and the CDO, contributing instructional content to the 1L Essentials (mandatory co-curricular) program on AI and other emerging tech in law practice (Director of Applied Innovation/LexLab).
- Building a record of research and policy analysis pertaining to AI and other emerging technology (AI Institute).
- Creating an executive education program for practitioners interested in AI, launching as early as summer of 2025 (Director of Applied Innovation/LexLab).
- Raising the profile of UC Law SF and its faculty in the field of AI through press, social media, and direct communications with other law school faculty (AI Institute). More generally, enhancing efforts to communicate our excellence in the areas of AI and other emerging technologies (Communications).

College personnel primarily responsible for implementing many of these initiatives are affiliated with our law and technology centers – the AI Institute at C4i and LexLab. But, as gestured at below, a number of other administrators, centers, and faculty have participated in projects that advance the Supplemental Strategic Plan, including the Library, the legal writing program, the Center for Negotiation and Dispute Resolution, the Office for Academic Skills Instruction and Support, the Career Development Office, and individual faculty who have experimented in their individual classes or research or who are partnering with AI Institute to create instructional modules.

The remainder of this section elaborates some of these bullet points and puts them in the context of the goals articulated in the Supplemental Strategic Plan.

Goal 1: *Ensure the UC Law SF is a leader in AI and other emerging technology.* This section of the Supplemental Strategic Plan partly signals our broad aim to be a leader in technology law and lawyering. Most of the bullet points listed above

connect to this overarching goal, which we achieve through staffing, research, our curriculum, and our programming – and by communicating our efforts on all fronts. Goal 1 of the Supplemental Strategic Plan also specifically addresses our need to understand how technology is changing the practice of law. Toward that end, Professor [Paul Belonick](#) surveyed [Startup Legal Garage](#) attorneys and found that adoption of AI-related tools is taking longer in practice than what we predicted when we were developing the strategic plan. LexLab Director Amerson is preparing an additional survey, this time of new attorneys, to see whether younger lawyers across a wider variety of practice settings are using AI tools more extensively than appeared to be the case in our original survey. (See Exhibit A.)

Goal 2: Develop and enhance the expertise on our faculty and staff re GAI and other emerging technologies. The thrust of this goal is to create a center focused on AI, educate existing faculty, and keep AI and tech expertise in mind when making new hires. So far, and as noted, the College has created the AI Institute, hired Tal Niv as Director of Applied Innovation, and hired a new Visiting Assistant Professor ([Zac Henderson](#)) whose research interests include AI and who has agreed to take on a special role at the AI Institute as the Shashi & Dipanjan (“DJ”) Deb Faculty Scholar.³ In addition, to develop faculty expertise, we have created Sharket resources such as [this page](#), shared training videos on use of AI tools such as [these](#), encouraged faculty to share their experiments with AI tools (e.g., this [report](#), at pp. 5-8),⁴ and shared information with faculty about programs hosted by LexLab and others that bring experts to campus. The Library is also hosting a March training session for faculty interested in using AI for research and drafting.

Goal 3: Review program learning outcomes to ensure we are graduating students who have the knowledge and skills they need in practice. The ABA just [amended](#) Standard 315 to require regular reviews of program learning outcomes and implementation this goal will be wrapped into that obligation, aided by what we learn from an advisory board of practitioners we are creating to sharpen our understanding of where legal practice is heading.

Goal 4: Update the curriculum to ensure students become skillful users of AI and other emerging technologies. Director of Applied Innovation Tal Niv’s first priority upon joining the faculty was to revamp the law and technology concentration, now called [Technology Law and Lawyering](#), and to coordinate with the Provost and the faculty to add new classes. So far, we have added courses on [AI Law](#), [International AI Law and Governance](#), and [Product Counseling](#); additional courses are in the pipeline. Developing a certificate program for practitioners is another initiative listed in this section of the Supplemental Strategic Plan, and that is in the works. The UC Law [Center for Negotiation and Dispute Resolution](#) is in the early stages of developing a new AI

³ In addition to the Shashi & DJ Deb Emerging Technology and Law Fund that has given the AI Institute capacity to advance the Institute’s mission, the Debs endowed a separate \$1 million Shashi & DJ Deb Endowed Professorship for Emerging Technology and Law. That fund, already approved by the Board, will generate revenue starting fiscal year 2027 (Fall 2027) to support a chair for a faculty member focused on technology and law.

⁴ [Report 6.2.2.1](#) for the June 7, 2024 meeting of the Board of Directors.

teaching tool for use in Negotiation classes. AI Institute is developing and piloting new modules for use generally in regular doctrinal courses, which are expected to be rolled out formally in stages beginning in academic year 2025-2026. Lexis and Westlaw offering GAI research tool trainings and resources for our employees and students. The cutting edge in this part of the Supplemental Strategic Plan is to define and teach the fuller range of knowledge and skills that our students need to succeed in legal practice, beyond basic research tools and even if students do not enroll in the Technology Law and Lawyering Concentration.

Goal 5: *Adopt teaching methods to account for GAI.* This goal focuses not on a specialized curriculum but, instead, on more pervasive adoption of teaching methods across the curriculum. The AI Institute's project of creating modules for use in general doctrinal classes (e.g., 1L Torts, Legal Ethics) is a centralized vehicle for implementing this goal. A partnership between the Library and our legal writing program predates the adoption of the Supplemental Strategic Plan and represents another example of centralized activity to ensuring AI instruction takes place; see this set of [training modules](#), which FA24 1Ls were required to watch. Ad hoc faculty efforts to incorporate AI into instruction have had mixed results. [Prior reporting](#) describes some of our most recent efforts.

Goal 6: *Update the way we assess students to ensure we are testing their individual skills, not just their use of GAI.* The Provost regularly advises faculty regarding evolving best practices with regard to assessment of student achievement in light of the availability of GAI.

Goal 7: *Develop co-curricular programs that hone relevant skills.* Progress on this goal includes the Library's GAI training videos, integration of training on GAI research tools in legal writing (with instruction provided directly by Lexis and Westlaw), and a rich array of co-curricular programs hosted by LexLab.

Goal 8: *Harness AI as a tool in our academic program ops.* Individual faculty have experimented with tools, as previously reported. The use of AI or chatbots for advising has been explored, but department-level and student demand has not been robust. We have not yet found GAI tools useful for feedback on student writing, other than off-the-shelf tools like Grammarly that many faculty encourage their students to use. (OASIS Associate Dean Jennifer Freeland is monitoring the market to see if new tools emerge that are in fact useful as instructional aids.) As noted, CNDR is exploring developing an interactive tool from scratch, partly because existing off the shelf tools are not yet sufficiently powerful or helpful.

Goal 9: *Communicate our efforts.* AI Institute and LexLab have directly promoted their work, and they are coordinating with the Chief Communications Officer.

MEMORANDUM

To: Academic Dean Morris Ratner

From: Drew Amerson, Director of LexLab &
Tal Niv, Director of Applied Innovation

Re: Update on LexLab & Tech Law Concentration Work on AI in 2024-25

Date: February 24, 2025

LexLab and the Technology Law and Lawyering concentration are committed to supporting the law school's Supplemental Strategic Plan on Generative Artificial Intelligence ("GAI"). This memorandum provides a summary of the steps we have taken in 2024 and 2025 to ensure that UC Law SF is seen as a leader in GAI and other emerging technologies. Our efforts have been focused in three areas: events, curriculum, and community engagement.

Events

Since the start of 2024, we have hosted several events on GAI. Here are short summaries of those events:

- April 2024 – [*Generative AI & the Business of Law*](#)
 - Our speakers were Ashley Pantuliano, Deputy General Counsel at Open AI, Ernest Hammond III, AI Product Counsel at Meta, and Alice Armitage, Director of Applied Innovation at UC Law SF. This event was hosted in the main LexLab space and drew about 40 attendees for a discussion of how generative AI is reshaping the legal profession.
- June 2024 – [*Women Leading with AI*](#)
 - Our speakers were Ashley Pantuliano, Deputy General Counsel at Open AI, Cecilia Ziniti, Founder & CEO at GC AI, and Alice Armitage, Director of Applied Innovation at UC Law SF. This event, which was co-hosted with [*ChIPs*](#), was held in the Baxter Courtroom. The crowd of more than 50 received a primer on GAI and a "show and tell" session on the tools being used by lawyers.
- September 2024 – [*Justice Tech Accelerator – Meet the New Cohort*](#)
 - More than two dozen students joined this lunch and learn in the main LexLab space to hear from the startups in LexLab's Justice Tech

Accelerator. Most of the companies use AI in their products and talked to the students about how they are deploying the technology to help lawyers and create better outcomes for clients.

- November 2024 – [*Tech Law Table Talk – AI Ethics*](#)
 - Our guest speaker was Harry Borovick, General Counsel at Luminance and author of “AI and the Law,” who lead a discussion in the main LexLab space about the ethical and legal implications surrounding the deployment of AI.
- November 2024 – [*Justice Tech Demo Day*](#)
 - More than 50 people attended this event in the Deb Colloquium Room to see demonstrations from the accelerator startups. They also heard from three student teams who had developed business ideas in the *Building a Justice Tech Startup* course. The winning student team used GAI in building their prototype of a tool called Legal Genie that was designed to help small business owners assess risk and respond to complaints from customers.
- January 2025 – [*Tech Law Table Talk – AI Lawyering*](#)
 - More than 40 attended this lunch and learn in the main LexLab space to hear from Justin Haan, Partner at Morrison & Foerster, Ashley Pantuliano, Deputy General Counsel at Open AI, and Ernest Hammond III, AI Product Counsel at Meta, as they discussed working as an AI lawyer.
- January 2025 – [*Privacy Day at UC Law SF*](#)
 - This event, which was held in the auditorium of 198 McAllister, drew over 150 attendees. It was highlighted by a keynote speech by California State Senator Scott Wiener, who talked about his landmark AI Safety bill that was passed in 2024 but vetoed by Gov. Gavin Newsom. Senator Wiener discussed the need to smartly regulate the development of AI while continuing to promote innovation and supporting the industry in California. The event also included a panel of privacy professionals discussing the AI landscape and its impact on privacy laws.
- March 2025 (upcoming) – [*Tech Law Table Talk – AI Litigation*](#)
 - Our guest speakers will be Dan Velton, Tech Litigation Attorney, and Lucky Vidmar, Head of IP and AI Litigation at Microsoft.
- April 2025 (upcoming) – [*Tech Law Table Talk – AI Governance*](#)

- Our guest speaker will be Cornelia Kutterer, Managing Director and AI Governance Expert of Consideration in Belgium.

Curriculum

The concentration in Tech Law and Lawyering supports students seeking to work on cutting edge legal problems, including GAI. Here are the courses supported by the concentration during the current academic year:

- *AI Law* – Tal Niv and Ernest Hammond III
- *Building a Justice Tech Startup* – Drew Amerson
- *International AI Law & Governance* – Tal Niv and Cornelia Kutterer
- *AI & IP* – Course in development by the Director of Applied Innovation.

Community Engagement

Our efforts to increase UC Law SF's visibility as a leader in GAI have included the following projects and speaking engagements:

- [AI & the Law video series](#) led by LexLab student research assistants Colt Watkiss and Nadine Nasnas.
- [Justice Tech Accelerator video interviews](#) with LexLab student research assistant, Justin Kim.
- April 2024 – New York Courts 2024 Law School Conference – [Let's Talk AI & A2J: How Law Schools, Civil Legal Services and the Courts Together Can Harness Technology to Address the Justice Gap](#) (Drew Amerson and Alice Armitage participated in the panel discussion: *AI Goes to Law School*.)
- January 2025 – AALS Symposium (Drew Amerson was a speaker on the [Transforming Legal Education with Legal Technology Innovation](#) panel.)

Upcoming Plans

We are currently planning several projects to bolster UC Law SF's reputation as a leader in GAI and other emerging technologies:

- Expanding our Tech Law Table Talk lunches to include a Legal Tech Teatime series with vendors demonstrating their products that are transforming the legal education.
- Conducting a [Survey on AI Usage in the Legal Profession](#) directed to early and mid-career lawyers to better understand how legal professionals are using AI

tools. We hope to use this information to guide curricular reform in the law school.

- Planning a weeklong summer executive education program on AI Governance. We are currently recruiting speakers and have received interest from representatives of several leading technology companies, including Open AI, Google, Meta, Anthropic, and Nvidia.



AI Law & Innovation Institute

AI Law & Innovation Institute

University of California Law, San Francisco

Shashi & DJ Deb Gift Report

February 27, 2025

Prepared by Professor Robin Feldman,

Director of the Center for Innovation (C4i)

It is with great joy that I detail the successes of the AI Law & Innovation Institute (AI Institute) during the first two months of 2025, as well as the work done last fall in preparation for the generous Shashi and DJ Deb Gift of \$1,000,000 (Deb Gift). As Dean Morris Ratner noted in his memo of February 25, 2025, titled *GAI Initiatives @ UC Law SF*, (GAI Initiatives memo) the AI Institute has identified three goals to pursue with the gift:

- (1) Elevate the AI Institute's presence through scholarly research, writing, presentation, dissemination, and social media;
- (2) Launch the first 3 plug-and-play instructional modules helping the College incorporate AI-related instruction pervasively across the curriculum as planned; and
- (3) Establish relationships with third-party funding organizations to open potential pathways for future funding.

The memo below will review progress on each goal, beginning with a brief summary of the timing of the gift activities.

Timing

In September of 2024, C4i learned the general outlines of the Deb Gift along with the donors' desire to move quickly so that the AI Institute could launch major initiatives beginning in January of 2025. Although the gift was not executed and detailed decisions remained between the donors and the College, the AI Institute team chose to begin developing its goals and initiating activities to be ready to roll. Working last fall required that dedicated team members work on their own time, late into the night and on weekends, outside of their other College and grant-funded work. I am tremendously proud of the team's dedication and the exciting results described below.



AI Law & Innovation Institute

Goal I: Elevate the AI Institute's presence through scholarly research, writing, presentation, dissemination, and social media

The AI Institute team began researching, writing, publishing, speaking on AI at an astounding pace to provide a solid base of new publications and ideas that we could roll out in a dissemination campaign at the start of 2025.

The true miracle of the fall period is that with the team's Herculean efforts, I secured a contract from Cambridge University Press in the early fall to write a book on AI & IP. Normally, I would take a full year to write an academic book, but I was able to deliver it to the publisher in 3 months. The book, *AI v. IP*, covers all intellectual property arenas—copyright, patent, trademark, trade secret, and right of publicity—and is scheduled to be on the shelves in May.

- *Fall Published Writing and in-progress on AI*
 - [Artificial Intelligence and Cracks in the Foundation of Intellectual Property](#) (*UC LAW JOURNAL*), Robin Feldman
 - [AI and Antitrust: “The Algorithm Made Me Do It”](#) (*COMPETITION*), Robin Feldman and Carolyn Yuen
 - [The Trends and Cases That Will Define United States Antitrust in 2025 – AI Competition](#) (*PROMARKET*) Robin Feldman
 - AI & Probabilistic Dispute Resolution, (*forthcoming WISCONSIN LAW REVIEW*) Zac Henderson
 - National Security, AI, and State-Federal Legislation (*forthcoming*) Zac Henderson
- *Fall Speaking Engagements, Testimony, and Government Consultations on AI*
 - Robin Feldman spoke at a symposium regarding The Future of Law in an AI World on the topic of *How Will Generative AI Disrupt Our Approaches to Competition?* (Washington D.C.)
 - Robin Feldman testified before the California Law Revision Commission regarding *AI and Competition* (Sacramento, CA)
 - Robin Feldman presented her piece *The Algorithm Made Me Do It* at a symposium for the IDEA law review (U. New. Hampshire).



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- Robin Feldman also was consulted on AI issues by staff members of the California AG's office and the California Law Revision Commission (in addition to her testimony)
- Zac Henderson delivered an invited presentation on *AI and Dispute Resolution* at the Association of American Law School's annual conference (San Francisco, CA)
- Zac Henderson presented his piece, *National Security, AI, and State-Federal Legislation* at the annual Junior Scholars Conference (Northeastern U.)
- Paul Belonick moderated a panel entitled *Career Paths and AI* at salesforce;
- Paul Belonick moderated a panel entitled *The Practicalities of Content Moderation and the First Amendment: A Practitioner's Perspective* including a discussion of deep fakes, for the UC LAW JOURNAL symposium

- *Social Media, Press, and Dissemination Campaign on AI*

This flurry of writing provided the platform for a dissemination campaign that we planned throughout the fall and launched in January. For the planning purposes, I met *weekly* with an outside expert on technology product rollouts who has managed such launches for YouTube, Google, and others. She kindly donated her time to help plan the launch and draft appropriate language for the various stages that started in January.

Step 1: I have a personal list of hundreds of current reporters who have interviewed me on various topics. I also have lists of congressional committee staffers and other government officials, academics, and stakeholders who are interested in my work. As the first stage of the rollout in January, I wrote to each, asking them to introduce me to someone on their team who handles AI, as well as whether they would like to receive AI information from me. The reach-out also included my X handle and LinkedIn information. The resulting group of old and new contacts created a base for our dissemination efforts.

Step 2: Beginning in January, we posted the first three of a series of commentaries on X and LinkedIn under the heading of *Robin's Rules of Order for AI*. These are [cross-posted](#) on the AI Institute's website, and were also emailed to the appropriate lists.



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Rule #1: Distinguish Real-time Dangers from Distant Danger

- [*What keeps me up at night . . . and what doesn't?*](#)
- [*How Social Media + AI → Experimentation on Humans by our Adversaries*](#)
- [*What the Y2K Panic Demonstrates About Distant Dangers*](#)

The series will continue over the next months.

Step 3: We emailed and posted releases about each of the fall academic publications (interspersing and pacing them with the Robin's Rules releases) to press, government officials, academics, and interested stakeholders, including potential donors where appropriate. Specifically in January and February:

- *AI and Antitrust* (published in *COMPETITION*) was disseminated via a release highlighting the risk of an AI hub-and-spoke model of collusion for PBMs.
- The *AI Competition* piece (published in *ProMarket*) was disseminated via a release.
- **Upcoming:** A release has been drafted and will be disseminated next on *AI & Cracks in the Foundation* (in *UC LAW JOURNAL*) highlighting the recent copyrighting of an AI-generated image.

We will continue these releases to social media, press, and others as new academic works appear.

Goal II: Launch the first 3 plug-and-play instructional modules

To help the College incorporate AI-related instruction pervasively across the curriculum, the AI Institute team adapted the goal of creating plug-and-play instructional materials suited for doctrinal courses.

Visiting Assistant Professor Zac Henderson took the lead on the project. Starting with a meeting in September including Academic Dean Morris Ratner and members of the AI Institute team, we considered different ways to structure such a program. The following issues surfaced at the meeting: 1) faculty members may be reluctant to give up precious days of teaching time, meaning that the materials must be something they can easily include in their current syllabi; 2) students may not pay much attention to supplemental material or additional asynchronous modules to watch, if they are not discussed in class;



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3) some faculty members may wish to teach the AI materials themselves, others may wish to have someone else step in and teach; and 4) if the goal is to raise the College's and the faculty's reputation for AI, we should plan to make the teaching packages freely available online for law professors anywhere to use.

In later meetings, we chose Torts, Contracts, and Professional Responsibility as the 3 initial courses. Within those, we chose faculty members who are highly rated teachers to do the programs in their classrooms this spring. Our goal was to develop hypotheticals and other materials that could be included in any standard syllabus for those courses. We found that in working with each faculty, varying models emerged. Rather than trying to force a standardization, we have decided to allow them to develop organically, providing an array of teaching approaches to show other faculty members.

To further elevate the College's reputation and the reputation of individual faculty members, we plan to create videos of the faculty members presenting the materials and find an effective method of posting those video, along with the teaching materials, for free online. The videos would be offered as an example of how Torts instructors at other law schools, for example, could teach the materials or simply play the video in their classrooms. We will begin working on this segment of the plan in the fall, along with creating additional modules for other doctrinal courses.

From September through February, Zac Henderson and the C4i team met regularly and extensively to flesh out this initial plan, to seek input from other faculty and staff members, and design the modules. Zac created a spread-sheet (attached) from his calendar listing planning meetings and knowledge acquisition meetings related to the plug-and-play rollout. As a view of meetings only (not drafting or research time) from the lead C4i team member on the project (rather than everyone), the spreadsheet offers a small window into the amount of time the entire C4i team has invested in providing a quality product.

In addition to the meetings related to the plug-and-play modules, one should note that the spreadsheet includes C4i's own in-house learning sessions. These and even-more-technical side meetings have helped the team develop a deep understanding of how AI works so that we can explain them in clear and simple terms in future classroom modules, academic work, and student materials. In the past, our technical work of this type has become a standard reference point for students, policy makers, government officials, and press trying to quickly understand a devilishly complex scientific and legal area.



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Current status of the three modules:

- Torts: Zac Henderson developed the materials for torts, discussing the materials with Professor Shanin Specter. Zac has delivered the final slides (attached) to Professor Specter, and Professor Specter has confirmed that he will use the materials this semester.
- Contracts: Once again, Zac Henderson developed the materials for contracts, working extensively with Professor Emily Murphy. They are working on a full-day “Mock Performance Test” for a mid-March class that Zac will either attend or substitute for. Rather than different section of materials as in Torts, the Contracts material will be deployed in a single class day that entirely revolves around AI.
- Professional Responsibility: Professor Paul Belonick, who is the Faculty Assistant Director of C4i, is also a highly regarded teacher of this class. Paul is developing and will teach the materials on this topic. He is not scheduled to teach the course until fall, so Paul will complete his plug-and-play materials by the end of the spring semester and teach those materials in his fall class. Paul is working on the following three segments, although he cautions that he may make changes.
 - The duty to communicate with the client about the use of AI, how it would be used and how it will be billed.
 - The duty of competence includes a duty to keep informed of technological change and use it for the client’s benefit; lawyers should be learning how to use this tool if it can benefit clients safely and accurately.
 - The duty of competence includes a duty to keep informed of technological change and use it for the client’s benefit; lawyers should be learning how to use this tool if it can benefit clients safely and accurately.

Goal III: Establish relationships with third-party funding organizations

For the AI Institute to thrive and achieve its potential, additional funding must be secured in the coming years. Beginning in September, we have engaged in the following work related to this goal.

Step 1: Working with outside consultants, we created a spreadsheet of donors within the AI space. Our spreadsheet includes over 30 donors, including primarily foundations and high-net worth individuals, along with a few corporations (although we do not wish to pursue any corporate gifts).



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Each donor is analyzed according to how they might align with relevant areas of our work, and a description of their strategy and priorities, along with some key individual names and contact information.

In addition, one major foundation we spoke to along the way introduced us to a Berkeley Business School lecturer who created for the foundation a broader landscape of AI philanthropy based on public tax filings. With the foundation's blessing, the lecturer shared the spreadsheet with us.

We are in the process of researching our connections and intersections with both lists of potential donors.

Step 2: The AI Institute Team developed a one-pager to describe capture my history of work in AI (attached) We also developed a 3-sentence description. Both of those have been used as I reach out to introduce myself to donors or to request that someone make an introduction.

Step 3: Even before completion of the donor landscape, I used my contacts in topic areas outside of AI to find entrees into the AI donor world. Those contacts included people from the Hewlett Foundation, the Harvard Center for Institutional Government, and a recent MacArthur award winner.

Unfolding from those conversations, I have been able to have direct conversations with key grant officers in AI at foundations in the period since September and have had initial email exchanges with two others.

Finally, I understand that Dean David Faigman continues to have contact with others about potential California state support for AI initiatives at the College.

The AI Institute team looks forward to working with you to make progress on these three goals. We are deeply grateful for your trust, generosity, and support.

ACTION ITEM

- 1. REPORT BY:** Chief Financial Officer David Seward
- 2. SUBJECT:** State Budget Report for 2024-25
– As of December 31, 2024, and Mid-Year Budget Changes

3. RECOMMENDATION:

That the Board of Directors approves the 2024-25 State Budget for core operations as revised at mid-year.

4. BACKGROUND

Attached is the mid-year budget report for 2024-25 as of December 31, 2024. The mid-year revised budget was developed after reviewing departmental budget performance and evaluating revenues and expenditures based on year-to-date figures. Budget Managers were instructed to reduce non-personnel operating expenses with a target of a five percent reduction. The result of mid-year adjustments is a projected budget deficit of \$(1.8) million (-2.2%), an improved position by \$1.1 million from the beginning budget projected deficit of \$(2.9) million (-3.6%). The mid-year revised revenue budget increased by \$0.8 million, and the operating expenses budget decreased by \$0.3 million. Significant variances are described below.

Revenues

▪ State Appropriations

General Fund support for operations in California's Budget Act 2024 is \$23.2 million, representing a decrease of \$(775,000) or (3.2)% over last year. The decline is attributed to a one-time \$3 million appropriation to support an alternative campus public safety program in the Budget Act 2023. Included in 2024-25 is \$23.2 million for ongoing support, which increased \$2.2 million or 10.6% from last year. As of December 2024, actual claims are at 48% of the budget, which is on target and the same rate as last year at the end of December 2023.

The pass-through General Fund lease-revenue funding for 333 Golden Gate building rental payments continues at an amount adjusted for the current state debt service schedule with a 2024-25 appropriation of \$3.1 million. This pass-through General Fund allocation is excluded from this state budget report.

The Lottery Fund for 2024-25 has been revised from \$233,000 to \$250,000, with a 7% increase from the beginning budget, per updates included in the Governor’s Budget for 2025-26.

State of California Funding Appropriations

Description	2023-24	2024-25	\$ Change	% Change
Ongoing General Fund Support	20,956,000	23,181,000	2,225,000	10.6%
Alternative Public Safety Program (BCP= 3 years)	3,000,000		(3,000,000)	-100.0%
State General Fund Operations	\$23,956,000	\$23,181,000	\$ (775,000)	-3.2%
333 Golden Gate Rent, General Fund Lease-revenue	3,088,000	3,092,000	4,000	0.1%
Total State General Fund Appropriation	\$27,044,000	\$26,273,000	\$ (771,000)	-2.9%
State Lottery - Instructional Support	273,000	250,000	(23,000)	-8.4%
California Scholars				

▪ **Tuition and Related Fees**

The 2024-25 mid-year revised budget increased by \$707,521, or 1.3%, based on actual paid enrollment fees as of January 2025. This reflects an increase in FTE enrollment from the beginning budget projections.

- **JD Enrollment Fee**—The JD enrollment fee is \$49,383, and enrollment was projected at 1,064 FTE students in the 2024-25 beginning budget and revised to 1,071 FTE students with a 0.6% increase. Budgeted at 387 FTE 1L JD students, the actual was 392 FTE students at the start of the Fall semester and 392 FTE at the start of the Spring semester, for a combined enrollment of 392 FTE 1L JD students, which is 5 FTE students higher than the projection target. Continuing JD student attrition occurred at rates slightly lower than projected.
- **Non-resident Tuition**—Non-California resident tuition revenue was projected at historical averages and budgeted at 109 FTE non-resident students in the 2024-25 beginning budget. It has been revised to 126.6 FTE based on actual payments received as of January 2025, with a 16% increase.
- **Veteran Fee Waivers**—An unfunded mandate that provides full enrollment fee waivers for eligible students, which were budgeted at 33 FTE students and, as of Spring 2025, numbered 31, for \$1.5 million in foregone revenues. In 2023-24, 32.5 FTE students received waivers for foregone revenues of \$1.5 million.
- **LL.M. Tuition**—The fee of \$47,500 for LL.M. students was budgeted to be paid by 27 FTE students. As of January 2025, revenue from 24.7 FTE students has been recorded. The LL.M. tuition budget has been revised to \$1.2 million, with an (8) % decrease per actual payments received as of January 2025.
- **MSL & CSL Tuition**—Part-time students are enrolled in the MSL and CSL programs, with a projected enrollment of 15 FTE students paying a \$32,500 annual fee in 2024-25. As of January 2025, revenue from 23.9 FTE students has been recorded. The MSL and CSL tuition budget has been revised to \$777,156, with a 59% increase per actual payments received as of January 2025.

FTE Enrollment 2024-25	Student Beginning Budget	Mid-Year Revised Budget	Budget Change
JD	1,064	1,071	7
JD Fee Waivers	-33	-31	2
LL.M.	27	25	(2)
MSL & CSL	15	24	9
TOTAL	1,073	1,089	16

- **HPL Revenue Share**—The 2024-25 beginning budget reflects 22 FTE students for a total of \$1 million fee collected by UC Law SF before paying UCSF’s revenue share of \$323,436, which results in a net revenue share projection of \$697,124. The mid-year budget remains unchanged and represents the revenues retained after the shared funding agreement with UCSF. The \$1.1 million HPL revenue received as of December 2024 includes the revenue share for UCSF that will be distributed at fiscal year-end.
- **Unrealized Gain/Loss on Investments**—This category accounts for the change in the market value of the state fund’s share of the UC General Endowment Pool (GEP). This is not a budget item due to the market fluctuation and lack of basis for projection. As of December 2024, unrealized gains of \$2.4 million have been posted. Unrealized gains of \$1.3 million were recognized as of December 2023. The unrealized gains were \$5.1 million by the 2023-24 fiscal year-end.
- **Overhead Allowances**—This includes administrative overhead revenue from grants and contracts and 5% of the operating revenue from Auxiliary Enterprises. The mid-year revised budget increased by \$41,712, or 4%, mainly due to new grants and contracts received. As of December 2024, \$259,010, or 26% of the budget, had been posted, primarily because we post Auxiliary Enterprise administrative overhead revenue at year-end.
- **Miscellaneous Income**—The 2024-25 beginning budget includes a \$125,000 estimated cost recovery related to the college name change litigation. It is under negotiation with United Educators and an amount totaling \$141,000 has been agreed upon. As of December 2024, the estimated cost recovery had not been received.

Expenditures

- **Salaries & Wages and Student Wages**—The 2024-25 mid-year revised budget for salary and wages decreased by \$(391,968) or (1.2)% from the beginning budget due to savings from staff and faculty turnover. Student wages decreased by \$(96,098) or (10.5)%, mainly due to the student-employee wage provision budgeted for faculty

research accounts having been allocated and the decrease in student-employee needs for Legal Writing and Research.

The 2024-25 mid-year revised budget includes funding for:

- Faculty compensation 3% adjustment pool allocated to faculty as merit-based salary adjustments effective January 1, 2025.
- Non-represented career staff compensation 3% general salary adjustments effective January 1, 2025.
- General salary adjustments for represented staff—AFSCME and AFT-Librarians—an allocation providing funding equivalent to a 3% salary increase effective January 1, 2025. The contract with AFSCME expired on June 30, 2024, and the contract with AFT expired on October 30, 2024. New contracts are under negotiation.
- A provisional allocation of \$158,791 to fund Classroom instructional needs.
- Projected staff salary savings at \$(100,396) from additional turnover and temporary vacancies.
- One-time savings from partial buyouts of state salaries through nonstate grant and chair funding.

The mid-year revised salaries and wages budget includes the following adjustments:

- One ladder faculty retired in January 2025, and one lecturer ended in December 2024. Two lecturers were converted from staff lines and started in September and January. A new lecturer hire starting in April will backfill a lecturer who planned to retire at the end of June.
- An augmentation of \$43,773 for a second round of staff reclassification/equity adjustments funding providing 14 staff salary adjustments effective January 5, 2025.
- Salary saving adjustments of \$100,396 recognizing position turnover to date, departmental reorganizations, paid leaves, and estimated cost to fill currently vacant positions.
- The Bench to School temporary help wages budget was reduced by \$(89,501) due to difficulty filling the senior associate position projected in the beginning year.
- The regular staff salaries budget for Student Services was reduced by \$(83,284) due to the Director of Student Services vacancy. The position is planned to be filled in 2025-26.
- The regular staff salaries budget for Human Resources was reduced by \$(67,502) due to the temporary vacancy of Director of Human Resources.
- Decreased budget allocations totaling \$(64,354) for Adjunct and Sullivan faculties based on actual expenditures.

- Two replacement hires with new titles/job scopes (Senior Director of Philanthropy and Planned Giving Officer) are planned to start in February and March 2025 to backfill two vacant positions under the Advancement department.
- **Recruiting & Advertising**—The mid-year revised budget for recruiting and advertising has increased by \$86,870, or 16%, from the beginning budget, primarily from the \$81,552 advertising budget increase for the Graduate Division due to prior-year prepayment not included in the initial budget. As of December 2024, \$312,640, or 50% of the revised budget, has been posted.
- **Travel**—The mid-year revised budget for travel has increased by \$31,647, or 3%, from the beginning budget, mainly due to increased travel needs for faculty research. Included are faculty research and professional development allocations from which other expenditure categories are allowed. As of December 2024, \$260,567, or 27% of the revised budget was spent. This is mainly because \$30,095, or 11%, of the \$264,982 funding allocated for faculty research accounts has been paid, and more travel is expected in the remainder of the year. Moot Court student competition team travel is budgeted at \$250,000, and \$102,051, or 41%, has been paid.
- **Security Service Contract**—The security service costs will remain centralized as a state expenses. The mid-year revised budget of \$5 million has decreased by \$(100,000), or (2)%, from the beginning budget, mainly due to reduced security service costs projection for the UCSF Police Department. It includes a projection of \$3.2 million for public safety services provided by the Mid-Market Foundation (Urban Alchemy). As of December 2024, \$1.3 million, or 26% of the revised budget, was posted, compared to \$1.2 million, or 28% of the total cost, as of December 2023. This is mainly because around \$1.3 million of security services provided for October to December 2024 were not posted until February 2025.
- **Other Contract Services**—This budget category contains various contracted services across all functions and departments of the College. The mid-year revised budget has increased by \$315,637, or 16%, from the beginning budget. As of December 2024, \$1.4 million, or 60% of the revised budget was posted.

The mid-year revised budget included the following:

- \$70,836 rollover of approved special funding request from last fiscal year for T5 Solutions to assess our enterprise technology infrastructure and application environment to document the technologies in use, provide assessment and recommendations, and increase BPO by \$20,000 to account for their additional work.
- \$38,769 contract increase for Avidex Service Agreement for maintaining classroom instructional equipment at Academe of 198.
- \$16,502 increase for Ellucian SOW for additional hours.

- \$42,000 special funding request for MuleSoft implementation to modernize our web services environment, enhance security, and provide more visibility in how we process and share UC Path data.
 - \$60,150 special funding request for quarterly penetration testing of our network recommended by our T5 Solutions Technology audit.
- **Equipment and Improvements**—The mid-year revised budget has decreased by \$(64,388), or (22)%, from the beginning budget, mainly due to a reduced cost projection of \$(48,000) for the classroom lockdown project. As of December 2024, \$116,807, or 52% of the revised budget, was posted.
 - **Space & Equipment Rental**—Most space and equipment rental projections are allocated to space rental costs. The mid-year revised budget increased by \$240,114, or 8% from the beginning budget, mainly due lease costs for academic space rental (\$202,031) in the Academe at 198 building. As of December 2024, \$1.6 million, or 48% of the revised budget, was posted.
 - **Miscellaneous Expense**—Most miscellaneous expense projections are allocated to taxes, collection costs, and credit card fees. The mid-year revised budget increased by \$44,660, or 36%, from the beginning budget mainly due to increased property assessment taxes to SF Tax Collector and loan collection costs per actual payments to date. As of December 2024, \$117,903, or 69% of the revised budget, was posted because the \$110,826 projected taxes had all been paid.
 - **Financial Aid Grants**—The mid-year revised budget decreased by \$(160,993), or (1)%, from the beginning budget based on the actual awards by January 2025. As of December 2024, \$14.9 million, or 100% of the revised budget, was posted.

Financial Aid 2024-25	Beginning Budget	Mid-Year	\$ Variance
		Revised Budget	
JD Grants	14,195,500	14,195,500	-
LLM Grants	709,375	596,875	(112,500)
MSL Grants	81,900	83,296	1,396
LRAP	66,000	10,000	(56,000)
Summer Internships	18,000	16,111	(1,889)
NAOPS Scholarship	-	8,000	8,000
Total Financial Aid	\$ 15,070,775	\$ 14,909,782	(160,993)

Summary – Operations

2024-25 OPERATIONS BUDGET

Based on the projected revenues identified and assuming approval of all mid-year proposed expenditures, the net change in assets is projected at \$(1.8) million. The ending operating

reserves are projected at \$30.5 million. This amount includes \$1 million in state funding carryover provided for alternative security services (\$3 million received in 2023-24 allocated over three years). The prior year's reserve ended at \$32.3 million.

SUMMARY - OPERATIONS	Revised Beginning Budget 2024-25	Midyear Revised Budget 2024-25	\$ Change of Midyear to Beginning to Beginning Budget	% Change of Midyear to Beginning to Beginning Budget	Actual as of 31-Dec-2024	Actual Dec-2024 as a Percent of Revised Budget
Operating Revenues (without Gains/Losses)	80,602,213	81,368,446	766,233	1.0%	67,988,914	83.6%
Operating Expense (without Financial Aid)	(68,422,183)	(68,278,831)	143,352	-0.2%	(32,517,261)	47.6%
Operating Income (Loss)	12,180,030	13,089,615	909,585	7.5%	35,471,653	271.0%
Financial Aid Grants	(15,070,775)	(14,909,782)	160,993	-1.1%	(14,865,521)	99.7%
Net Change includes Financial Aid	(2,890,745)	(1,820,167)	1,070,578	-37.0%	20,606,133	-1132.1%
Realized/Unrealized Gains (Losses)	-	-	-	-	2,422,098	-
Change in Net Assets	(2,890,745)	(1,820,167)	1,070,578	-37.0%	23,028,231	-1265.2%
Beginning Net Assets - Operating	32,282,983	32,282,983	0	0.0%	32,282,983	100.0%
Ending Net Assets - Operating	\$ 29,392,237	\$ 30,462,815	\$ 1,070,578	3.6%	\$ 55,311,214	181.6%

PLANT FUND RESERVE

The State Plant Fund Reserve ended 2023-24 with a balance of \$6.2 million, an increase of \$1.2 million from investment activities and a decrease of \$29,316 from spending. The 2024-25 Long-Range Campus Plan (LRCP) budget does not include any new project expenditure funding from this source and estimates an addition from investment income at \$128,193.

LEASE-REVENUE BOND RENTAL PAYMENTS

The State Budget Act of 2024 includes \$3,092,000 in General Fund capital item 6600-003-0001 for support of UC Law SF. This is the scheduled rental payment for the 333 Golden Gate building, funded by lease-revenue bonds through the State of California—a pass-through transaction with no net cash flow impact to the College. The State Public Works Board withdraws through the State Controller's Office.

CALIFORNIA SCHOLARS

Total funding of \$9 million from the State of California (\$4.5 million in 2018-19 and \$4.5 million in 2021-22) is being tracked in a separate restricted fund program for planned expenditure over several years. Funding provides full-fee scholarships and living expenses to qualifying students from historically Black colleges or universities (HBCUs) or the American University of Armenia for three years at UC Law SF. The 2024-25 mid-year revised budget for student scholarships is \$555,064 for a projected ending fund balance of \$5.8 million. \$555,064 scholarship has been awarded as of December 2024.

5. PROPOSED RESOLUTION:

That the Board of Directors approves the 2024-25 mid-year revised State Budget for core operations.

Attachment:

- State Budget Report 2024-25 as of December 31, 2024

2024-25 State Budget Status Report and Midyear Budget Changes - December 31, 2024

REVENUES	Revised Beginning Budget 2024-25	Midyear Revised Budget 2024-25	\$ Change of Midyear to Beginning Budget	% Change of Midyear to Beginning Budget	Actual as of 31-Dec-2024	Actual Dec-2024 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-2023 as a Percent of 2023-24 Year-end Actual
State Appropriations									
General Fund	23,181,000	23,181,000	-	0%	11,184,550	48%	23,956,000	11,572,050	48%
Lottery Fund	<u>233,000</u>	<u>250,000</u>	<u>17,000</u>	<u>7%</u>	<u>(32,675)</u>	<u>-13%</u>	<u>256,987</u>	<u>(30,459)</u>	<u>-12%</u>
Subtotal	23,414,000	23,431,000 *	17,000	0%	11,151,875	48%	24,212,987	11,541,591	48%
Tuition and Related Fees									
JD Enrollment Fee	52,543,512	52,882,024 *	338,512	1%	53,079,552	100%	51,454,587	51,742,747	101%
Non-Resident Tuition	816,192	947,786 *	131,594	16%	966,506	102%	767,382	793,943	103%
Veteran Fee Waivers	(1,629,639)	(1,530,873) *	98,766	-6%	(1,530,873)	100%	(1,529,569)	(1,486,693)	97%
LL.M. Tuition	1,282,500	1,174,466 *	(108,034)	-8%	1,174,466	100%	1,198,408	1,198,408	100%
MSL and CSL Tuition	487,500	777,156 *	289,656	59%	803,156	103%	503,750	495,625	98%
HPL Revenue Share	697,124	697,124 *	-	0%	1,095,259	157%	646,314	976,644	151%
Summer Legal Institute	667,420	667,420	-	0%	248,622	37%	631,355	229,814	36%
MBE Support Fee	137,640	134,520	(3,120)	-2%	134,520	100%	139,560	139,920	100%
Other Student Fees	<u>153,059</u>	<u>113,206</u>	<u>(39,853)</u>	<u>-26%</u>	<u>69,176</u>	<u>61%</u>	<u>180,300</u>	<u>131,432</u>	<u>73%</u>
Subtotal	55,155,308	55,862,829	707,521	1%	56,040,383	100%	53,992,088	54,221,841	100%
Scholarly Publications									
Subscription Revenues	<u>33,922</u>	<u>33,922</u>	<u>-</u>	<u>0%</u>	<u>9,711</u>	<u>29%</u>	<u>38,130</u>	<u>14,083</u>	<u>37%</u>
Subtotal	33,922	33,922	-	0%	9,711	29%	38,130	14,083	37%
Other Income									
Investment Income	600,000	600,000	-	0%	231,866	39%	672,737	394,340	59%
Realized Gain/Loss on Sale of Investments	-	-	-	-	473	-	-	-	--
Unrealized Gain/Loss on Investments	-	- *	-	-	2,421,626	-	5,076,627	1,250,398	25%
Overhead Allowances	938,008	979,720 *	41,712	4%	259,010	26%	880,534	268,710	31%
Miscellaneous Income	<u>174,975</u>	<u>174,975</u> *	<u>-</u>	<u>0%</u>	<u>10,072</u>	<u>6%</u>	<u>116,775</u>	<u>42,453</u>	<u>36%</u>
Subtotal	1,712,983	1,754,695	41,712	2%	2,923,047	167%	6,746,673	1,955,901	29%
Transfer from Other Funds	<u>286,000</u>	<u>286,000</u>	<u>-</u>	<u>0%</u>	<u>285,996</u>	<u>100%</u>	<u>67,040</u>	<u>50,000</u>	<u>75%</u>
TOTAL REVENUES	\$ 80,602,213	\$ 81,368,446	\$ 766,233	1%	\$ 70,411,012	87%	\$ 85,056,918	\$ 67,783,416	80%

*See attached narrative report

2024-25 State Budget Status Report and Midyear Budget Changes - December 31, 2024

EXPENSES	Revised Beginning Budget 2024-25	Midyear Revised Budget 2024-25	\$ Change of Midyear to Beginning Budget	% Change of Midyear to Beginning Budget	Actual as of 31-Dec-2024	Actual Dec-2024 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-2023 as a Percent of 2023-24 Year-end Actual
Salaries & Wages	31,830,823	31,438,855 *	(391,968)	-1%	15,637,742	50%	29,408,136	14,605,790	50%
Student Wages-Reg. & Work-study	911,237	815,139 *	(96,098)	-11%	300,493	37%	710,340	305,722	43%
Staff Benefits	10,503,634	10,442,164	(61,470)	-1%	5,103,005	49%	6,986,748	4,675,532	67%
Contracted Temporary Help	51,122	31,137	(19,985)	-39%	23,849	77%	146,236	58,815	40%
Consultants	674,477	638,029	(36,448)	-5%	269,227	42%	594,309	290,295	49%
Employee Development & Testing	168,467	156,841	(11,626)	-7%	70,975	45%	152,096	84,850	56%
Recruiting & Advertising	532,278	619,148 *	86,870	16%	312,640	50%	368,634	264,513	72%
Audit, Legal, and Case Costs	305,483	328,773	23,290	8%	140,767	43%	292,437	165,831	57%
Insurance	989,515	991,733	2,218	0.2%	859,474	87%	803,331	803,331	100%
Printing & Copier Service	326,904	299,119	(27,785)	-8%	126,920	42%	272,671	147,139	54%
Supplies	356,088	365,795	9,707	3%	157,959	43%	387,223	168,711	44%
Travel	942,979	974,626 *	31,647	3%	260,567	27%	753,134	324,136	43%
Memberships & Subscriptions	381,163	370,058	(11,105)	-3%	162,603	44%	331,384	160,186	48%
Events & Entertainment	704,695	692,195	(12,500)	-2%	291,164	42%	641,340	224,079	35%
Computer Software	1,136,945	1,137,976	1,031	0.1%	801,263	70%	955,528	865,202	91%
Data Processing	445,375	444,775	(600)	-0.1%	17,568	4%	425,123	19,131	5%
Electronic Databases & Bibliography Svs	551,902	565,251	13,349	2%	532,011	94%	554,803	524,766	95%
Books & Bindings	612,923	599,494	(13,429)	-2%	419,017	70%	602,785	392,667	65%
Equipment Maintenance	213,154	206,154	(7,000)	-3%	123,112	60%	149,815	80,234	54%
Building Maintenance	4,855,305	4,803,305	(52,000)	-1%	1,931,401	40%	4,207,395	1,634,889	39%
Security Service Contract	5,110,000	5,010,000 *	(100,000)	-2%	1,294,650	26%	4,375,587	1,226,969	28%
Other Contract Services	1,987,093	2,302,730 *	315,637	16%	1,375,008	60%	2,034,523	1,226,832	60%
Utilities	1,259,417	1,259,417	0	0%	459,093	36%	1,209,912	477,101	39%
Telephone & Mail	67,441	61,968	(5,473)	-8%	27,987	45%	71,819	34,542	48%
Equipment & Improvements	290,779	226,391 *	(64,388)	-22%	116,807	52%	383,768	165,637	43%
Space & Equipment Rental	3,087,412	3,327,526 *	240,114	8%	1,584,056	48%	3,091,705	1,503,795	49%
Miscellaneous Expense	125,572	170,232 *	44,660	36%	117,903	69%	321,992	103,152	32%
Financial Aid Grants	15,070,775	14,909,782 *	(160,993)	-1%	14,865,521	100%	14,492,255	14,473,569	100%
Transfer to Other Funds	<u>0</u>	<u>0</u>	<u>0</u>	=	<u>0</u>	=	<u>1,270,812</u>	<u>1,263,403</u>	<u>99%</u>
TOTAL EXPENSES	\$ 83,492,958	\$ 83,188,613	\$ (304,345)	-0.4%	\$ 47,382,781	57%	\$ 75,995,838	\$ 46,270,817	61%

*See attached narrative report

2024-25 State Budget Status Report and Midyear Budget Changes - December 31, 2024

SUMMARY - OPERATIONS	Revised Beginning Budget 2024-25	Midyear Revised Budget 2024-25	\$ Change of Midyear to Beginning Budget	% Change of Midyear to Beginning Budget	Actual as of 31-Dec-2024	Actual Dec-2024 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-2023 as a Percent of 2023-24 Year-end Actual
Operating Revenues (without Gains/Losses)	80,602,213	81,368,446	766,233	1%	67,988,914	84%	79,980,291	66,533,018	83%
Operating Expense (without Financial Aid)	<u>(68,422,183)</u>	<u>(68,278,831)</u>	<u>143,352</u>	<u>-0.2%</u>	<u>(32,517,261)</u>	<u>48%</u>	<u>(61,503,584)</u>	<u>(31,797,248)</u>	52%
Operating Income (Loss)	12,180,030	13,089,615	909,585	7%	35,471,653	271%	18,476,707	34,735,770	188%
Financial Aid Grants	(15,070,775)	(14,909,782)	160,993	-1%	(14,865,521)	100%	(14,492,255)	(14,473,569)	100%
Net Change includes Financial Aid	(2,890,745)	(1,820,167)	1,070,578	-37%	20,606,133	-1132%	3,984,453	20,262,201	509%
Realized/Unrealized Gains (Losses)	-	-	-	-	<u>2,422,098</u>	=	<u>5,076,627</u>	<u>1,250,398</u>	25%
Change in Net Assets	(2,890,745)	(1,820,167)	1,070,578	-37%	23,028,231	-1265%	9,061,080	21,512,599	237%
Beginning Net Assets - Operating	<u>32,282,983</u>	<u>32,282,983</u>	<u>0</u>	<u>0%</u>	<u>32,282,983</u>	100%	<u>25,899,200</u>	<u>25,899,200</u>	100%
Ending Net Assets - Operating	\$ 29,392,237	\$ 30,462,815	\$ 1,070,578	4%	\$ 55,311,214	182%	\$ 34,960,280	\$ 47,411,799	136%

*See attached narrative report

ACTION ITEM

1. **REPORT BY:** Chief Financial Officer, David Seward
2. **SUBJECT:** Auxiliary Enterprises Budget Report for 2024-25
-- As of December 31, 2024, and Mid-year Budget Changes
3. **RECOMMENDATION:**

That the Board of Directors approves the attached revised 2024-25 mid-year budgets for auxiliary enterprises – McAllister Tower, Parking Garage, Student Health Services, and Special Events and Guest Services.

4. **BACKGROUND:**

Attached are the mid-year budget reports as of December 31, 2024. The mid-year revised budget was developed after reviewing each auxiliary enterprise budget performance and evaluating revenues and expenditures based on year-to-date figures. Significant variances are discussed below.

The following budget variances apply to all auxiliary enterprises with these categories:

Expenditures

- **Overhead Pro Rata** – All auxiliary enterprises are assessed administrative overhead expenses to reflect indirect costs. The rate is set at 5% of the total operating revenues for each auxiliary enterprise. Overhead expenditures from auxiliary enterprises will be posted at the end of 2024-25 fiscal year. The 2024-25 mid-year revised budget for administrative overhead is a total of \$216,659 for all auxiliaries.

Nonoperating Revenues/(Expenses)

- **Realized Gain/Loss on Sale of Investments** – This activity results from the transfer or liquidation of shares in the UC General Endowment Pool (GEP) to cash for operational needs and is not a budgeted item as there is no basis for a projection. There has been very small activity resulting in McAllister Tower and Student Health Services receiving a total of \$51 at the end of December 2024.
- **Unrealized Gain/Loss on Investments** – This category accounts for the change in the market value of the UC General Endowment Pool (GEP) and is not a budgeted item as there is no basis for a projection. Unrealized gains of \$290,601 (\$278,874 for McAllister Tower and \$11,727 for Student Health Services) have been recognized as of December 31, 2024. In 2023-24 unrealized gains of \$147,762 were reported as of

December 2023 for all auxiliary enterprises, and 2023-24 ended the year with \$599,912 in market gains.

McALLISTER TOWER

Expenditures

- **Operating Expenses** – McAllister Tower has been vacant and undergoing renovation since December 2023; the midyear revised budget includes adjustment for operating expenses at \$708 and insurance premiums which are \$100,000 per year. As of the end of December 2024, we have recognized 100% of these amounts.

Nonoperating Revenues/(Expenses)

- **Transfer from Other Funds** – \$936,716 was transferred from the Annual Fund & Unrestricted Giving program as a reserve for the Tower Renovation project and, if needed, to augment the Academe at 198 to meet the debt service requirements.

PARKING GARAGE

Revenues

- **Parking Operations** – The mid-year budget for 2024-25 has been revised downward by \$185,000, or 7%, bringing the total to \$2,613,000. Second-quarter revenues amount to \$1,266,828, representing 48% of the budget. Revenues from transient parking are slightly below expectations due to the December garage closure and weaker end-of-year performance, whereas monthly, student, and fleet parking revenues are either meeting projections or slightly exceeding them.
- **Parking Tax** – The city parking tax assesses against the College's transient parking revenues, excluding student and fleet parking. The actual expenditure for the second quarter of 2024 is \$150K, which is just a slight decrease from \$155K in the second quarter of 2023, reflecting reduced activity in transient parking.

Expenditures

- **Regular Contract Services** – The 2024-25 budget of \$5,000 is allocated for engineering services that have not been requested by the end of the second quarter.
- **Maintenance and Special Repairs** – This reporting category includes regular, ongoing maintenance costs such as equipment, elevators, fire-life safety systems, and pest control. The budget for 2024-25 also consists of a one-time special repair expense of \$151,793 for resurfacing the garage ramps, which was just completed in December 2024. The charge is expected to be posted in January. As of December 2024, \$27,344, or 13% of the total budget, was posted, compared to \$21,136 (or 27%) in the previous year.
- **Insurance**—The 2024-25 midyear budget was adjusted to \$129,085 at mid-year to reflect the actual insurance premiums paid at the beginning of the fiscal year. As of the end of December 2024, we recognize that we have accounted for the full 100% of this amount.

Non-operating Revenues/(Expenses)

- **Investment Income** – One effect of implementing the accounting standard GASB Statement 87 “Leases” is the recognition of investment income; this non-cash entry is not a budgeted event. As of the end of December 2024, \$19,608 has been recognized.
- **Capital Asset Additions/Deductions (GASB 87)** – These two report lines are from entries required by lease accounting standard GASB Statement 87 “Leases”; the net is a non-cash change of \$64,512 to the bottom line as of the end of December, 2024.

STUDENT HEALTH SERVICES

Revenues

- **Fees** – The mid-year revised fee revenue projections estimated 1,138 FTE students paying the \$965 Health Center Fee and 463 FTE paying the \$100 GSHIP Administration Fee for a total of \$1,144,932. The mid-year budget has been increased by \$5,637 or 0.5% to reflect higher year-to-date revenues of \$1,147,746 as of the end of December 2024.

Expenditures

- **Contracted Temporary Help** – This is a new report category, and the mid-year revised budget for 2024-25 has been funded by transfer of salary savings at \$12,000 to cover expenses related to the Career Group's Health & Wellness Coordinator, who is currently a temporary staff member from an agency. As of December 2024, a total of \$6,099 has been incorrectly recorded under Salaries and Wages. A reclassification of these charges is currently pending. Future expenses will be recorded under the Contract Temporary Help category.
- **Consultant and Contracted Services** – The contract with Carbon Health is budgeted at \$61.59 per student per month, based on a projected enrollment of 1,138 full-time equivalent (FTE) students for the 2024-25 academic year. As of December 2024, \$413,413, which accounts for 50% of the budget, has been posted.

SPECIAL EVENTS AND GUEST SERVICES

Revenues

- **Room Rental** – The mid-year revised revenue projection increased by 5% to \$643,494, which includes the continuation of classroom and space rental contracts with UC Davis Graduate School of Management, increased space rental revenues from the 333 Golden Gate building's Roof Garden and Colloquium Room, and the Alumni Reception Center and Dining Commons in Kane Hall. As of December 2024, \$558,077, or 87% of the projected room rental, has been posted.

Expenditures

- **Staff Salaries and Wages** – The budget for temporary help wages was reduced at midyear but retains \$20,000 for the balance of the year. The budget for regular staff salaries is on target with 47% of budget expended as of December 2024.
- **Other Contract Services** – The budget for external contract services has been reduced at midyear, based on no usage as of December 2024, but retains funding of \$5,000. Also included in this category are Security Services at \$2,500.

Non-operating Revenues/(Expenses)

- **Investment Income** – An effect of the GASB 87 lease accounting standard is the recognition of investment income; this is considered a non-cash entry, and it is not a budgeted event. As of December 2024, the UC investment pool's earned income attributed to Special Events and Guest Services is \$1,842. The midyear budget was adjusted down to \$3,700. The budget variance is explained by the inclusion of GASB entries in the actual amount of \$9,823.
- **Nonmandatory Transfers to/from Other Funds** – The net cash generated from this auxiliary is transferred to the unrestricted nonstate college-wide support fund, supporting programmatic expenses that have no revenues of their own. The 2024-25 midyear revised budget increases the projected amount, to be transferred at year-end, to \$408,650.

SUMMARY

	McAllister Tower		Parking Garage		Student Health Services		Special Events and Guest Services		Total 2024-25 Beginning Budget	Total 2024-25 Midyear Revised Budget	Budget Variance (\$)	Budget Variance (%)
	2024-25 Beginning Budget	2024-25 Midyear Revised Budget	2024-25 Beginning Budget	2024-25 Midyear Revised Budget	2024-25 Beginning Budget	2024-25 Midyear Revised Budget	2024-25 Beginning Budget	2024-25 Midyear Revised Budget				
Revenues	-	-	2,724,000	2,545,250	1,139,295	1,144,932	612,375	643,494	4,475,670	4,333,676	(141,994)	97%
Expenditures *	100,000	100,708	1,189,963	1,138,603	1,089,183	1,086,846	300,269	250,844	2,679,415	2,577,001	(102,414)	96%
Net Operations	(100,000)	(100,708)	1,534,037	1,406,647	50,112	58,086	312,106	392,650	1,796,255	1,756,675	3,692,511	98%
Nonoperating Revenues/(Expenses)												
Investment Income	80,000	80,000	-	-	6,000	13,000	8,400	3,700	94,400	96,700	2,300	102%
Funded from Bond Proceeds	-	-	13,936	13,936	-	-	-	-	13,936	13,936	-	100%
Unrealized Gain/Loss on Investments	-	-	-	-	-	-	-	-	-	-	-	-
Capital Asset Additions/Deductions	-	-	-	-	-	-	-	-	-	-	-	-
Cash Short Over	-	-	-	-	-	-	-	-	-	-	-	-
Debt Service	-	-	(1,491,936)	(1,491,936)	-	-	-	-	(1,491,936)	(1,491,936)	-	100%
Transfer to/from Other Funds**	-	936,716	-	-	-	-	(320,506)	(408,650)	(320,506)	528,066	848,572	-165%
Sub-total	80,000	1,016,716	(1,478,000)	(1,478,000)	6,000	13,000	(312,106)	(404,950)	(1,704,106)	(853,234)	850,872	50%
TOTAL CHANGE IN NET ASSETS	\$ (20,000)	\$ 916,008	\$ 56,037	\$ (71,353)	\$ 56,112	\$ 71,086	\$ -	\$ (12,300)	\$ 92,149	\$ 903,441	\$ 811,292	980%

*Includes \$216,659 in administrative overhead assessments charged as a percentage of operating revenues. Without these indirect costs, the net result for all Auxiliary Enterprises is projected to be \$1,120,100.

**\$936,716 was transferred as a reserve from the Annual Fund & Unrestricted Giving program for the Tower Renovation project and to support Academe at 198 for debt service needs. \$408,650 is the projected net income generated from Special Events and will be transferred to the nonstate college-wide support fund. Without transfers and the administrative overhead assessments, the net result for all Auxiliary Enterprises is projected to be \$592,034.

5. PROPOSED RESOLUTION:

That the Board of Directors approves the attached revised auxiliary enterprise budgets for 2024-25.

Attachment:

Auxiliary Enterprises Budget Report as of December 31, 2024

Auxiliary Enterprises --

2024-25 Budget Status Report Summary - December 31, 2024

	McAllister Tower		Parking Garage		Student Health Services		Special Events and Guest Services		Total 2024-25 Beginning Budget	Total 2024-25 Midyear Revised Budget	Budget Variance (\$)	Budget Variance (%)
	2024-25 Beginning Budget	2024-25 Midyear Revised Budget	2024-25 Beginning Budget	2024-25 Midyear Revised Budget	2024-25 Beginning Budget	2024-25 Midyear Revised Budget	2024-25 Beginning Budget	2024-25 Midyear Revised Budget				
Revenues	-	-	2,724,000	2,545,250	1,139,295	1,144,932	612,375	643,494	4,475,670	4,333,676	(141,994)	97%
Expenditures*	<u>100,000</u>	<u>100,708</u>	<u>1,189,963</u>	<u>1,138,603</u>	<u>1,089,183</u>	<u>1,086,846</u>	<u>300,269</u>	<u>250,844</u>	<u>2,679,415</u>	<u>2,577,001</u>	<u>(102,414)</u>	<u>96%</u>
Net Operations	(100,000)	(100,708)	1,534,037	1,406,647	50,112	58,086	312,106	392,650	1,796,255	1,756,675	3,692,511	98%
Nonoperating Revenues/(Expenses)												
Investment Income	80,000	80,000	-	-	6,000	13,000	8,400	3,700	94,400	96,700	2,300	102%
Funded from Bond Proceeds	-	-	13,936	13,936	-	-	-	-	13,936	13,936	-	100%
Unrealized Gain/Loss on Investments	-	-	-	-	-	-	-	-	-	-	-	-
Capital Asset Additions/Deductions	-	-	-	-	-	-	-	-	-	-	-	-
Cash Short Over	-	-	-	-	-	-	-	-	-	-	-	-
Debt Service	-	-	(1,491,936)	(1,491,936)	-	-	-	-	(1,491,936)	(1,491,936)	-	100%
Transfer to/from Other Funds**	-	936,716	-	-	-	-	(320,506)	(408,650)	(320,506)	528,066	848,572	-165%
Sub-total	80,000	1,016,716	(1,478,000)	(1,478,000)	6,000	13,000	(312,106)	(404,950)	(1,704,106)	(853,234)	850,872	50%
TOTAL CHANGE IN NET ASSETS	\$ (20,000)	\$ 916,008	\$ 56,037	\$ (71,353)	\$ 56,112	\$ 71,086	\$ -	\$ (12,300)	\$ 92,149	\$ 903,441	\$ 811,292	980%

*Includes \$216,659 administrative overhead assessments charged as a percentage of operating revenues. Absent these indirect costs the net result for all Auxiliary Enterprises is projected at \$1,120,100.

**\$936,716 was transferred as a reserve from the Annual Fund & Unrestricted Giving program for the Tower Renovation project and to support Academe at 198 for debt service needs. \$408,650 is the projected net income generated from Special Events and will be transferred to the nonstate college-wide support fund. Without transfers and the administrative overhead assessments, the net result for all Auxiliary Enterprises is projected to be \$592,034.

Auxiliary Enterprises - McAllister Tower

2024-25 Budget Status Report - December 31, 2024

	Beginning Budget 2024-25	Midyear Revised Budget 2024-25	Actual as of 31-Dec-24	Actual Dec-24 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-23 as a Percent of 2023-24 Year-end
REVENUES							
Apartment & Commercial Rent	-	-	(4,000)	--	353,103	353,103	100%
Other	-	-	-	--	4,527	4,527	100%
TOTAL OPERATING REVENUES	\$ -	\$ -	\$ (4,000)	-	\$ 357,630	\$ 357,630	100%
EXPENSES							
Salaries and Wages	-	-	-	--	-	-	-
Student Wages--Regular & Work-study	-	-	-	--	5,056	4,336	86%
Staff Benefits	-	-	-	--	-	-	-
Regular Contract Services	-	-	-	--	97,757	65,029	67%
Other Contract Services	-	-	-	--	-	-	-
Utilities	-	-	-	--	365,170	270,952	74%
Maintenance & Special Repairs	-	-	-	--	105,231	60,577	58%
Insurance	100,000	100,000 *	100,000	100%	210,065	210,065	100%
Supplies	-	54	54	101%	507	507	100%
Printing & Reproduction	-	2	1	70%	104	104	100%
Telephone & Mail	-	201	201	100%	2,470	1,350	55%
Computer Software	-	-	-	--	14,372	14,372	100%
Miscellaneous	-	451	451	100%	3,864	3,864	100%
Equipment & Building Improvements	-	-	-	--	14,832	11,713	79%
Overhead Pro Rata	-	- *	-	--	17,882	-	0%
TOTAL OPERATING EXPENSES	\$ 100,000	\$ 100,708	\$ 100,707	100%	\$ 837,311	\$ 642,871	77%
OPERATING INCOME (LOSS)	\$ (100,000)	\$ (100,708)	\$ (104,707)	104%	\$ (479,681)	\$ (285,241)	59%
NONOPERATING REVENUES (EXPENSES)							
Investment Income	80,000	80,000	26,222	33%	75,112	44,708	60%
Realized Gain/Loss from Sale of Investments	-	- *	49	--	-	-	-
Unrealized Gain/Loss on Investments	-	- *	278,874	--	575,703	141,799	25%
Transfer from Other Funds	-	936,716 *	936,716	100%	-	-	-
NET NONOPERATING REVENUES (EXPENSES)	\$ 80,000	\$ 1,016,716	\$ 1,241,861	122%	\$ 650,815	\$ 186,507	29%
CHANGE IN NET ASSETS	\$ (20,000)	\$ 916,008	\$ 1,137,153	124%	\$ 171,134	\$ (98,734)	-58%

* See attached narrative report.

Auxiliary Enterprises

Parking Garage and Retail Operations

2024-25 Budget Status Report - December 31, 2024

	Beginning Budget 2024-25	Midyear Revised Budget 2024-25	Actual as of 31-Dec-24	Actual Dec-24 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-23 as a Percent of 2023-24 Year-end
REVENUES							
Parking Operations	2,798,000	2,613,000 *	1,266,828	48%	2,587,715	1,257,462	49%
Parking Tax	(370,000)	(303,750) *	(150,505)	50%	(368,985)	(155,764)	42%
Retail Leases	288,000	228,000	59,244	26%	218,222	117,765	54%
Other (including Storage)	8,000	8,000	-	0%	338	338	100%
TOTAL OPERATING REVENUES	\$ 2,724,000	\$ 2,545,250	\$ 1,175,567	46%	\$ 2,437,290	\$ 1,219,801	50%
EXPENSES							
Salaries and Wages	314,525	313,983	146,942	47%	303,314	145,094	48%
Staff Benefits	145,192	144,820	61,779	43%	130,338	60,362	46%
Regular Contract Services	5,000	5,000 *	-	0%	15,722	15,282	97%
Utilities	90,500	90,500	42,247	47%	92,317	38,692	42%
Maintenance & Special Repairs	235,409	217,669 *	27,344	13%	78,828	21,136	27%
Insurance	148,353	129,085 *	129,085	100%	148,352	148,352	100%
Supplies & Noncapital Equipment	7,500	5,000	926	19%	7,535	4,873	65%
Printing, Telephone and Mail	15,000	13,000	4,663	36%	10,495	4,504	43%
Credit Card & Bank Fees	74,200	74,200	32,695	44%	81,848	41,539	51%
Miscellaneous	18,084	18,084	8,887	49%	17,448	3,686	21%
Overhead Pro Rata	136,200	127,262 *	-	0%	121,613	-	0%
TOTAL OPERATING EXPENSES	\$ 1,189,963	\$ 1,138,603	\$ 454,567	40%	\$ 1,007,811	\$ 483,520	48%
OPERATING INCOME (LOSS)	\$ 1,534,037	\$ 1,406,647	\$ 721,000	51%	\$ 1,429,479	\$ 736,281	52%
NONOPERATING REVENUES (EXPENSES)							
Investment Income	-	- *	19,608	--	28,862	10,073	35%
Funded from Bond Proceeds	13,936	13,936	3,485	25%	13,936	3,484	25%
Debt Service (Principal & Interest)	(1,491,936)	(1,491,936)	(176,734)	12%	(1,479,873)	(186,046)	13%
Capital Asset Additions (GASB 87)	-	- *	422,454	--	497,210	189,476	38%
Capital Asset Deductions (GASB 87)	-	- *	(357,942)	--	(489,612)	(179,817)	37%
Nonmandatory Transfers to/from Other Funds	-	-	-	--	2,374	-	0%
Cash Short/Over	-	-	(1,253)	--	(342)	(647)	189%
NET NONOPERATING REVENUES (EXPENSES)	\$ (1,478,000)	\$ (1,478,000)	\$ (90,382)	6%	\$ (1,427,446)	\$ (163,477)	11%
CHANGE IN NET ASSETS	\$ 56,037	\$ (71,353)	\$ 630,618	-884%	\$ 2,033	\$ 572,804	28179%

* See attached narrative report.

Auxiliary Enterprises - Student Health Services
2024-25 Budget Status Report - December 31, 2024

	Beginning Budget 2024-25	Midyear Revised Budget 2024-25	Actual as of 31-Dec-24	Actual Dec-24 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-23 as a Percent of 2023-24 Year-end	
REVENUES								
Fees	1,139,295	1,144,932	*	1,147,746	100%	1,170,714	1,175,295	100%
Other	-	-		-	-	-	-	-
TOTAL OPERATING REVENUES	\$ 1,139,295	\$ 1,144,932		\$ 1,147,746	100%	\$ 1,170,714	\$ 1,175,295	100%
EXPENSES								
Salaries and Wages	136,820	121,724		62,206	51%	134,439	65,453	49%
Staff Benefits	60,891	52,372		22,370	43%	55,375	26,006	47%
Contracted Temporary Help	-	12,000	*	-	0%	-	-	-
Consultants and Contracted Services	829,987	829,987	*	413,413	50%	872,877	286,333	33%
Supplies	1,000	1,000		-	0%	-	-	-
Printing and Mail	100	80		30	38%	-	-	-
Travel and Training	2,500	500		-	0%	-	-	-
Miscellaneous	620	11,636		11,636	100%	-	-	-
Events	300	300		36	12%	-	-	-
Overhead Pro Rata	56,965	57,247	*	-	0%	58,536	-	0%
TOTAL OPERATING EXPENSES	\$ 1,089,183	\$ 1,086,846		\$ 509,691	47%	\$ 1,121,227	\$ 377,791	34%
OPERATING INCOME (LOSS)	\$ 50,112	\$ 58,086		\$ 638,056	1098%	\$ 49,487	\$ 797,504	1612%
NONOPERATING REVENUES (EXPENSES)								
Investment Income	6,000	13,000		6,836	53%	13,962	1,520	11%
Realized Gain/Loss from Sale of Investments	-	-	*	2	-	-	-	-
Unrealized Gain/Loss on Investments	-	-	*	11,727	-	24,209	5,963	25%
NET NONOPERATING REVENUES (EXPENSES)	\$ 6,000	\$ 13,000		\$ 18,565	143%	\$ 38,171	\$ 7,483	20%
CHANGE IN NET ASSETS	\$ 56,112	\$ 71,086		\$ 656,621	924%	\$ 87,658	\$ 804,986	918%

* See attached narrative report.

	Beginning Budget 2024-25	Midyear Revised Budget 2024-25	Actual as of 31-Dec-24	Actual Dec-24 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-23 as a Percent of 2023-24 Year-end
REVENUES							
Room Rental	612,375	643,494 *	558,077	87%	451,241	372,580	83%
TOTAL OPERATING REVENUES	\$ 612,375	\$ 643,494	\$ 558,077	87%	\$ 451,241	\$ 372,580	83%
EXPENSES							
Staff Salaries and Wages	140,000	124,946 *	45,000	36%	90,116	40,000	44%
Staff Benefits	61,150	48,628	17,598	36%	33,305	14,855	45%
Other Contract Services	30,000	7,500 *	2,337	31%	-	-	--
Supplies	20,000	19,000	10,695	56%	22,095	9,232	42%
Printing and Mail	1,500	1,500	186	12%	986	505	51%
Miscellaneous	17,000	17,120	7,092	41%	17,477	6,448	37%
Overhead Pro Rata	30,619	32,150 *	-	0%	22,562	-	0%
TOTAL OPERATING EXPENSES	\$ 300,269	\$ 250,844	\$ 82,908	33%	\$ 186,541	\$ 71,040	38%
OPERATING INCOME (LOSS)	\$ 312,106	\$ 392,650	\$ 475,169	121%	\$ 264,700	\$ 301,540	114%
NONOPERATING REVENUES (EXPENSES)							
Investment Income	8,400	3,700 *	9,823	265%	16,474	4,231	26%
Capital Asset Additions (GASB 87)	-	-	122,974	--	244,537	122,840	50%
Capital Asset Deductions (GASB 87)	-	-	(122,480)	--	(244,961)	(122,480)	50%
Nonmandatory Transfers to/from Other Funds	(320,506)	(408,650) *	-	0%	(280,750)	-	0%
NET NONOPERATING REVENUES (EXPENSES)	\$ (312,106)	\$ (404,950)	\$ 10,316	-3%	\$ (264,700)	\$ 4,590	-2%
CHANGE IN NET ASSETS	\$ -	\$ (12,300)	\$ 485,485	--	\$ -	\$ 306,130	--

* See attached narrative report.

ACTION ITEM

1. **REPORT BY:** Chief Financial Officer David Seward
2. **SUBJECT:** State Contracts in Excess of \$100,000
3. **RECOMMENDATIONS:**

That the Board of Directors authorizes the award of state contracts in excess of \$100,000 as described in this report. Be it further resolved that Finance Committee recommend to the Board of Directors ratification of the contracts approved by the Executive Committee at its meeting of January 13, 2025.

Item: *7.3.1 RATIFICATION

Title: Contract Amendment - LEED Closeout – Academe at 198

Vendor Name: Perkins and Will

Cost: \$102,073

Term of Contract: January 26, 2024 – December 31, 2025

Description: Authority is requested to increase the Not to Exceed (NTE) contract value (currently \$89,360) of the Professional Service Agreement with Perkins & Will of an additional \$12,713 to \$102,074 to finalize the LEED certification of Academe at 198.

Item: *7.3.2 RATIFICATION

Title: On-Call Glass and Door Repairs Trade Services Agreement

Vendor Name: United Glass and Door

Cost: \$100,000

Term of Contract: August 1, 2024 – July 31, 2029

Description: Authority is requested to enter into a Professional Services Agreement with United Glass and Door to perform On-Call Glass and Door Maintenance, Repair, and Replacement Services to Campus Buildings.

Item: *7.3.3

Title: Contract Amendment – Rollout of Renaming and Media Services

Vendor Name: Underground Advertising, Inc.

Cost: Amended Contract Value - \$102,000

Term of Contract: October 30, 2023 – February 28, 2025

Description: Authority is requested to amend the Professional Service Agreement with Underground Advertising, Inc. for media services to implement a national rollout of the College’s new name through a comprehensive integrated campaign involving print, media, and paid advertising. The rollout will include the law school’s shared and owned resources, along with paid and earned marketing opportunities. The new name will be shared nationally with stakeholders that include alumni, prospective students, US News voters, law schools, law firms, and internal audiences to implement the College’s rebranding.

4. PROPOSED RESOLUTION:

That the Board of Directors authorizes the award of the state contracts listed below:

*7.3.1 Contract – Perkins and Will – Operations	\$102,073
*7.3.2 Contract – United Glass and Door – Operations	\$100,000
*7.3.3 Contract – Underground Advertising – College-Wide	\$102,000

ACTION ITEM

- 1. REPORT BY:** Chief Financial Officer David Seward
- 2. SUBJECT:** Nonstate Contracts and Grants in Excess of \$100,000
- 3. RECOMMENDATIONS:**

That the Board of Directors authorizes the award of nonstate grants and contracts in excess of \$100,000 as described in this report.

Item: *7.4.1

Title: Grant Proposal for “Improving Patent Pathways for Pharmaceutical Competition” Project

Grantor Name: Arnold Ventures

Value: \$1,554,802

Term of Contract: February 2025 – February 2027

Description: Authority is requested to enter into a two-year grant agreement with Arnold Ventures for an “Improving Patent Pathways for Pharmaceutical Competition” project, led by the University of California College of the Law, San Francisco’s Center for Innovation (C4i). This grant will assist in advancing research to improve patent pathways and promote pharmaceutical competition.

Item: *7.4.2

Title: Grant Proposal for C4i Communication Support

Vendor Name: Mont Fund

Value: \$350,000

Term of Contract: Two Years – Start Date to be Determined

Description: Authority is requested to accept a two-year grant from the Mont Fund in the amount of \$350,000 to support the University of California College of the Law, San Francisco’s Center of Innovation (C4i). The funding is designated to enhance communication efforts and promote the work initiatives led by Professor Robin Feldman.

Item: *7.4.3

Title: Subaward for the “Developing a Least Restrictive Program for Re-Entering Transition Age Youth Pursuing Higher Education: A Pre-Implementation Evaluation” Project

Vendor Name: UCSF

Value: \$200,000 (*note: this is the estimated amount of the award*)

Term of Contract: May 1, 2025 – April 30, 2026 (*note: this is the estimated term of the award*)

Description: Authority is requested to issue a subaward to UCSF for the “Developing a Least Restrictive Program for Re-Entering Transition Age Youth Pursuing Higher Education: A Pre-Implementation Evaluation” Project, led by UCSF Prof. Johanna Folk, as part of/funded through the California Institute on Law, Neuroscience & Education (CILNE) Collaboration Grants Program.

Item: *7.4.4

Title: Subaward for the “Preventive Literacy Intervention through Culturally Responsive Teacher Development: Supporting Bilingual Student Success” Project

Vendor Name: UCSF

Value: \$150,000 (*note: this is the estimated amount of the award*)

Term of Contract: May 1, 2025 – April 30, 2026 (*note: this is the estimated term of the award*)

Description: Authority is requested to issue a subaward to UCSF for the “Preventive Literacy Intervention through Culturally Responsive Teacher Development: Supporting Bilingual Student Success” Project, led by UCSF Prof. Monica Zegers, as part of/funded through the California Institute on Law, Neuroscience & Education (“CILNE”) Collaboration Grants Program. This subaward/project would study the unique challenges that Spanish-speaking English Learners (ELs) face in literacy due to limited English proficiency, socioeconomic disadvantages, and under-resourced schools and aims to address these issues through a needs assessment and

curriculum mapping intervention based on a cumulative risk model that integrates external (exogenous) and internal (endogenous) factors affecting literacy.

Item: *7.4.5

Title: Subaward for the “The Impact of Noise on Literacy Skills among Previously Incarcerated Youth” Project

Vendor Name: UCLA

Value: \$162,000 (*note: this is the estimated amount of the award*)

Term of Contract: May 1, 2025 – April 30, 2026 (*note: this is the estimated term of the award*)

Description: Authority is requested to issue a subaward to UCLA for the “The Impact of Noise on Literacy Skills among Previously Incarcerated Youth” Project, led by UCLA Prof. Julie Schneider, as part of/funded through the California Institute on Law, Neuroscience & Education (“CILNE”) Collaboration Grants Program. This subaward/project would seek to understand and mitigate the impact of noise on literacy development among formerly incarcerated individuals. Findings would provide actionable recommendations for creating acoustically optimized classrooms that foster literacy development and cognitive growth in carceral settings.

Item: *7.4.6

Title: Subaward for the “Fourth Grade Forward: Making Meaning of Literature and Life with Near-Peer Mentors” Project

Vendor Name: UCLA

Value: \$172,000 (*note: this is the estimated amount of the award*)

Term of Contract: May 1, 2025 – April 30, 2026 (*note: this is the estimated term of the award*)

Description: Authority is requested to issue a subaward to UCLA for the “Fourth Grade Forward: Making Meaning of Literature and Life with Near-Peer Mentors” Project, led by UCLA Prof. Rebecca Gotlieb, as part of/funded through the California Institute on Law, Neuroscience & Education (“CILNE”) Collaboration Grants Program. This subaward/project would involve a 1-year longitudinal intervention study in a high poverty, urban school district (Compton Unified School District), aiming to test immediate and delayed impacts of 4th grade struggling readers who are receiving near-peer reading and narrative skills tutoring. The research project would also assess whether Kindergarten through 2nd grade dyslexia-risk screening data (from Multitudes) predicts 4th grade students’ performance on measures of reading, narrative skill, and affect, as well as their responsiveness to intervention.

4. PROPOSED RESOLUTION:

That the Board of Directors authorizes the award of the nonstate grants and contracts in excess of \$100,000 listed below:

*7.4.1 Grant – Pharmaceutical Competition Project – C4i - Arnold Ventures	\$1,554,802
*7.4.2 Gift - Communication and Work Initiatives – C4i - Mont Fund	\$350,000
*7.4.3 Grant – UCSF Subaward – CILNE - Research Support	\$200,000
*7.4.4 Grant – UCSF Subaward – CILNE Teacher Development	\$150,000
*7.4.5 Grant – UCLA Subaward - Literacy Skills for Previously Incarcerated Youth	\$162,000
*7.4.6 Grant – UCLA Subaward – CILNE - Fourth Grade Forward Research	\$172,000

ACTION ITEM

- 1. REPORT BY:** Chief Financial Officer David Seward
Chief Operating Officer Rhiannon Bailard
Director of Campus Housing Mark Goodrich
- 2. SUBJECT:** The Academe at 198 Campus Housing Project – Rental Rate,
Marketing & Operations Update

- 3. RECOMMENDATION:**

That the Board of Directors approves the third-year rent structure and accompanying rent subsidy outlined below for residential rental rates for the non-UCSF units at the Academe at 198 for 2025-26.

- 4. BACKGROUND:**

The Occupancy Agreement with UCSF provides that 230 units of the building's total of 656 be allocated to UCSF at stipulated rents. The Series 2020A and 2020B financing indenture requires stipulated revenue levels to support debt service and achieve requisite coverage ratios.

In the project's third year of operations, the rent subsidy of \$2.6 million is proposed to enable the Academe at 198 to offer rental rates approximately 8% below the pro forma rates.

To further support occupancy, a \$1.3 million allocation from Financial Aid is proposed to fund a Housing Stipend Program. The program will offer stipends of \$250/month for new UC Law tenants and \$300/month for those who renew their leases.

To encourage Academic Village Partners residents to remain in the Academe at 198 and attract new tenants, an additional allocation of \$96,000 is proposed, enabling a monthly stipend of \$200 for 40 residents.

All this allocation will be subject to 25/26 budget approval.

- 5. RENT STRUCTURE FOR 2025-26**

Anticipated rental rates for the 2025/26 Academic Year include various rent supplements to ensure maximum occupancy. The proposed rental rates for 2025/26 have been outlined below for all non-UCSF residents and are subject to further refinement.

First Year “1L” Residents

Attracting first-year students is crucial to achieving and maintaining the target occupancy rate in the 2025/2026 academic year and beyond, as they are more likely to remain residents through graduation. Therefore, for 2025/26, all first-year students receive a monthly rent housing stipend of \$250.00. Stipend eligibility is subject to the following restrictions:

1. Rental unit is assigned by the Housing Department
2. Contract is not transferable.
3. Contract term is 12 months, without exception.

Regardless of their year of study, prospective new UC Law residents may also be eligible for this stipend.

1st Year (1L) and new UC Law residents			
After \$250 Stipend			
Unit Type	Min Rate	Average Rate	Max Rate
Efficiency	\$1,832	\$2,060	\$2,130
Studio	\$2,140	\$2,280	\$2,300
1 Bedroom	\$2,948	\$2,993	\$3,015
2 Bedroom*	\$2,095	\$2,162	\$2,309
*Note, price per bed rather than per apartment			
** All utilities are included in rental rates			

Renewing Residents

Retaining current residents is a priority. As part of this effort, current residents are eligible for a \$300 housing stipend, which is subject to the following restrictions:

1. Residents must stay in their current apartment
2. Contract is not transferable.
3. Contract term is 12 months, without exception.

Renewal			
After \$300 Stipend			
Unit Type	Min Rate	Average Rate	Max Rate
Efficiency	\$1,806	\$2,040	\$2,147
Studio	\$2,164	\$2,391	\$2,450
1 Bedroom	\$3,178	\$3,226	\$3,250
2 Bedroom*	\$2,024	\$2,091	\$2,237
*Note, price per bed rather than per apartment			
** All utilities are included in rental rates			

Academic Village Partners - (Non-UCSF/Non-UC Law)

Academic Village Partners residents play a vital role in reaching our occupancy targets. Therefore, they are offered a \$200 stipend regardless of whether they are new or renewing residents. Stipend eligibility is subject to the following restrictions:

1. Residents must stay in their current apartment OR rental unit is assigned by the Housing Department
2. Contract is not transferable.
3. Contract term is 12 months, without exception.

Academic Village Resident			
After \$200 Stipend			
Unit Type	Min Rate	Average Rate	Max Rate
Efficiency	\$1,882	\$2,110	\$2,180
Studio	\$2,190	\$2,330	\$2,350
1 Bedroom	\$2,998	\$3,043	\$3,065
2 Bedroom*	\$2,145	\$2,212	\$2,359
*Note, price per bed rather than per apartment			
** All utilities are included in rental rates			

For purposes of comparison, below is the rent structure for 2024-25:

2024/2025			
Unit Type	Min Rate	Average Rate	Max Rate
Efficiency	\$1,880	\$2,089	\$2,185
Studio	\$2,200	\$2,403	\$2,455
1 Bedroom	\$3,105	\$3,148	\$3,170
2 Bedroom*	\$2,075	\$2,230	\$2,265
*Note, price per bed rather than per unit.			
** All utilities are included in rental rates.			

6. RESOLUTION:

That the Board of Directors approves of the tentative fee structure and rent subsidy outlined above for 2025-26.

ACTION ITEM

1. **REPORT BY:** Chief Financial Officer David Seward
2. **SUBJECT:** State and Nonstate Budget Changes for 2024-25
3. **RECOMMENDATION**

That the Board of Directors approves the budget changes described below for the McAllister Tower Seismic Upgrade project and to support debt service coverage obligations for the Academe at 198.

4. **BACKGROUND:**

Requested is authority to amend the 2024-25 state and nonstate budgets for the following items.

***7.6.1 Academe at 198 – Fund Transfer – DSCR \$3,950,000**

Requested is the authority to transfer the amount needed to meet the 1.2 DSCR, which currently is estimated at \$3.95 million. This will allow the Academe at 198 to fulfill its obligation under the indenture for the Series 2020A and 2020B debt issuance. Funding for this purpose would be derived from investment earnings from the *100 McAllister Project Fund – STIP* as shown in Exhibit 1. Approval of this item would give the College the optionality to issue debt to support Phase II of the McAllister Tower Seismic Upgrade project bringing an additional 280 beds of campus housing and academic space. If approved, this funding would be transferred into the indenture flow of funds structure and would be nested in the Surplus Fund where it would be available in future years to support project debt service.

***7.6.2 Tower Seismic Upgrade Project – Phase I Funding \$4,000,000**

At its September 2024 meeting, the Board of Directors approved a budget plan for Phase I of the McAllister Tower Seismic Upgrade Project. The plan supplemented the \$90 million appropriated by the State of California in the Budget Act of 2022 with institutional funds totaling \$9.1 million for a total budget of \$99.1 million. Of the \$9.1 million, \$5.1 was drawn from the McAllister Tower building reserve and \$4 million from investment earnings. While the \$4 million was included in the funding plan, a formal resolution authorizing the transfer was not presented at the time. Formal authorization is being sought now. Requested is authority to transfer \$4 million from the *100 McAllister Project Fund – STIP* to the Tower Seismic Upgrade Project – Phase I account.

***7.6.3 Tower Seismic Upgrade Project – Phase II Early Procurement \$7,500,000**

Requested is authority for a conditional transfer of \$6.7 million from the State Plant Fund Reserve and \$800,000 from the McAllister Tower Building Reserve for early

procurement items for Phase II of the McAllister Tower Upgrade Project. Approval of this request would allow for the procurement of long lead time items to begin; specifically, the purchase and installation of elevator systems and electrical switchgear and transformers. Both items add to the economic value of the building.

The need to effectuate this conditional transfer would occur only in the event that Phase II of the project does not move forward. If the Governor’s Budget, which includes \$10.1 million in annual debt funding support, is approved, this transfer will not be necessary. Options considered are shown in Exhibit 2.

5. PROPOSED RESOLUTION:

That the Board of Directors approves revising the 2024-25 state and nonstate budgets as described below:

*7.6.1	Academe at 198 – Fund Transfer – DSCR Or the amount needed to meet the 1.2 DSCR, whichever is greater. Funding source: 100 McAllister Project Fund – STIP	\$3,950,000
*7.6.2	Tower Seismic Upgrade Project – Phase I Funding Funding source: 100 McAllister Project Fund – STIP	\$4,000,000
*7.6.3	Tower Seismic Upgrade Project – Phase II Early Procurement Funding source: \$6.7 million SPFR & \$800,000 Tower Reserve	\$7,500,000

Exhibit 1: Sources and Uses – State Housing Grant & Investment Earnings

Sources of Cash	Amount
State Grant	\$ 90,000,000
Realized Gain TRIP	\$ 5,830,580
Income Interest TRIP	\$ 1,446,781
Income Interest STIP	\$ 5,501,859
Tower Reserve	\$ 5,100,000
Projected interest income through 30 June 2025	\$ 1,184,847
Total	\$ 109,064,067

Uses of Cash	Amount
Tower renovation	\$ 99,100,000
Grant to achieve 1.2 DSCR	\$ 3,950,000
Subsidy 2024/2025	\$ 2,600,000
Subsidy 2023/2024	\$ 1,400,000
198 Close- out	\$ 317,450
Scion Group	\$ 300,000
Round Valley Unified School District Scholarship- EOF	\$ 250,000
One month free offer from FY23/24	\$ 223,475
Total	\$ 108,140,925

Projected Ending Balance	\$ 923,142
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Exhibit 2: Tower Seismic Upgrade Project – Phase II Early Procurement

Outlined below are the options that are available. Option 1A is the recommended approach

OPTION 1A

Commit to Long-Lead Procurement by February 27, 2025

- COST IMPACT: \$0
- SCHEDULE IMPACT: No
- UC Law needs to commit \$7.5M by February 27, 2025

OPTION 1B

Push Long-Lead Procurement of \$7.5M to July 1, 2025

- COST IMPACT: \$14.1M
- SCHEDULE IMPACT: 8 months

Summary of Costs:

GC/GR Adds:	\$4,531,071
Subcontractor Impacts:	\$9,181,068 (see breakdown)
Escalation:	\$411,364 (8 months @ 4.5%)
Total:	<u>\$14,123,503</u>

OPTION 2

Walk Away After Phase 1

- COST IMPACT: \$8.8M + \$50K / month maintenance
- SCHEDULE IMPACT: No

Summary of Costs:

GC/GR Adds:	\$3,900,000
Demobilization:	\$3,743,100
Temp Watertight:	\$1,144,048
Total:	<u>\$8,787,148</u>

ACTION ITEM

1. **REPORT BY:** Chief Financial Officer David Seward
2. **SUBJECT:** The Academe at 198 & AVFA – Budget Report
for 2024-25 as of December 31, 2024, and Mid-year Budget
Changes
3. **RECOMMENDATION:**

That the Board of Directors approves the attached budget reports for The Academe at 198 McAllister and the Academic Village Finance Authority (AVFA, formerly Hastings Campus Housing Finance Authority) as revised at mid-year. Significant variances are discussed below.

THE ACADEME AT 198

Revenues

- **Residential Rent & Rent Subsidy** – Revenue from residential rent for the 2024-25 fiscal year was budgeted at \$17.57 million, with the occupancy rate projected to be 95%. Due to lower-than-expected occupancy at 79%, the revised budget has been adjusted to \$13.58 million. The beginning budget for 2024-25 included a \$2.6 million subsidy, which reduced amounts charged to non-UCSF residents by approximately 13% on average. An additional grant is requested in the amount needed to meet the 1.2 DSCR, which currently is estimated at \$3.95 million.

Expenditures

- **Salaries and Benefits** – The beginning salaries budget of \$310,789 included three full-time staff positions and one part-time mail clerk, totaling 3.2 FTE. The mid-year budget has been lowered to \$306,609, reflecting the vacancy of the Housing Director position until September 2024.
- **Regular Contract Services** – This category includes janitorial, engineering, and window washing services. The 2024-25 budget was adjusted from \$289,010 to \$498,202 to accommodate higher-than-projected tenant turnover expenses, mainly repairs and cleaning. Fifty percent of the revised budget was expended by December 2024.
- **Utilities** – The mid-year budget was revised upwards by \$191,900 (17%) to accommodate higher-than-anticipated water expenses. As of December 2024, \$329,151, or 26% of the midyear budget has been spent due to outstanding invoices from providers.
- **Maintenance and Special Repairs** – This reporting category includes ongoing building and elevator maintenance, pest control, and special repairs. The mid-year budget has been increased by \$122,268. This adjustment reflects the outcome of contract negotiations, which

were still in progress at the beginning of the fiscal year. As of December 2024, \$85,260, or 42% of the revised budget, has been spent.

ACADEMIC VILLAGE FINANCE AUTHORITY (AVFA)
(Formerly Hastings Campus Housing Finance Authority)

Non-Operating Revenues / (Expenses)

- **Investment Income** – By investing the cash balances of all funds managed by the Trustee in a BNY Mellon Cash Reserve, the Authority has generated investment income that is designated solely for debt service.

SUMMARY

Including the \$2.6 million rent subsidy, the \$0.2 million supplement for a one-month free incentive, and the \$3.95 million grant, the midyear budgeted change in net assets (after excluding depreciation) for the Academe at 198, and the AVFA for the 2024-25 fiscal year is projected to be \$4.5 million.

	The Academe at 198		AVFA		Total	Total	Budget
	Beginning	2024-25	Beginning	2024-25	Beginning	2024-25	Variance
	Budget	Midyear	Budget	Midyear	Budget	Midyear	(%)
	2024-25	Revised	2024-25	Revised	2024-25	Revised	
	Budget	Budget	Budget	Budget	Budget	Budget	
Revenues	22,782,507	22,912,128	-	-	22,782,507	22,912,128	101%
Expenditures	2,394,097	2,909,381	6,125	6,950	2,400,222	2,916,331	122%
Net Operations	20,388,410	20,002,747	(6,125)	(6,950)	20,382,285	19,995,797	98%
Nonoperating Revenues/(Expenses)							
Investment Income	-	-	-	1,000,000	-	1,000,000	--
Other Revenue	-	-	-	149,654	-	149,654	--
Funded from Bond Proceeds	-	-	-	-	-	-	--
Debt Service	-	-	(16,655,500)	(16,655,500)	(16,655,500)	(16,655,500)	100%
Building Improvements	-	-	-	-	-	-	--
Transfers between between 198 and Authority	-	-	-	-	-	-	--
CIP Offset	-	-	-	-	-	-	--
Capital, Buildings	-	-	-	-	-	-	--
Transfers from Other Funds	-	-	6,125	-	6,125	-	--
Transfers to Other Funds	-	-	-	-	-	-	--
Sub-total	-	-	(16,649,375)	(15,505,846)	(16,649,375)	(15,505,846)	93%
TOTAL CHANGE IN NET ASSETS*	\$ 20,388,410	\$ 20,002,747	\$(16,655,500)	\$(15,512,796)	\$ 3,732,910	\$ 4,489,951	120%

*Transfers within the Authority (AVFA/ the Academe at 198, Bonds Series A and Series B) are excluded.

Attachments:

- Housing Authority Programs 2024-25 Budget Report as of December 31, 2024

	The Academe at 198		AVFA				
	Beginning Budget 2024-25	2024-25 Midyear Revised Budget	Beginning Budget 2024-25	2024-25 Midyear Revised Budget	Total Beginning Budget 2024-25	Total 2024-25 Midyear Revised Budget	Budget Variance (%)
Revenues	22,782,507	22,912,128	-	-	22,782,507	22,912,128	101%
Expenditures	2,394,097	2,909,381	6,125	6,950	2,400,222	2,916,331	122%
Net Operations	20,388,410	20,002,747	(6,125)	(6,950)	20,382,285	19,995,797	98%
Nonoperating Revenues/(Expenses)							
Investment Income	-	-	-	1,000,000	-	1,000,000	--
Other Revenue	-	-	-	149,654	-	149,654	--
Funded from Bond Proceeds	-	-	-	-	-	-	--
Debt Service	-	-	(16,655,500)	(16,655,500)	(16,655,500)	(16,655,500)	100%
Building Improvements	-	-	-	-	-	-	--
Transfers between between 198 and Authority	-	-	-	-	-	-	--
CIP Offset	-	-	-	-	-	-	--
Capital, Buildings	-	-	-	-	-	-	--
Transfers from Other Funds	-	-	6,125	-	6,125	-	--
Transfers to Other Funds	-	-	-	-	-	-	--
Sub-total	-	-	(16,649,375)	(15,505,846)	(16,649,375)	(15,505,846)	93%
TOTAL CHANGE IN NET ASSETS*	\$ 20,388,410	\$ 20,002,747	\$ (16,655,500)	\$ (15,512,796)	\$ 3,732,910	\$ 4,489,951	120%

UC LAW SAN FRANCISCO
The Academe at 198
2024-25 Budget Status - December 31, 2024

3/13/2025

	Beginning Budget 2024-25	Midyear Revised Budget 2024-25	Actual as of 31-Dec-24	Actual Dec-24 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-23 as a Percent of 2023-24 Year-end
REVENUES							
Residential Rent	17,570,000	13,586,391 *	6,236,170	46%	8,773,628	3,915,141	45%
Residential Rent Subsidy	2,810,000	6,760,000 *	1,510,200	22%	1,413,275	636,364	45%
Commercial Rent	2,222,359	2,424,392	1,212,195	50%	2,157,630	980,741	45%
Retail Leases	72,000	69,345	34,500	50%	11,500	-	0%
Other Revenue	108,148	72,000	37,305	52%	57,065	-	0%
TOTAL OPERATING REVENUES	\$ 22,782,507	\$ 22,912,128	\$ 9,030,370	39%	\$ 12,413,098	\$ 5,532,246	45%
EXPENDITURES							
Salaries and Wages	310,789	306,609 *	132,566	43%	224,959	99,365	44%
Student Wages--Regular & Work-study	2,000	-	-	--	-	-	--
Staff Benefits	130,409	124,546 *	54,088	43%	92,996	42,224	45%
Regular Contract Services	289,010	498,202 *	247,803	50%	161,003	70,766	44%
Other Contract Services	54,000	63,200	34,546	55%	81,310	60,267	74%
Utilities	1,092,100	1,284,000 *	329,151	26%	554,345	93,915	17%
Maintenance & Special Repairs	79,200	201,468 *	85,260	42%	37,819	7,996	21%
Insurance	215,064	209,971	209,971	100%	210,064	210,064	100%
Supplies	29,115	62,885	23,512	37%	44,753	14,563	33%
Credit Card Fees	-	-	-	--	-	-	--
Computer Software	102,000	102,000	90,651	89%	80,992	90,128	111%
Printing & Reproduction	12,500	2,500	2,094	84%	10,052	7,484	74%
Marketing	29,505	20,000	13,729	69%	13,502	-	0%
Miscellaneous	48,405	34,000	16,002	47%	46,825	27,079	58%
TOTAL OPERATING EXPENDITURES	\$ 2,394,097	\$ 2,909,381	\$ 1,239,373	43%	\$ 1,558,621	\$ 723,850	46%
NET OPERATIONS	\$ 20,388,410	\$ 20,002,747	\$ 7,790,997	39%	\$ 10,854,477	\$ 4,808,396	44%
NONOPERATING REVENUES (EXPENSES)							
Building Improvements	-	-	-	--	(274,188)	(173,507)	63%
Transfers between 198 and Authority	-	-	-	--	-	-	--
Transfers from Other Funds	-	-	-	--	1,180,000	(66,379)	-6%
Transfers to Other Funds	-	-	-	--	-	1,141,792	--
CIP Offset	-	-	-	--	274,188	-	0%
Capital Asset Additions/Deductions	-	-	-	--	(262,688)	-	0%
TOTAL NONOPERATING REVENUES (EXPENSES)	\$ -	\$ -	\$ -	-	\$ 917,312	\$ 901,907	98%
TOTAL CHANGE IN NET ASSETS	\$ 20,388,410	\$ 20,002,747	\$ 7,790,997	38%	\$ 11,771,789	\$ 5,710,302	49%

* See attached narrative report.

	Beginning Budget 2024-25	Midyear Revised Budget 2024-25	Actual as of 31-Dec-24	Actual Dec-24 as a Percent of Revised Budget	Year-end Actual 2023-24	Actual as of 31-Dec-23	Actual Dec-23 as a Percent of 2023-24 Year-end
REVENUES							
Other	-	-	-	--	-	-	--
TOTAL OPERATING REVENUES	\$ -	\$ -	\$ -	--	\$ -	\$ -	-
EXPENDITURES							
Consultants	3,000	3,000	-	0%	2,500	-	--
Audit Services	2,625	3,450	3,450	100%	2,625	2,625.00	--
Miscellaneous	500	500	-	0%	-	-	--
Building Depreciation	-	-	2,187,512	--	2,908,885	1,131,138	39%
TOTAL OPERATING EXPENDITURES	\$ 6,125	\$ 6,950	\$ 2,190,962	--	\$ 2,914,010	\$ 1,133,763	39%
NET OPERATIONS	\$ (6,125)	\$ (6,950)	\$ (2,190,962)		\$ (2,914,010)	\$ (1,133,763)	39%
NONOPERATING REVENUES (EXPENSES)							
Investment Income	-	1,000,000 *	770,122	77%	529,464	134,112	25%
Other Revenue	-	149,654	149,654	100%	-	-	--
Funded from Bond Proceeds	-	-	-	--	-	-	--
Capital, Buildings	-	-	-	--	(36,176,958)	(23,763,240)	66%
Capital Asset Additions/Deductions	-	-	-	--	274,188	-	0%
CIP Offset	-	-	-	--	36,176,958	23,763,240	66%
Debt Service (Principal & Interest)	(16,655,500)	(16,655,500)	(9,397,598)	56%	(18,675,699)	(9,318,356)	50%
Transfers between 198 and Authority	-	-	-	--	-	-	--
Transfers from Other Funds	6,125	-	-	--	317,450	-	0%
Transfers to Other Funds	-	-	-	--	-	-	--
TOTAL NONOPERATING REVENUES (EXPENSES)	\$ (16,649,375)	\$ (15,505,846)	\$ (8,477,822)	55%	\$ (17,554,597)	\$ (9,184,244)	52%
TOTAL CHANGE IN NET ASSETS	\$ (16,655,500)	\$ (15,512,796)	\$ (10,668,785)	69%	\$ (20,468,607)	\$ (10,318,007)	50%

* See attached narrative report.

ACTION ITEM

1. **REPORT BY:** David Seward
2. **SUBJECT:** Endowment Management – Spending Rate for 2025-26
3. **RECOMMENDATION:**

That the Board of Directors approves an endowment spending rate of 4.55% for 2025-26.

4. **BACKGROUND:**

The Board of Directors has adopted a *Total Return* spending policy for the General Endowment Pool (GEP) for the College's endowed funds. The policy established a baseline spending rate of 4 percent calculated on a 12-quarter rolling average of the market value of endowed funds. The spending rate for any given year would be reflective of market conditions and/or College needs. The Board of Directors approved a modification of the process by adding an Endowment Management Surcharge of .35% for cost recovery purposes. An increase in this surcharge to .55% was approved by the Board of Directors in October 2020.

Payout amounts based on application of alternative payout rates to a 12-quarter rolling average ending December 2024:

Total Payout Rate	Total Payout Amount
3.00%	\$ 1,575,359
3.25%	1,706,639
3.50%	1,837,919
3.75%	1,969,199
4.00%	2,100,478
4.25%	2,231,758
4.50%	2,363,038
4.55%	2,389,294
5.00%	2,625,598

Market value and rolling averages by 12 quarters ending December 2024:

Quarter	Market Value Endowment	Rolling Average Market Value
3/31/2022	\$ 48,145,299	\$ 42,903,453
6/30/2022	49,760,768	43,589,184
9/30/2022	48,471,654	44,033,045
12/31/2022	48,072,209	44,369,642
3/31/2023	49,569,386	45,727,098
6/30/2023	51,855,611	47,013,679
9/30/2023	50,775,027	48,068,581
12/31/2023	52,791,703	49,081,693
3/31/2024	55,404,998	50,093,855
6/30/2024	57,038,235	50,813,605
9/30/2024	59,146,007	51,693,733
12/31/2024	59,112,629	52,511,961

Maintaining a spending rate of 4.55% is recommended because its preservation will allow for a modest growth of support for endowed scholarships and professorships.

5. PROPOSED RESOLUTION:

Resolved that the Board of Directors approves an endowment payout rate of 4.55% for 2025-26.

ACTION ITEM

- 1. REPORT BY:** Chief Financial Officer David Seward
- 2. SUBJECT:** State Contracts and Grants in Excess of \$100,000
- 3. RECOMMENDATIONS:**

That the Board of Directors authorizes the award of the State contract in excess of \$100,000 as described in this report.

Item: *8.1
Title: Salesforce, Inc. MuleSoft Software Integration
Vendor Name: Salesforce, Inc.
Cost: \$140,000.00
Term of Contract: March 21, 2025 – June 30, 2028

Description: Authority is requested to enter into a SaaS (Software as a Service) Agreement with Salesforce to integrate and modernize the College’s web services environment, enhance security, and provide more visibility in how the College processes and shares UC Path data. 80% of UC Schools are now using a service to accomplish this task. IT Department heads met with representatives from UCOP and MuleSoft and have determined that it would cost approximately \$42,000 to implement the service, migrate current services, and train our staff on how to use the system.

4. PROPOSED RESOLUTION:

That the Board of Directors authorizes the award of the 2024-25 nonstate contract in excess of \$100,000 listed below:

*8.1	MuleSoft Agreement – Salesforce, Inc. – IT	\$140,000.00
------	--	--------------

ACTION ITEM

- 1. REPORT BY:** Chief Financial Officer David Seward
- 2. SUBJECT:** State Contracts and Grants in Excess of \$100,000
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That the Board of Directors authorizes the award of the State contract in excess of \$100,000 as described in this report.

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*8.1.1 MuleSoft Agreement – Salesforce, Inc. – IT	\$140,000.00
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REPORT ITEM

1. **REPORT BY:** Chief Financial Officer David Seward
2. **SUBJECT:** Investment Report – As of December 31, 2024
3. **REPORT:**

Investment fund balances held by the University of California are displayed below:

	As of 6/30/2023	As of 6/30/2024	As of 12/31/2024	FYTD %
Hastings Endowment Fund (GEP)	\$51,855,613	\$57,038,235	\$59,110,782	3.5%
Hastings Operating Fund (GEP)	70,108,481	78,281,533	82,076,043	4.6%
Endowed Funds Held by Regents (GEP-7)	10,444,418	11,241,618	11,346,294	0.9%
Hastings Operations – STIP	16,454	323,025	2,593,374	87.5%
Sub-total	132,424,966	146,884,411	155,126,493	5.3%
100 McAllister Project Fund – STIP	46,937,656	48,910,757	81,246,681	39.8%
100 McAllister Project Fund – TRIP	45,000,000	50,443,458	0	-100.0%
Sub-total	91,937,656	99,354,215	81,246,681	-22.3%
Total	\$ 224,362,622	\$ 246,238,626	\$ 236,373,174	-4.0%

REPORT ITEM

1. **REPORT BY:** Chief Financial Officer David Seward
 Deputy Chief Financial Officer Sandra Plenski
2. **SUBJECT:** Academe at 198- 2025 Investor Presentation
3. **REPORT:**

Attached is the Investor Presentation that was provided to the investors of the Academe at 198 Series 2020A and 2020B bonds on January 28, 2025.

Attachments:

- Investor Presentation – 2020A and 2020B Bond Series – January 28, 2025

Academic Village Finance Authority

198 McAllister Campus Housing Project

Investor Presentation

Series 2020 A & 2020 B

January 28, 2025



UC Law San Francisco

Meeting Agenda

- 1. Introductions**
- 2. Overview of the Academic Village**
- 3. Leasing Status – 2024-25 and 2025-26 Forecast**
- 4. Financial Status – 2024-25**
- 5. Financial & Operational Outlook - 2025-26**
- 6. Questions**

Overview of the Academic Village



Leasing Status: 2024-25 & 2025-26 Forecast

Unit Count	.
Total Units	656
Vacancy Rate (5%)	-33
Pro Forma Occupancy Level (95%)	623

Institution	2023-24	2024-25	2025-26	Growth Rate from 2024-25 to 2025-26	Retention % from 2024-25 to 2025-26	Comments
UC Law San Francisco						
First Year Students	162	147	200	36%	N/A	Marketing Priority w/ admissions for 25/26
Second Year Students	40	54	103	91%	70%	
Third Year Students	17	30	38	27%	70%	
Others (LLM, MSL, Staff, etc.)	18	17	17	0%	100%	Assumes same size cohort as 2024-25
Office uses	22	22	0	0%	N/A	Temporary Allocation of units for staff offices
Sub-Total	259	270	358			
UCSF	110	187	230	N/A	N/A	Occupancy Agreement is in effect
UC Davis	8	8	0	N/A	N/A	Based on 1 year program
Sub-Total	118	230	230			
University of San Francisco	2	11	15	36%		Marketing Priority
UOP Dugoni School of Dentistry	7	5	11	120%		Marketing Priority
San Francisco Conservatory of Music	0	2	4	100%		Marketing Priority
SF School of Ballet	0	1	0	N/A		Internship not offered
Hult Int. Business School	0	1	3	200%		Marketing Priority
Florida State University	0	1	0	N/A		Program Discontinued
Golden Gate University	2	0	4	N/A		Marketing Priority
Sub-Total	11	22	37			
Unit Total	388	522	625			
Occupancy Rate	59%	80%	95%			

Notes:

Data for 2024-25 is as of 01-07-2025

UCSF 20- year Occupancy Agreement is in effect at 100%

Leasing Status: 2024-25 Marketing

Website

- Transition of the primary website from third party hosting to a campus hosted platform
- Provides a more cost effective and seamless approach to campus websites
- Centralized information for users

In-Person Strategies

- Physical tours with model units (drop-in and by appointment)
- Participation in “Admitted Students Day” on March 22, 2025

Partnership Opportunities Visits November and December

University of San Francisco

California College of the Arts

California Institute of Integral Studies

San Francisco Ballet

Academy of Art

Golden Gate University

Marketing Priorities

- Close coordination with the **Admissions Office** to distribute housing information
- Facilitated 470 direct **mailing campaigns** and **email blasts** to incoming and prospective students to promote housing availability and key benefits.
- Co-Host **4 Zoom townhalls** with Admissions to provide incoming students with detailed housing information

UCSF Direct Marketing Strategies

-
- **Targeted Email Campaign:** Inform applicants of other UCSF properties that **Academe at 198** has availability.
 - **Exclusive Move-In Special:** Receive **one month free** when moving into a studio apartment between **August and October 2024**.
 - **No Term Limits at Academe at 198:** Unlike UCSF properties with a 5-year term limit, **Academe at 198 offers unlimited residency** beyond five terms.
 - **In-Person Model Tours:** **Academe at 198** is the **only UCSF housing option** that offers in-person model tours, giving residents a firsthand look at their future home.

Leasing Status: Retail Spaces

➤ **Lobby Retail Tenant: Spro Café**

- Size of café: 460 sq. ft.
- Lease executed on August 5, 2023
- Term of 8 years
- \$5,750 per month with 3% annual increase
- Hours: Mon. – Fri. 7 a.m. – 5 p.m.; Sat. & Sun. 8 a.m. – 3 p.m.

➤ **Golden Gate & Hyde Retail Tenant: Under Pursuit**

- Space available: 4,500 sq. ft.
- Accessible via separate entrance located on Golden Gate
- Retail Broker: Maven, commercial real estate broker, specializing in San Francisco market

Financial Status: 2024-25

Budget to Actual as of December 31, 2024

	Prior Year Actual 2023-2024	Pro Forma Budget 2024-2025	Approved Budget 2024-2025	Projected Actual 2024-2025
Revenue	\$11,013,098	\$22,359,232	\$19,972,507	\$17,189,580
Rent Subsidy	\$1,400,000		\$2,810,000	\$2,810,000
College Grant				\$3,300,000
Total Revenue	\$12,413,098	\$22,359,232	\$22,782,507	\$23,299,580
Total Expenses (Depreciation exclud.)	\$1,563,746	\$2,208,169	\$2,400,222	\$2,916,331
Replacement reserve	\$135,136	\$139,190	\$139,190	\$139,190
Net Income Available for Debt Service	\$10,714,216	\$20,011,873	\$20,243,095	\$20,244,059
Interest	\$16,655,500	\$16,655,500	\$16,655,500	\$16,655,500
Principal				
Capitalized Interest	(\$8,917,706)			
Total Debt Service	\$7,737,794	\$16,655,500	\$16,655,500	\$16,655,500
Debt Service Coverage	1.38%	1.20%	1.22%	1.22%

NOTE : See appendix for detailed information for FY 2024-2025

Financial Status: 2024-25


Rent Comparison to Institutional Market Rate Benchmarks

Institutional Market Rate Benchmarks for Studio Units

Property		Address	Number of Studio Units	Avg. Size	Year Built	CoStar Data Avg. Rent	Website Data Avg. Rent
1	Fifteen Fifty	1550 Mission St	78	544	2020	\$ 3,048	\$ 3,080
2	The George	434 Minna St	107	423	2022	2,489	2,433
3	The Civic	101-103 Polk St	10	453	2015	2,534	2,552
4	Prism Apartments	1028 Market St	86	432	2022	2,536	2,167
5	AVA 55 Ninth	55 9th St	40	558	2014	2,571	2,960
6	50 Jones	1066 Market St	88	446	2020	2,170	2,031
7	1188 Mission	1188 Mission St	2	377	2009	1,870	NA
8	1190 Mission	1190 Mission St	3	448	2013	1,668	NA
Total / Wgt. Average			414	466	NA	\$ 2,536	\$ 2,468
The Academe			412	256	2023	\$2,186	\$2,186
vs. Comps						86%	89%

- Rents at the Academe at 198 are near or below market for comparable units
- Differentiators - the Academe at 198
 - All units are fully furnished and include 24-hour security
 - Rents include all utilities
 - Residents have access to all campus amenities regardless of institutional affiliation
 - UC and UC Law residents are served by the UCSF shuttle bus system

Financial & Operational Outlook: 2025-26

	Pro Forma 2025-2026	Projected 2025-2026	Variance \$
Gross Residential Revenue 95% occupancy	\$ 19,360,507	\$ 17,308,319	\$ (2,052,188)
Housing Stipend		\$ 1,304,520	
College Subsidy		\$ 2,600,000	
Auxiliary and Other Income	\$ 3,561,446	\$ 2,769,123	\$ (792,323)
Total Revenue	\$ 22,921,953	\$ 23,981,962	\$ 1,060,009
Total Expenses	\$ 2,163,602	\$ 3,336,689	\$ 1,173,087
Net Operating Income	\$ 20,758,351	\$ 20,645,273	\$ (113,078)
Less Replacement Reserve	\$ 143,366	\$ 143,366	
Net Income Available for Debt Service	\$ 20,614,985	\$ 20,501,907	\$ (113,078)
Interest	\$ 16,655,500	\$ 16,655,500	
Principal	\$ 390,000	\$ 390,000	
Debt Service Total	\$ 17,045,500	\$ 17,045,500	
DSCR	1.21%	1.20% 	-0.01%

Appendix

Budget to Actual 2024-2025

	Pro Forma Budget 2024-2025	Approved Budget 2024-2025	Projected Actual 2024-2025
Rental Revenue	\$ 18,796,609	\$ 17,570,000	\$ 14,364,189
Rental Support from UC Law SF		\$ 2,810,000	\$ 6,110,000
UC Law Space Lease Payment	\$ 1,910,650	\$ 2,222,359	\$ 2,424,392
UC Law Space Lease CAM Expenses	\$ 239,557		
Retail Lease Income	\$ 313,720	\$ 72,000	\$ 69,345
Office - Reading/Class Conv. Sublease Incremental Revenue	\$ 72,152		
Auditorium Rental/ Space rental	\$ 106,090	\$ 48,000	\$ 48,000
Utility Recovery From Tenants	\$ 695,250		
Interest income	\$ 104,909		\$ 110,000
Other Income	\$ 120,295	\$ 60,148	\$ 173,654
Operating Income	\$ 22,359,232	\$ 22,782,507	\$ 23,299,580
G&A Payroll/Benefits (Incl. Leasing)	\$ 331,248	\$ 443,198	\$ 431,155
Marketing	\$ 30,900	\$ 39,505	\$ 37,000
Computer Software		\$ 102,000	\$ 102,000
Custodial Services	\$ 407,880	\$ 100,000	\$ 145,192
Engineering Services	\$ 234,840	\$ 130,000	\$ 320,000
Building Systems - Maint. & Testing	\$ 19,055	\$ 54,000	\$ 65,000
Building Maint. - Other	\$ 18,540	\$ 7,200	\$ 102,668
Elevator Maintenance	\$ 57,680	\$ 22,000	\$ 46,000
Window Washing	\$ 22,660	\$ 59,010	\$ 33,010
Landscaping	\$ 19,776	\$ 30,000	\$ 30,000
Pest Control	\$ 18,540	\$ 20,000	\$ 21,000
Supplies	\$ 11,124	\$ 41,615	\$ 65,385
Miscellaneous	\$ 9,888	\$ 38,405	\$ 17,000
Utilities	\$ 695,250	\$ 1,092,100	\$ 1,284,000
Insurance	\$ 185,400	\$ 215,064	\$ 209,971
TL Community Benefits District Assessment	\$ 37,440		
Issuer / Audit / Trustee	\$ 107,948	\$ 6,125	\$ 6,950
Operating Expenses	\$ 2,208,169	\$ 2,400,222	\$ 2,916,331
Net Operating Income	\$ 20,151,063	\$ 20,382,285	\$ 20,383,249
Less Replacement Reserve	\$ 139,190	\$ 139,190	\$ 139,190
Net Operating Income (Available for Debt Service)	\$ 20,011,873	\$ 20,243,095	\$ 20,244,059
Interest	\$ 16,655,500	\$ 16,655,500	\$ 16,655,500
Principal	\$ -	\$ -	\$ -
Total Debt Service	\$ 16,655,500	\$ 16,655,500	\$ 16,655,500
Debt Service Coverage	1.20%	1.22%	1.22%

Questions?

REPORT ITEM

1. **REPORT BY:** Chief Operating Officer Rhiannon Bailard
 Chief Financial Officer David Seward
2. **SUBJECT:** McAllister Tower Seismic Upgrade Project – Status Report
3. **REPORT:**

The McAllister Tower Seismic Upgrade Project Phase 1 is proceeding apace, with limited unforeseen conditions given the building's age.

Completed construction activities include the following:

- Non-structural demolition and abatement level 14 and up
- Tower bracing steel level 22 and up
- Micro-piles and testing for the tower crane foundation
- Construction personnel hoist is complete and operational
- Decommissioning of existing elevators
- Permeation grouting (i.e., soil improvement) testing is complete

Design: The project has completed 95% of construction documents as of February 24, 2025.

Permit and approvals completed to date are as follows:

- The State Historic Preservation Officer (SHPO) and the National Park Service have approved the Historic Preservation Certification application.
- The Office of the State Fire Marshal (OSFM) has approved the following permit applications:
 - Non-structural demolition
 - Below-grade structural demolitions
 - Above-grade structural demolitions

Ongoing and upcoming activities include:

- Completion of abatement and non-structural demolition
- Fabrication and installation of the tower bracing steel
- Structural demolition
- Tower crane foundation
- Permeation grouting production

The College will present further project information as detailed in the attached slides.

McAllister Tower Seismic Upgrade Project – Status Report

Board of Directors Meeting

March 13, 2025



Project Progress Summary

➤ Construction

○ Completed activities (since December 2024):

- Abatement and non-structural demolition on level 14 and up.
- Tower bracing steel on level 22 and up.
- Micro piles for the tower crane foundation
- CPH (construction personnel hoist) erection and tie-in is complete and fully operational.
- Decommissioning of the existing elevators.
- Permeation grouting (soil improvement) test program.

○ Ongoing and upcoming activities:

- Abatement and non-structural demolition.
- Fabrication and installation of the tower bracing steel.
- Structural demolition.
- Tower crane foundation and tie-in.
- Permeation grouting (soil improvement) production.

➤ **Design:** 95% of Construction Documents were issued on February 24th.

➤ Permit and Approvals Obtained:

- Historic Preservation Certification Application has been approved by Nation Park Service (NPS) and the State Historic Preservation Officer (SHPO).
- The Office of State Fire Marshal (OSFM) has approved the following permit applications:
 - Non-structural demolitions
 - Below-grade structural demolitions
 - Above-grade structural demolitions



Construction Progress



**2/18: Exterior copper panel removal
for tower crane tie-in**

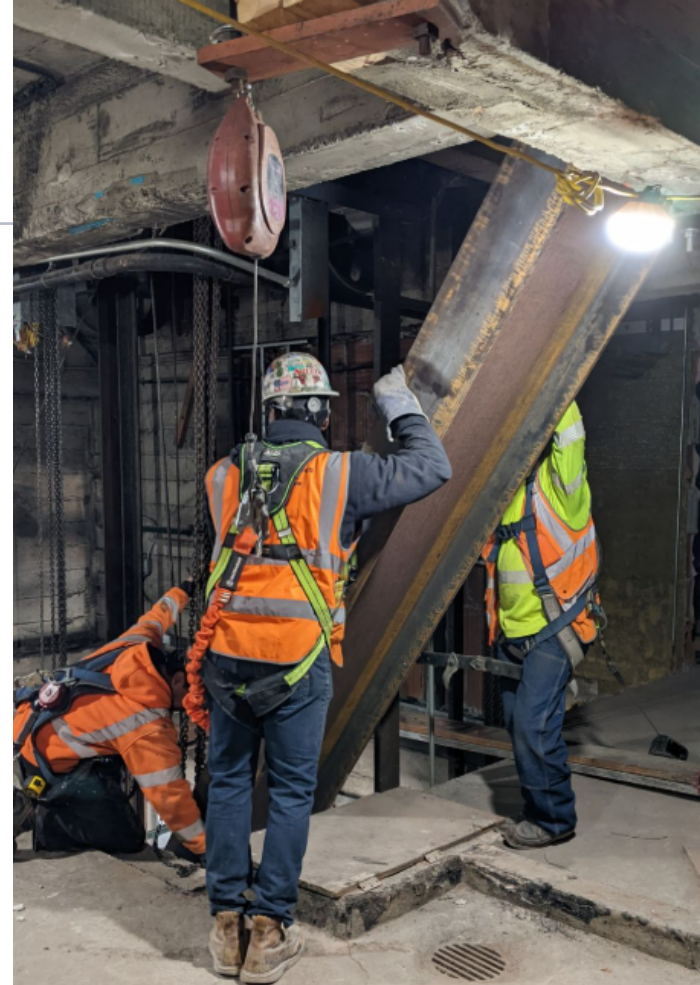


2/14: Both construction personnel hoists deployed

Construction Progress



2/14: Steel beam installation



1/21: Steel installation

Construction Progress



1/15: Hoisting steel beam through elevator shaft for installation



1/15: Hoisting steel beam to level 24 for installation

Construction Progress



2/12: Complete remaining elevator cab demolition



2/14: Deck support installed for structural demolition

Construction Progress

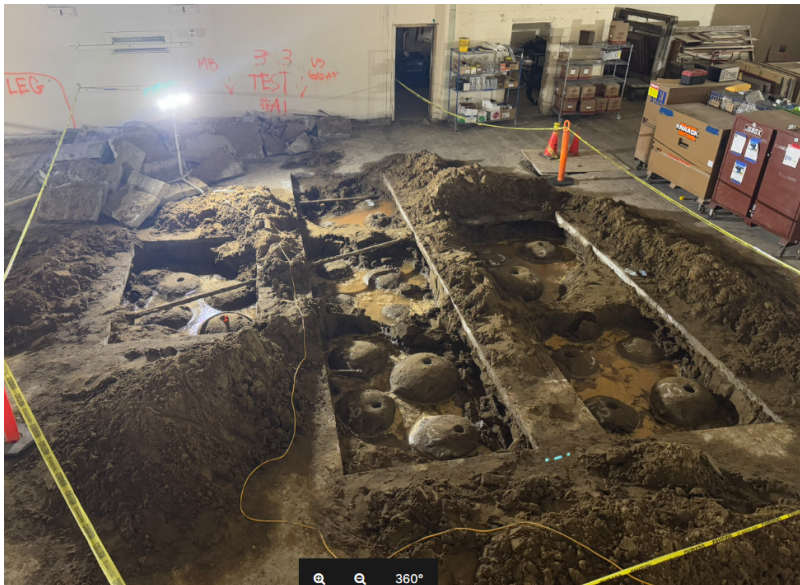


2/5: Tower crane micro pile drilling

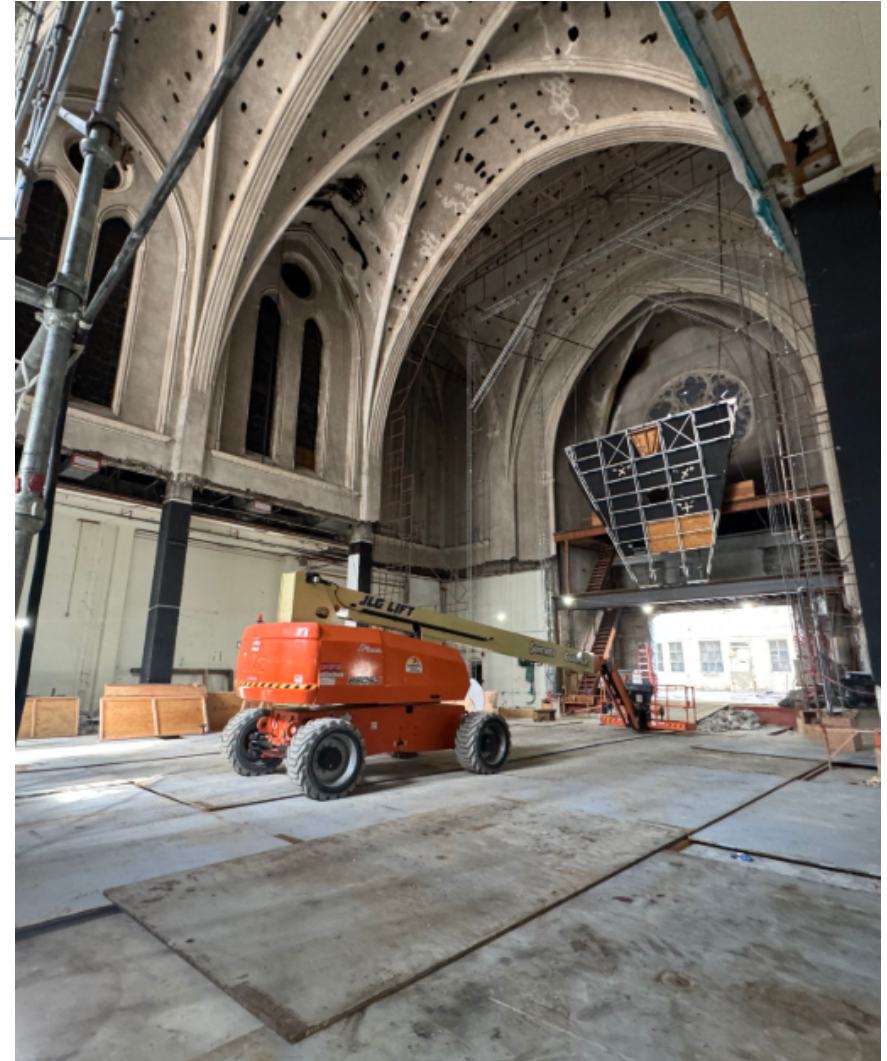


2/8: Equipment off-haul after micro pile installation

Construction Photos (December 2024)



Soil improvement test program



Great Hall abatement and demolition mobilization

Construction Photos (December 2024)

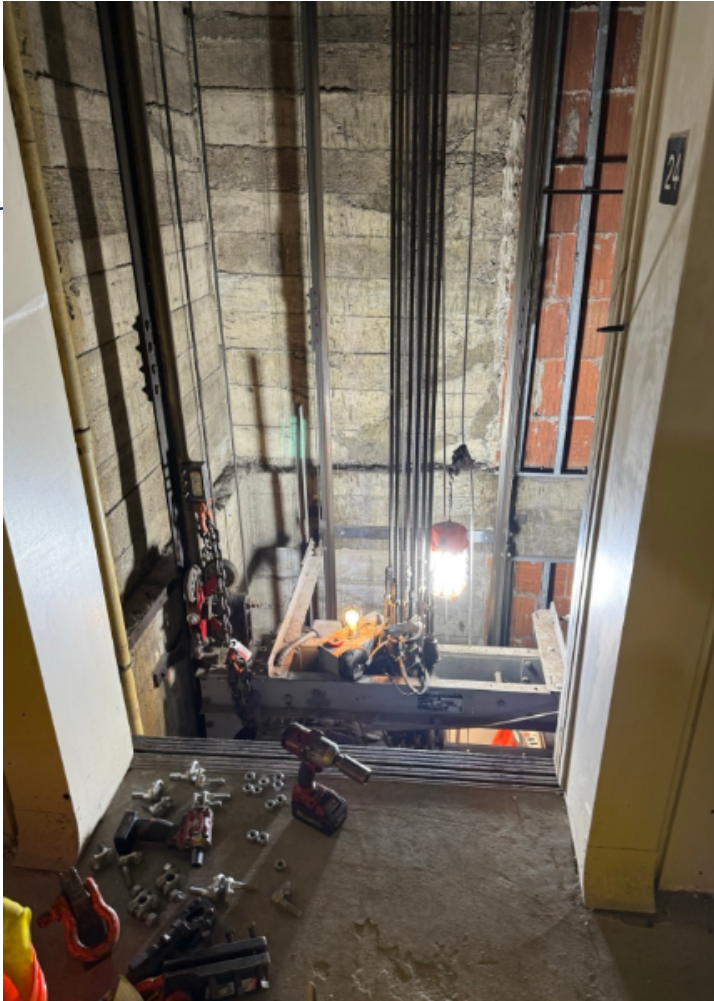


Installation of the waler beam along
McAllister



Temporary shoring during the installation and
curing of the waler beam

Construction Photos (December 2024)



Elevator decommissioning



**Abatement and demolition to be ready
for the steel installation**

Phasing and Schedule

➤ Phase 1(Currently Underway) – Scheduled to be completed in July 2026 and include:

- **Construction:** seismic retrofit to SF and UC Law Seismic Safety Policy standards, abatement, demolition, soil improvement, and partial exterior repair.
- **Procurement** for the Phase 1 construction and the critical long lead items for Phase 2 construction.
- **Design and Permitting** for Phase 1 and 2 constructions.
- **Historic Tax Credit Pursue** and State Office of Historic Preservation interface.

➤ Phase 2 - Scheduled to commence in fall 2026 and complete in May 2027 and includes:

- **Construction:** Completion of Seismic Upgrade to UC Law San Francisco's Seismic Safety Policy for the entire building (i.e., UC standards), window replacement, exterior repair, historic preservation, comprehensive building systems (e.g., MEP, Fire Life Safety, IT/Data, Elevator, etc.) replacement and upgrades, interior renovation.
- **Procurement** for Phase 2 construction.



Cost Overview

Estimated Development Budget (dollars in millions)

Cost Category	Phase 1	Phase 2	Total
Construction Hard Cost	<u>\$73.8</u>	<u>\$162.4</u>	<u>\$236.2</u>
Total Construction Hard Cost	\$73.8	\$162.4	\$236.2
Architecture & Engineering	\$12.1	\$2.1	\$14.2
Other Soft Costs	\$4.7	\$1.7	\$6.4
Permits & Fees	\$1.8	\$0.2	\$2.0
FF&E & Opening	\$0.0	\$1.1	\$1.1
Taxes & Insurance	\$1.5	\$3.6	\$5.1
Legal & Accounting	\$0.4	\$0.2	\$0.6
Financing Costs	<u>\$0.0</u>	<u>\$1.0</u>	<u>\$1.0</u>
Subtotal Soft Costs	\$20.5	\$9.9	\$30.4
Contingency	<u>\$4.8</u>	<u>\$12.9</u>	<u>\$17.7</u>
Total Estimated Project Cost	\$99.1	\$185.2	\$284.2

Phase 1 Project Cost Summary

No.	Description of Work	Original Budget	Total Changes	Revised Budget	Total Costs To Date	% Complete	Remaining Costs to Complete
1).	Pre-Construction/Construction	\$ 64,374,040.00	\$ 9,536,414.74	\$ 73,910,454.74	\$ 16,931,995.64	22.9%	\$ 56,978,459.10
2).	Design Services	11,267,493.00	957,926.00	12,225,419.00	8,262,218.38	67.6%	3,963,200.62
3).	Geotechnical Services	467,100.00	266,200.00	733,300.00	430,179.32	58.7%	303,120.68
4).	Soils Environmental Testing	35,000.00	24,500.00	59,500.00	59,481.25	100.0%	18.75
5).	Building Scan	86,310.00	17,962.50	104,272.50	104,272.50	100.0%	-
6).	Site Survey	18,900.00	91,100.00	110,000.00	98,394.00	89.4%	11,606.00
7).	Materials Testing	450,000.00	-	450,000.00	187,719.35	41.7%	262,280.65
8).	Deputy Building Official	126,000.00	-	126,000.00	39,625.00	31.4%	86,375.00
9).	Seismic Peer Review Panel	115,000.00	67,790.00	182,790.00	139,258.50	76.2%	43,531.50
10).	Inspector of Record	340,000.00	-	340,000.00	60,375.00	17.8%	279,625.00
11).	Special Inspections	800,000.00	(500,000.00)	300,000.00	-	0.0%	300,000.00
12).	Permits & Fees	2,000,000.00	(200,000.00)	1,800,000.00	43,150.60	2.4%	1,756,849.40
13).	Insurance	1,000,000.00	510,716.16	1,510,716.16	1,510,716.16	100.0%	-
14).	Legal Services	100,000.00	326,500.00	426,500.00	140,445.11	32.9%	286,054.89
15).	Market Study	18,500.00	-	18,500.00	18,500.00	100.0%	-
16).	Environmental Services	-	342,554.00	342,554.00	268,647.00	78.4%	73,907.00
17).	Real Estate Advisory	2,000,000.00	(100,000.00)	1,900,000.00	1,098,459.39	57.8%	801,540.62
18).	Neighbor Allowance	-	125,000.00	125,000.00	16,334.00	13.1%	108,666.00
19).	Building Decommissioning	-	127,540.00	127,540.00	127,540.00	100.0%	-
20).	Local 2 Alley Improvements	-	-	-	-	-	-
21).	Other Soft Costs	-	110,000.00	110,000.00	1,410.00	1.3%	108,590.00
22).	Contingency - Hard & Soft Costs	6,801,637.00	(2,604,203.40)	4,197,433.60	-	0.0%	4,197,433.60
Total Draw		\$ 90,000,000.00	\$ 9,100,000.00	\$ 99,100,000.00	\$ 29,538,721.19	29.8%	\$ 69,561,278.81



Thank You!

REPORT ITEM

1. **REPORT BY:** Chief Financial Officer David Seward
2. **SUBJECT:** State Budget Update – Governor’s Budget for 2025-26
3. **REPORT:**

An oral report will be presented to the Board of Directors regarding the Governor’s Budget for 2025-26 and the state’s general fiscal outlook.

Attachments:

- Governor’s Budget – College of the Law, San Francisco, January 10, 2025
- Proposed Budget Act of 2025, SB 65
- Responses to LAO Questions, February 5, 2025

investigate the biology and use of nicotine replacement therapies that could be used in youth and young adults.

2. Of the funds appropriated in this item, \$1,000,000 shall expand community partnerships to develop additional culturally-tailored cessation interventions for California populations that are disproportionately impacted by tobacco products.

6440-005-0001—For support of University of California
..... 121,196,000

Schedule:

(1) 5440-Support 121,196,000

Provisions:

1. The funds appropriated in this item shall be for the University of California, Division of Agriculture and Natural Resources. These funds shall be used to supplement and not supplant other existing funds provided to the division by the University of California.
2. Of the funds appropriated in this item, \$1,300,000 shall be available on a one-time basis to support the University of California Nutrition Policy Institute in the University of California, Division of Agriculture and Natural Resources for School Meals for All Research.

6445-001-1031—For support of California Institute for Regenerative Medicine, payable from the California Institute for Regenerative Medicine Licensing Revenues and Royalties Fund 5,000,000

Schedule:

(1) 5520-California Institute for Regenerative Medicine
..... 5,000,000

6600-001-0001—For support of University of California College of the Law, San Francisco 35,610,000

Schedule:

(1) 5530-Support 35,610,000

Provisions:

1. This appropriation is exempt from Section 31.00.
2. Of the funds appropriated in this item, \$10,079,000 ongoing General Fund shall be allocated to support debt service associated with the McAllister Tower building capital renovation project on the College of the Law, San Francisco campus.

6600-093-0001—For support of University of California College of the Law, San Francisco, for rental payments on lease-revenue bonds 3,090,000

Schedule:

(1) 5530-Support 3,090,000

Provisions:

1. The Controller shall transfer funds appropriated in this item for base rental as and when provided for in the schedule submitted by the State Public Works Board. Notwithstanding the payment dates in any related Facility Lease or Indenture, the schedule may provide for an earlier transfer of funds to ensure debt requirements are met and pay base rental in full when due.
2. The Controller shall transfer for additional rental no later than 30 days after enactment of this budget, \$20,000 of the amount appropriated in this item, to the Expense Account in the Public Buildings Construction Fund.
3. This item may be adjusted pursuant to Section 4.30. Any adjustments to this item shall be reported to the Joint Legislative Budget Committee pursuant to Section 4.30.

6610-001-0001—For support of California State University 5,093,101,000

Schedule:

(1) 5560-Support 5,093,101,000

Provisions:

1. This appropriation is exempt from Sections 6.00 and 31.00.
2.
 - (c) It is the intent of the Legislature to defer an estimated base increase of \$252,255,000 from 2025–26 to 2026–27. In 2026–27, it is the intent of the Legislature to provide a one-time back payment of this amount, along with an ongoing base increase of this amount.
 - (d) It is the intent of the Legislature to defer an estimated base increase of \$252,255,000 from 2026–27 to 2027–28. In 2027–28, it is the intent of the Legislature to provide a one-time back payment of this amount, along with an ongoing base increase of this amount.
 - (e) Of the funds appropriated in this item, \$5,500,000 shall be available on an ongoing basis to support the estimated costs of an expanded fee waiver for Medal of Honor recipients, children of Medal of Honor recipients, and dependents of service-injured veterans attending the California State University.
 - (f) Of the funds appropriated in this item, \$12,000,000 shall be available to support foster youth programs pursuant to Section 89348 of the Education Code.

The Budget also includes \$50 million one-time General Fund to support the Golden State Teacher Grant Program. The 2021 Budget Act allocated \$500 million to the Golden State Teacher Grant Program to be available over a five-year period to support students enrolled in teacher preparation programs who commit to working in a high-need school site after program completion. The initial allocation has been almost fully expended; the new funds proposed in the Budget would provide grants to applicants in the 2025-26 fiscal year.

COLLEGE OF THE LAW, SAN FRANCISCO

College of the Law, San Francisco is affiliated with the UC system but is governed by its own Board of Directors. Located in San Francisco, it primarily serves students seeking a Juris Doctor degree but also offers programs leading to Master of Laws; Master of Studies in Law; and Master of Science, Health Policy and Law degrees. In 2023-24, College of the Law, San Francisco enrolled 1,166 full-time equivalent students. Of these, 1,107 were Juris Doctor students.

The Budget maintains statewide efficiency reductions included in the 2024 Budget Act intended to address ongoing statewide General Fund budget pressures. As a result, and as indicated in the 2024 Budget Act, the College of Law, San Francisco should continue planning for a reduction of 7.95 percent in ongoing General Fund support, approximately \$1.8 million, beginning in the 2025-26 fiscal year.

SIGNIFICANT BUDGET ADJUSTMENTS

- **McAllister Tower Second Phase**—\$10.1 million ongoing General Fund to support the debt service associated with the second phase of the McAllister Tower renovation.
- **Base Growth**—\$2.4 million ongoing General Fund to support operating costs. This represents a 3-percent increase base augmentation.

CALIFORNIA STATE LIBRARY

The California State Library serves as the central reference and research library for the Governor and the Legislature. The Library collects, preserves, generates, and disseminates information, and provides critical assistance to libraries across the state. The Library administers programs funded by state and federal funds to support local and public library programs.

LEGISLATIVE ANALYST'S OFFICE

COLLEGE OF THE LAW, SAN FRANCISCO

CORE OPERATIONS

The Governor's budget proposes to provide an ongoing base augmentation for CLSF totaling \$2.35 million, while at the same time reducing CLSF's ongoing General Fund support by 7.95 percent, or \$1.84 million, in 2025-26. The net result of these two proposed actions is a base increase of \$507,000 in 2025-26. The components of CLSF's 2025-26 spending plan are identified below:

2025-26 Spending Plan	Amount
Student Financial Aid	\$2,541,000
Salary pool increase (3 percent)	1,138,000
Faculty hiring	521,000
Operating expenses and equipment	428,000
Benefit cost increases	105,000
Office rent	88,000
Health Policy and Law master's program costs	16,000
Total	\$4,837,000

- **How will CLSF prioritize the various components of the 2025-26 spending plan given the proposed net base increase of \$507,000?**

CLSF faces a series of cost upswings, some of a fixed, non-discretionary character, and some driven by policy. The largest area of cost growth is in student financial aid. For the next academic year, the General Enrollment Fee will increase to \$53,087 (a change of \$3,704 or 7.5%). As an element of the approval of this increase, the Board of Directors earmarked one-third of the new revenue for need- and merit-based financial aid awards to mitigate the impact of these changes on affordability and access.

Funding (\$1.1 million) has also been set aside for a continuation of the compensation program made possible by a 3% compensation pool. CLSF lags the UC systems in faculty compensation (as noted in BCP#1). Additionally, cost pressure is anticipated as collective bargaining could result in amounts that exceed the budgeted pool. The extent of any variance is unknown and will likely remain so. Substantive negotiations with AFSCME on compensation typically do not occur until after AFSCME reaches agreement with the UC system.

Funds programmed for faculty hiring are intended to support replacements for individuals who've retired or have accepted employment elsewhere. CLSF is in the process of reconstituting its tenured and tenure-track faculty lines to reduce courseload taught by adjuncts and visiting faculty. Other cost increases are either mandatory (e.g., benefits) or driven by inflationary pressures (e.g., operating expenses).

- **The two major represented groups at CLSF (AFSCME/AFT) both had contracts expire in 2024 (AFSCME in June, 2024 and AFT in October, 2024). Can you please provide a status update on those negotiations? How would the modest increase in proposed General Fund support impact faculty and staff compensation negotiations/expected salary increases in 2025-26?**

Negotiations with AFSCME and CLSF are at impasse and mediation efforts have been unsuccessful. Either party may now request fact-finding. The economic package that AFSCME has presented calls for a retroactive 5% adjustment to July 1, 2025, an 8% increase effective January 1, 2025, and 8% annually each year thereafter through January 1, 2027. These amounts far exceed funds budgeted in the 3% compensation pool.

For AFT, CLSF has tendered the offer summarized below. This offer is currently under consideration by their membership:

<i>Effective Date</i>	<i>% Increase</i>
January 1, 2025	5%
July 1, 2025	3.2%
July 1, 2026	3.2%
July 1, 2027	3.0%
July 1, 2029	3.0%

In addition, the UAW has successfully organized student workers. Negotiations are currently underway. Neither side has presented an economic proposal.

CLSF maintains a 3% compensation pool; the Governor's Budget supports this level of funding. To the extent that collective bargaining results in cost greater than the 3% pool currently programmed, the budget would be further pressured and internal savings or the use of reserves would be necessary to fill the gap.

- **Is CLSF considering using funds from reserves to cover components of the 2025-26 spending plan? How much would it plan to withdraw from reserves? For what purposes?**

For 2024-25, CLSF is forecasting an operating deficit of -\$2.9 million (-3.6%); this shortfall excludes any unrealized gain/loss on investments as the College does not include such estimations in its budget planning. The mid-year budget review process is currently underway and reductions in non-personnel costs have been targeted to narrow the gap. We are targeting permanent savings of \$250,000 from the mid-year review process. So, in the current year, a draw of \$2.6 million from reserves is anticipated, again excluding unrealized gain/loss which would not be known until the end of the fiscal year. For 2025-26, the deficit decreases to between -\$1.7 million as expense reduction and revenue enhancement measures take effect.

- **Why is CLSF planning to increase financial aid in 2025-26 despite its operating deficit?**

CLSF has adopted a policy of allocating one-third of incremental revenue to need- and merit-based financial aid to mitigate the impact of fee increases on accessibility.

- **Is CLSF considering providing less financial aid for students in light of the modest base budget increase?**

No. The provision of student financial aid is an important policy objective, and the target tuition discount is set at 30%.

- **What other actions is CLSF considering to meet the goals of the 2025-26 spending plan?**

For 2025-26, the budget plan forecasts a deficit of -\$2.9 million (-3.4% of revenue) after factoring in revenue enhancement (e.g., the 7.5% fee increase) and state funding levels provided for in the Governor's Budget. To help close this gap, we are in the process of identifying \$1.5 million in additional cost reductions including layoffs (estimated at 12 FTE). The budget reduction plan is driven by the following policy objectives:

- Achieving a balanced budget over 2 years
- Generate savings for reinvestment in strategic objectives
- Maintaining a high quality academic and instructional program

Criteria has been adopted to inform the decision-making process, these include:

- Protecting student facing positions
- Identifying overlapping responsibilities
- Reorganizations that create efficiencies
- Benchmarking
- Staffing by departments over time
- Automation of duties
- Vacant position management
- Impact on ongoing operations

Under labor law and collective bargaining agreements, notice to affected employees will be issued in March 2025 to achieve a July 1, 2025, effective date for the capture of budgetary savings.

- **What other actions (now and in the near future) does CLSF plan to take in response to its operating deficit?**

See above. In addition, while in the early stages, we will assess the feasibility of increasing non-JD enrollment, specifically in the MSL program. It is premature to include the potential net revenue estimations in the enrollment forecasts.

- **What impacts, if any, does CLSF think the modest base budget increase will have on students? Campus operations more broadly?**

The base budget increase protects the instructional program and student facing functions. While the spending plan also relies on a fee increase (7.5%), fees will remain below those charged by other public law schools in California.

- **If CLSF were subject to a base reduction, with no offsetting base augmentation, what actions would the school take? How does CLSF anticipate those actions would impact programmatic/student outcomes?**

Much deeper reductions in academic and student serving functions would be necessary as the College's small scale substantially limits the range of cost-cutting options. The plan as it currently stands calls for limited staffing reductions in non-instructional and non-student-facing functions. Losing the base augmentation of \$2.4 million would necessitate academic program reductions and fee increases above those already in place.

- **Could you please identify the 2023-24, 2024-25, and 2025-26 salary, wages and benefit percentages in term of total state operation expenses?**

Personnel expenses including salaries, wages and benefits account for 46.3% of total state operations expenses in FY24, 49.4% in FY25, and 48.9% in FY26. Averaged at 48.2% of total state operations expenses for these three years.

	State Operations - Expenditures						
	Actual 2023-24		Estimated 2024-25		Estimated 2025-26*		
	Amount	% of Total Expenses	Amount	% of Total Expenses	Amount	% of Total Expenses	Three Year Average %
Personnel Expense	36,645,842	46.3%	42,773,227	49.4%	44,536,898	48.9%	48.2%
Other Expenses*	42,437,997	53.7%	43,811,731	50.6%	46,595,821	51.1%	51.8%
Total Expenses	79,083,838	100%	86,584,958	100%	91,132,719	100%	100.0%
*2025-26 estimated other expenses does not include expenses related to the \$10.079 million adjustment to Support the McAllister Tower 2-phase project.							

ENROLLMENT/RETENTION/TUITION

- **CLSF's Juris Doctor enrollment peaked in 2022-23 at 1,103 full-time equivalent students (FTEs). As of the Governor's budget, CLSF projects enrollment to decline by 4 percent (40 FTEs), to 1,063 FTEs by the 2025-26 academic year. Why has there been a drop in enrollment from 2022-23 to 2025-26?**

The reason for the enrollment drop from the 2022-23 academic year to the 2024-25 academic year is the combination of slightly smaller incoming 1L classes (that have matriculated after the class that started Fall 2022) due to aggressive waitlist activity by higher-ranked law school competitors in California (starting class sizes: 2022=393, 2023=381, 2024=389), increased transfer out numbers of rising 2Ls (17 from the class that started Fall 2021, 20 from the class that

started Fall 2022, 34 from the class that started Fall 2023), and the increased number of academically disqualified students (6 from the class that started Fall 2021, 11 from the class that started Fall 2022, 11 from the class that started Fall 2023).

While we do not yet know the attrition numbers for the class that started Fall 2024, we are expecting continued aggressive transfer poaching by schools like UC Berkeley and UCLA.

- **Please provide the breakdown of new enrollees by residency status (resident vs. nonresident) from 2019-20 through 2024-25?**

The following are the fall semester resident and nonresident 1L Juris Doctor enrollment numbers from 2019-20 through 2024-25:

Semester/Year	Resident	Nonresident
Fall 2019	311	45
Fall 2020	317	63
Fall 2021	367	38
Fall 2022	356	38
Fall 2023	304	76
Fall 2024	324	68

- **Has first- to second-year retention rates declined over this period? If so, what does the school believe to be the cause for the decline in retention? What, if any, actions are being taken to increase first- and second-year retention rates?**

First- to second-year retention rates have not changed significantly in recent years, with the exception of the year the pandemic started (2019-20) when students chose to move closer to home when it was clear that classes would be held virtually during the 2020-21 academic year, and last year (2023-24) following a substantial decline in our US News and World Report ranking. Displayed below are the transfer out numbers from the past nine years:

Academic Year	Transfers Out of 1L Class (at the end of the academic year)	Transfers Out as Percent of 1L Class
2016-18	19	5.7%
2017-18	21	6.5%
2018-19	19	6.2%
2019-20	30	8.8%
2020-21	16	4.3%
2021-22	17	4.3%
2022-23	20	5.2%
2023-24	34	9.2%
2024-25	N/A	N/A

Actions to increase first-year retention rates include the following:

- Inclusion of “high performing” 1L students in 2L and 3L Honor Society Spring Event;
 - Inclusion of the top 15% of the rising 2L and 3L class into the UC Law San Francisco Honor Society;
 - Merit-based scholarships to Honor Society members; and
 - Faculty and staff mentorship of high performing 1Ls and Honor Society members.
- **Are students transferring to other law schools at greater rates in recent years when compared to previous years? If so, is there any common themes among where these students transfer to?**

The schools to which CLSF students have transferred vary from year-to-year. The following are the schools to which more than five CLSF students have transferred since the 2019-20 academic year (cumulative, not annually):

Law School	Number of Transfer Students from CLSF
Berkeley Law	40
UCLA Law	13
Georgetown Law	13
Stanford Law	10
George Washington Law	6

- **CLSF plans to increase resident tuition charges by 7.5 percent in 2025-26, growing from \$49,383 in 2024-25, to \$53,087 in 2025-26. Has the increase in tuition impacted applications from resident students?**

While it is still too early to know the full effect of the increase in tuition on the current application cycle, it does not appear that the increase has negatively impacted resident applicants. As of the end of January 2025, 63.0% of the applicant pool listed California as their state of permanent residency. As of the end of January 2024, 64.3% of the applicant pool listed California as their state of permanent residency. Also, even with the 7.5% increase, fees at CLSF remain below those of other public law schools.

- **Please provide resident application volume, by year for academic years 2019-20 through 2025-26 (through the end of January). Please also provide resident yield rates (percent of admitted applicants who enrolled) by year for academic years 2019-20 through 2024-25.**

Shown below is the application volume of applicants who listed California as their state of permanent residence and the yield rate those candidates for the 2019-20 admissions cycle through the current 2024-25 admissions cycle through January:

Academic Year	In State Applicants	Yield Rate of In State Applicants
2019-20	2,137	32.2%
2020-21	2,664	34.2%
2021-22	2,305	38.7%

2022-23	2,291	33.0%
2023-24	2,368	31.1%
2024-25*	1,833	N/A

* As of January-end

- **CLSF plans to increase nonresident supplemental tuition charges by 16 percent in 2025-26, growing from \$7,488 in 2024-25, to \$8,686 in 2025-26. Has the increase in the nonresident supplemental tuition charges impacted applications from nonresident students?**

While it is still too early to know the full effect of the increase to the nonresident supplemental tuition charge on the current application cycle, it does not appear that the increase in the supplement charge has negatively impacted out-of-state applicants this current cycle. As of the end of January 2025, 36.9% of the applicant pool listed a non-California state as their state of permanent residence. As of the end of January 2024, 36.5% of the applicant pool listed a non-California state as their state of permanent residence.

- **Please provide nonresident application volume, by year for academic years 2019-20 through 2025-26 (through the end of January). Please also provide nonresident yield rates (percent of admitted applicants who enrolled) by year for academic years 2019-20 through 2024-25.**

Displayed below is the application volume of applicants who noted a non-California state as their state of permanent residence and the yield rate those candidates for the 2019-20 admissions cycle through the current 2024-25 admissions cycle through January:

Academic Year	Out of State Applicants	Yield Rate of Out of State Applicants
2019-20	1,182	15.1%
2020-21	1,751	23.3%
2021-22	1,764	18.1%
2022-23	1,637	24.0%
2023-24	1,379	20.1%
2024-25*	1,075	N/A

* As of January-end

- **The five-year budget plan provided by CLSF identifies that the school anticipates no longer being in an operating deficit by 2026-27. Part of this calculation is based on revenue generated from an increase in tuition and fees charges and growth in JD enrollment. Given the decline in enrollment from 2023-24 through 2025-26, does CLSF anticipate that the school will actually be able to achieve the enrollment targets identified in this budget plan (1,094 FTEs in 2026-27, and 1,097 FTEs in 2027-28 and 2028-29)?**

CLSF can increase admissions to better account for attrition in the out-years and increase efforts to retain high performing students who might otherwise consider transferring out to higher

ranked law schools with retention scholarships funded by nonstate funds and other inducements. However, the five-year plan assumes an increase in resident fees of an additional 5% in 2026-27; CLSF is concerned about this rapid increase over a two-year period (5% for 2024-25, 7.5% in 2025-26) and will carefully examine further options to avoid the necessity of a fee increase of this size and look at other options to achieve a balanced budget.

CAPITAL/McALLISTER TOWER

- **Please provide an update on phase 1 of the McAllister Tower project. In 2022-23, \$90 million in one-time funding was provided for this project. How much has been expended? What were the funds used for? What remains to be completed?**

As of December 31, prior costs to date for the 100 McAllister Phase 1 project total \$22,375,442. Current project costs to be paid upon approval for payment total \$3,438,562. Prior and current project costs to date total \$25,814,004 or approximately 26.0% of the total Phase 1 project budget of \$99.1 million. Funds granted by the state are being used to support the Phase 1 scope of work:

- Seismic Upgrade
- Partial Window Repair/Replacement, Waterproofing Improvements, and State Office of Historic Preservation Interface
- Exterior Skin Repair
- Interior Abatement of hazardous materials and demolition
- Sustainability Feasibility Review
- Design and Permitting for Phase 2

Major milestones from the current project schedule are summarized in the table below.

Project Milestone	Schedule Date
Conceptual Design Completion	Sep-23
Schematic Design Completion	Feb-24
Design Development Completion	Jun-24
Historic Tax Credits Conditional Approval	Aug-24
Construction Documents Completion	Feb-25
Prepare Preliminary Financing Package / Engage with Potential Investors/Lenders	Feb-25 to Apr-25
Soft Demolition and Abatement Completion	Apr-25
Department of State Architect Approval	Apr-25
Prepare Financing Documentation	Apr-25 to Aug-25
State Fire Marshall Final Approval	Jul-25
Basement Excavation/Below-Grade Underground Work Completion	Sep-25
Financing Process Completion / Closing Preparation	Sep-25 to Dec-25
Financing Closing	Jan-26
Superstructure, Foundation, Hard Demolition and Structural Work Completion – Phase 1 Complete	Jul-26
Architectural, TI Fit-Out, MEPS, Façade/Windows, Site Work Completion – Phase 2 / Project Complete	Jun-27

The budget for Phase 1 totals \$99.1 million. The College supplemented the \$90 million provided by the State of California with \$9.1 million in institutional funds; specifically, McAllister Tower building reserve (\$5.1 million) and investment earnings (\$4 million).

- **How has the vacating of space in McAllister Tower impacted programmatic outcomes for units that had to move from that location to complete this project? What were those impacts?**

No major adverse impacts were experienced. All residential functions ceased in August 2023 upon the opening of the new mixed-use facility at 198 McAllister. Administrative and instructional uses were transitioned out in December 2023. Space planning had identified locations in 200 McAllister for several departments including human resources, communications, facilities, and purchasing. Fiscal services, the general counsel, and operations temporarily relocated to 198 McAllister and will transition to 200 McAllister by the end of this fiscal year in locations identified in a space audit. Space for academic and instructional programs were programmed into the new 198 McAllister building (e.g., scholarly publications, legal writing, moot court, and the Center for Negotiation and Dispute Resolution) and these departments transitioned directly into their new space.

- **The Governor’s budget proposes \$10.1 million ongoing General Fund support for debt service related to the McAllister Tower phase-2 project. When would the school sell the associated university revenue bonds? Would the bonds be sold all at once or in stages? Would the bonds be taxable or tax-exempt? What calculation/assumptions did the school use to estimate associated debt service?**

CLSF is targeting issuance for July 2025 to minimize any issues arising from the transition from Phase 1 to Phase 2 of the project (e.g., long lead time, early procurement items such as electrical transformers and elevator systems). This timeframe is realistic as CLSF has already undergone a selection process for the underwriting team (a partnership between Loop Capital and Raymond James) and the legal and financial advisory team from the Series 2020 issuance is still in place.

The bonds would be sold all at once to ensure that cash for the entirety of Phase 2 is in place to allow for the award of construction services and related contracts.

CLSF has successfully applied for federal Historic Tax Credits (HTC) from a program administered by the National Park Service in concert with the State Office of Historic Preservation; net proceeds are estimated to total \$34.1 million. Federal regulations do not allow for the combined use of HTC’s and tax-exempt debt (i.e., no double-dipping).

The amount included in the Governor’s Budget for debt service, \$10.1 million, was based on a Department of Finance methodology that is typically used for this purpose: [principle needed (\$151 million) * 2]/30 years.

- **Why is this project not going through the regular State Public Works Board (SPWB) process?**

Projects carried out by CLSF do not go through the SPWB, comparable to projects undertaken by UC. Similarly, CLSF’s 198 McAllister project was not subject to SPWB oversight.

- **Why are additional state funds being requested?**

CLSF seeks to provide campus housing in code-compliant, seismically upgraded buildings at the lowest possible rent. With state funding for project debt service, rents will not have to be set at a level necessary to support both operating expense and debt service. Rents will be lower, attached is a summary. The provision of low-cost campus housing is a State and institutional priority; CLSF is committed to lowering rents for its entire housing portfolio using revenues available from 100 McAllister. As noted in the Budget Change Proposal:

Maximize Academic Village-Wide Affordability with Full Funding

If the State of California fully funded the \$151.2 million request, UC Law would deploy the net operating income from 100 McAllister, upon project stabilization, to reduce rents by an estimated 20% across the entire housing portfolio.

The inclusion of the \$10.1 million in debt service effectively fully funds the project and allows for achievement of affordability across the UC Law SF housing portfolio. The housing inventory is attached.

- **What, if any, impact would a reduction of this amount have on the ability of the campus to complete the project as currently scheduled?**

Reducing the amount being provided would add financial burden to the project, increase student rent levels, and potentially lessen investor confidence that the State of California would fulfill its commitment to fund debt service over the duration of the 30-year term.

- **Please identify the total cost for the McAllister Tower phase-2 project. Please identify all fund sources, and their dollar amounts, associated with the project.**

The table below summarizes Phase 2 funding and costs.

Total Cost - Phase 2	\$	185.2
State Supported Debt Service		151.2
Federal Historic Tax Credits		34.0
Total Funding	\$	185.2

- **How does the renovation of the McAllister Tower support the school's larger Academic Village project?**

The Academic Village is UC Law's strategic concept for spurring interdisciplinary engagement among students across institutions on a single urban campus. Student residents of the Academic Village have shared access to all campus amenities, including the library, food services, study areas, and recreational spaces. Besides creating a vibrant residential community, the Academic Village will facilitate multidisciplinary teaching and learning, interdisciplinary research, and public- and private-sector engagement that informs local, state, national, and global issues. With partnerships with UC (UCSF and UC Davis) and recent discussions with the Chancellor's Office of the California Community Colleges, we believe that the Academic Village will help us fulfill our public mission and create a vibrant community of learning. A letter of intent is being negotiated with San Francisco State University to formalize plans for the relocation of academic programs currently located in San Francisco's Financial District to the Academic Village. The project helps us achieve the following objectives:

- Housing Availability & Affordability - The Bay Area's housing crisis has intensified the need for affordable student housing, particularly considering increasing rent burdens and longer commutes. San Francisco's limited housing supply and high costs place significant financial pressure on students. The 4- 5- and 6-bedroom units planned for the Tower (each unit with two bathrooms, shared kitchen, and living area) are intended to provide a lower price point suitable for undergraduates and community college students.

- San Francisco Urban Revitalization—The City’s recovery from the pandemic has been uneven. Bringing additional housing and educational activities to the Civic Center, Mid-Market, and Tenderloin neighborhoods will promote street-level activation, support small businesses, and improve safety. These improvements all benefit CLSF and the broader community.
- Greater Opportunity for Academic Partnerships – Floors 2-4 would be available for future academic collaborations.

The renovation of 100 McAllister as part of the Academic Village will resume the building's historic and iconic importance and support higher education in the Bay Area by providing housing accessible to community college, undergraduate, graduate, and professional school students.

OTHER ITEMS

- **The Urban Alchemy program received \$3 million in one-time General Fund support in 2021-22 and then received an additional \$3 million one-time General Fund support in 2023-24, with the \$3 million provided to be allocated over a three-year period in each instance. How much, if any, of these funds will remain unspent by the conclusion of 2025-26.**

All funds will be fully expended. The \$3 million appropriated in 2023-24 will be utilized by the conclusion of 2025-26.

- **Is the campus now able to cover the cost of the program on an ongoing basis without additional state support?**

CLSF is going into 2025-26 with a -\$2.9 million deficit. While all funds are fungible, the winddown of the state’s three-year funding support for the program in 2026-27 is a contributing factor to CLSF’s overall, multi-year fiscal outlook. Urban Alchemy is essential to maintaining campus and community safety. It provides critical services that enhance security and peace of mind for students, personnel, and visitors. Without additional state support, to be sought in the 2026-27 budget, continued operations would require reallocations or new revenue sources, which would impact other campus priorities.

- **Please provide a year-by-year breakdown of Urban Alchemy expenditures.**

See below:

Fiscal Year	UA Expenditures
2021-22	\$2,427,909
2022-23	\$2,451,308
2023-24	\$2,792,641
2024-25 (as of 1/28/25)	\$1,448,531

- What impact, if any, has the UrbanAlchemy program had on the school’s overall expenditures on campus safety? Please provide a year-by-year breakdown of the campus’ total safety expenditures.

The UrbanAlchemy program significantly increased campus safety spending due to expanded coverage and transition from the services previously provided by sworn UCSFPD police. The prior three years' average (FY22-FY24) UrbanAlchemy program cost were \$2.6 million, 65% of the campus’s total safety expenditures.

Vendor	2024-25 Actual as of 1/28/25	2023-24 Actual	2022-23 Actual	2021-22 Actual
Mid-Market Foundation/UA	1,448,531	2,792,641	1,290,275	-
Tenderloin Community Benefit District/UA			1,161,033	2,427,909
UrbanAlchemy Program Expenditures Total	1,448,531	2,792,641	2,451,308	2,427,909
UCSFPD	237,271	977,240	1,191,614	1,167,045
Allied Universal	383,785	699,644	52,038	-
Randstad				50,866
Commercial Controls Corporation			2,953	-
Total Security Services Cost	\$ 2,069,586	\$4,469,525	\$3,697,913	\$3,645,820
% of UrbanAlchemy Program to Total Safety Costs	70%	62%	66%	67%

* Increased costs associated with the opening of 198 McAllister & UA contracted wage increases.

UrbanAlchemy currently accounts for a significant portion of total campus safety costs, reflecting its vital role in ensuring security and maintaining community safety.

- **The 2022-23 Budget Act provided the school \$885,000 in one-time General Fund for expenses related to the institution’s name change. What, if any, additional costs (beyond those specified on pages 7-8 of the CLSF BCP) remain associated with the name change? How does the school plan to cover those remaining costs?**

Major activities related to name change are complete. Any additional cost should be minor and absorbable.

- **Attached, please find a breakdown of CLSF’s reserves (in months). Could you please confirm if these numbers are accurate, and if not, update as appropriate?**

We would suggest a different methodology. You are using the “End of Year Reserves” and dividing the same year’s “Annual Spending” X 12 to calculate months of operations funded by reserves. We suggest using the year’s “Start of Year Reserves” instead to estimate the number of state operating months funded by reserves for that year. The 2024-25 results differ slightly as our estimated use of reserves for 2024-25 is \$2.9 million. A copy of the revised table is attached.

- **Does CLSF have a policy concerning maintaining certain reserve levels? If so could you please share that policy?**

No, CLSF does not have a formal policy regarding reserve levels.

Overview of Academic Village



Academic Village Housing Segmentation

Unit Type	Product Segment	Units	Beds
The Academe / 198 McAllister Street - UC Law Housing			
Efficiency	Mid-Midrise	194	194
Studio	Mid-Midrise	218	218
1-bedroom	Mid-Midrise	3	3
2-bedroom	Mid-Midrise	11	22
Subtotal - The Academe - UC Law Housing		426	437
The Academe / 198 McAllister Street - UCSF Housing			
Efficiency	Mid-Midrise	34	34
Studio	Mid-Midrise	189	189
1-bedroom	Mid-Midrise	7	7
Subtotal - The Academe - UCSF Housing		230	230
McAllister Tower / 100 McAllister Street - UC Law Housing			
1-bedroom	Tower	13	13
2-bedroom	Tower	22	44
3-bedroom	Mid-Midrise	1	3
4-bedroom	Economy-Midrise	9	36
5-bedroom	Economy-Midrise	26	130
6-bedroom	Economy-Midrise	9	54
Subtotal - McAllister Tower - UC Law Housing		80	280
Total		736	947

REPORT ITEM

- 1. REPORT BY:** Chief Financial Officer David Seward
- 2. SUBJECT:** Five-Year Budget Plan Updates
– Review and Discussion
- 3. BACKGROUND:**

The College's primary financial planning tool is the Five-Year Budget Model. This pro forma summarizes the current year's budget status at a high level, factoring in estimations of the impact of changes in key financial variables reflective of policy directions and key planning assumptions.

This five-year budget model excludes nonstate activities, including, but not limited to, research centers, grants and contracts, activities funded by donations, program revenues, and activities supported by endowed funds.

The attached five-year budget plan model is based on the 2024-25 mid-year revised budgets under consideration by the Board of Directors at this February 2025 meeting. The underlying assumptions are outlined in the attached.

Attachment: Updates of Five-Year Budget Plan

Reserves	Revised Midyear Budget 2024-25	Projection 2025-26	Projection 2026-27	Projection 2027-28	Projection 2028-29
Reserves, Beginning					
State Operating	32,282,983	30,462,815	28,780,285	29,092,883	31,091,520
State Plant Fund	<u>6,158,673</u>	<u>6,286,866</u>	<u>6,416,982</u>	<u>6,549,049</u>	<u>6,683,098</u>
Subtotal - State	38,441,656	36,749,681	35,197,267	35,641,933	37,774,618
Auxiliary Enterprises	3,641,703	4,557,444	4,656,156	4,806,222	5,010,614
Hastings-Digardi-Hall Unrestricted	<u>1,391,676</u>	<u>1,017,308</u>	<u>1,226,633</u>	<u>1,439,099</u>	<u>1,654,751</u>
Subtotal - Nonstate	5,033,379	5,574,752	5,882,790	6,245,321	6,665,365
Total Reserves, Beginning	\$43,475,035	\$42,324,433	\$41,080,057	\$41,887,254	\$44,439,983
Results from Operations	--Tower Offline--	--Tower Offline--	--Tower Offline--	--Tower Offline--	--Tower Offline--
State Operating	(1,820,167)	(1,682,530)	312,598	1,998,636	4,264,122
State Plant Fund	<u>128,193</u>	<u>130,116</u>	<u>132,068</u>	<u>134,049</u>	<u>136,059</u>
Subtotal - State	(1,691,974)	(1,552,414)	444,666	2,132,685	4,400,181
Auxiliary Enterprises	<u>915,741</u>	<u>98,712</u>	<u>150,066</u>	<u>204,392</u>	<u>255,885</u>
Subtotal - Core Operations	(776,233)	(1,453,702)	594,732	2,337,077	4,656,066
Hastings-Digardi-Hall Unrestricted*	<u>(374,368)</u>	<u>209,325</u>	<u>212,465</u>	<u>215,652</u>	<u>218,887</u>
Total Operations	(1,150,601)	(1,244,377)	807,197	2,552,730	4,874,953
Capital Outlay Projections					
LRCP Development Funding	-	-	-	-	-
Total Capital Outlay	\$ -	\$ -	\$ -	\$ -	\$ -
Total Change in Reserves	(1,150,601)	(1,244,377)	\$807,197	\$2,552,730	\$4,874,953
Total Reserves, Ending	\$42,324,433	\$41,080,057	\$41,887,254	\$44,439,983	\$49,314,937

CORE OPERATIONS	Revised Midyear Budget 2024-25	Projection 2025-26	Projection 2026-27	Projection 2027-28	Projection 2028-29
State Operations					
Revenues	81,368,446	86,063,178	91,916,177	96,501,383	101,335,456
Expenditures	68,278,831	70,617,997	72,169,103	74,334,234	76,275,031
Student Financial Aid	<u>14,909,782</u>	<u>17,127,711</u>	<u>19,434,476</u>	<u>20,168,512</u>	<u>20,796,303</u>
Income/(Loss)	(\$1,820,167)	(\$1,682,530)	\$312,598	\$1,998,636	\$4,264,122
Income/(Loss) As a % of Revenue	-2.2%	-2.0%	0.3%	2.1%	4.2%
Auxiliary Enterprises					
Revenues	4,333,676	4,522,931	4,714,865	4,884,352	5,061,936
Expenditures	2,360,342	2,316,037	2,414,199	2,493,686	2,578,984
Overhead	<u>216,659</u>	<u>226,147</u>	<u>235,743</u>	<u>244,217</u>	<u>253,097</u>
Income/(Loss) from Operations	1,756,675	1,980,747	2,064,923	2,146,449	2,229,855
Non-operating, incl. Debt Service	(840,934)	(1,882,035)	(1,914,857)	(1,942,056)	(1,973,970)
Income/(Loss)	\$915,741	\$98,712	\$150,066	\$204,392	\$255,885
Total Core Operations Income/(Loss)	(\$904,426)	(\$1,583,818)	\$462,664	\$2,203,029	\$4,520,007

Key Assumptions:	2024-25	2025-26	2026-27	2027-28	2028-29
1. JD Enrollment Fee Increase	5.0%	7.5%	3.0%	3.0%	3.0%
JD General Enrollment Fee	\$49,383	\$53,087	\$54,680	\$56,320	\$58,010
2. 1L JD Student Discount Rate	30.5%	30.0%	30.0%	30.0%	30.0%
1L JD Student Class Size	391.8	390.0	390.0	390.0	390.0
3. FTE Student Enrollment					
JD	1070.9	1071.0	1098.0	1097.0	1097.0
LLM	24.7	25.9	27.2	28.6	30.0
MSL/CSL	23.9	25.1	26.4	27.7	29.1
HPL	<u>22.0</u>	<u>22.0</u>	<u>22.0</u>	<u>22.0</u>	<u>22.0</u>
TOTAL	1141.5	1144.0	1173.6	1175.3	1178.1
4. LLM Enrollment Fee	\$47,500	\$55,000	\$55,000	\$55,000	\$55,000
5. MSL Enrollment Fee	\$32,500	\$37,500	\$37,500	\$37,500	\$37,500
6. Employee Compensation Growth (Pool)	3.0%	3.0%	3.0%	3.0%	3.0%
7. Operating Cost Growth	2.0%	2.0%	2.0%	2.0%	2.0%
8. State General Fund Support, Ongoing	\$23,181,000	\$23,688,000	\$26,208,000	\$28,902,000	\$31,732,000
9. Administrative Overhead Rates, percent of operating revenue					
Auxiliaries: Tower	0%	0%	0%	0%	0%
Auxiliaries: Parking Garage & Events	5%	5%	5%	5%	5%
Auxiliaries: Student Health Services	5%	5%	5%	5%	5%
Auxiliaries: Special Event and Guest Services	5%	5%	5%	5%	5%
10. Academic Village (198 McAllister)					
Academic Space Rent (State Expense)	\$2,424,390	\$2,497,122	\$2,572,036	\$2,649,197	\$2,728,673
Office Space Rent (State Expense)	\$710,626	\$731,945	\$0	\$0	\$0
11. State General Fund debt service for 333 Golden Gate not included in above	\$ 3,092,000	\$ 3,090,000	\$ 3,090,000	\$ 3,090,000	\$ 3,090,000

**AUXILIARY ENTERPRISES
FIVE-YEAR BUDGET MODEL SUMMARY**

	Midyear Revised Budget 2024-25	Projection 2025-26	Projection 2026-27	Projection 2027-28	Projection 2028-29
BASE BUDGET	Tower offline	Tower offline	Tower offline	Tower offline	Tower offline
Revenues	4,333,676	4,522,931	4,714,865	4,884,352	5,061,936
Expenditures	2,360,342	2,316,037	2,414,199	2,493,686	2,578,984
Overhead	216,659	226,147	235,743	244,217	253,097
Net Operations	\$1,756,675	\$1,980,747	\$2,064,923	\$2,146,449	\$2,229,855
Nonoperating Revenues/(Expenses)					
Investment Income	109,000	102,921	104,465	106,032	107,623
Funded from Bond Proceeds	13,936	13,936	13,936	13,936	13,936
Transfers	528,066	(511,206)	(541,572)	(573,588)	(607,343)
Debt Service (Principal & Interest)	(1,491,936)	(1,487,686)	(1,491,686)	(1,488,436)	(1,488,186)
Net Non-operations	(\$840,934)	(\$1,882,035)	(\$1,914,857)	(\$1,942,056)	(\$1,973,970)
Change in Net Assets	\$915,741	\$98,712	\$150,066	\$204,392	\$255,885
Beginning Reserves - Operations	\$3,641,703	\$4,557,444	\$4,656,156	\$4,806,222	\$5,010,614
Capital Projects	-	-	-	-	-
Ending Reserves	\$4,557,444	\$4,656,156	\$4,806,222	\$5,010,614	\$5,266,499

AUXILIARY ENTERPRISES	Midyear Revised Budget 2024-25	Projection 2025-26	Projection 2026-27	Projection 2027-28	Projection 2028-29
Revenues					
Auxiliary Enterprises	Tower offline	Tower offline	Tower offline	Tower offline	Tower offline
McAllister Tower	-	-	-	-	-
Parking Garage (net of tax)	2,317,250	2,386,768	2,458,371	2,532,122	2,608,085
Retail Leases (Garage)	228,000	234,840	241,885	249,142	256,616
Student Health Services	1,144,932	1,129,130	1,203,806	1,251,745	1,303,325
Client Services Center	<u>643,494</u>	<u>772,193</u>	<u>810,803</u>	<u>851,343</u>	<u>893,910</u>
Total Revenues	\$ 4,333,676	\$ 4,522,931	\$ 4,714,865	\$ 4,884,352	\$ 5,061,936
Expenditures					
Salaries, Wages and Benefits	806,473	861,115	886,949	913,558	940,965
Operating Expenses	1,553,869	1,454,922	1,527,251	1,580,128	1,638,020
Overhead	<u>216,659</u>	<u>226,147</u>	<u>235,743</u>	<u>244,217</u>	<u>253,097</u>
Total Expenditures	\$ 2,577,001	\$ 2,542,184	\$ 2,649,942	\$ 2,737,903	\$ 2,832,081
Net Operations	\$ 1,756,675	\$ 1,980,747	\$ 2,064,923	\$ 2,146,449	\$ 2,229,855
Nonoperating Revenues/(Expenses)					
Investment Income	109,000	102,921	104,465	106,032	107,623
Funded from Bond Proceeds	13,936	13,936	13,936	13,936	13,936
Debt Service (Principal & Interest)	(1,491,936)	(1,487,686)	(1,491,686)	(1,488,436)	(1,488,186)
Transfers From/(To) Other Funds	<u>528,066</u>	<u>(511,206)</u>	<u>(541,572)</u>	<u>(573,588)</u>	<u>(607,343)</u>
Total Nonoperating Revenues/(Expenses)	(\$840,934)	(\$1,882,035)	(\$1,914,857)	(\$1,942,056)	(\$1,973,970)
CHANGE IN NET ASSETS	\$915,741	\$98,712	\$150,066	\$204,392	\$255,885

NOTES

Capital projects are funded by debt, private donations or reserves.

Projections, Escalation Factors:

Annual Change

Parking Operations	3.0%
Garage Retail Leases	3.0%
Residential and office rents	0.0%
Student Health Center fee	0.0% 4% increase in FY27, FY28 & FY29
Client Services Center revenue	20.0% 20% for FY25, FY26, 5% for FY 27, FY28
Operating Expenses	2-3%
Salaries	3.0%
Investment Income	1.5%
Debt Service, Garage	Per Debt Schedule

SPECIAL EVENTS & GUEST SERVICES

Events & Marketing Update

Presented to:
UC Law San Francisco
Board of Directors
March 13, 2025



Event Spaces



Deb Colloquium



Auditorium



Alumni Reception Center



Skydeck

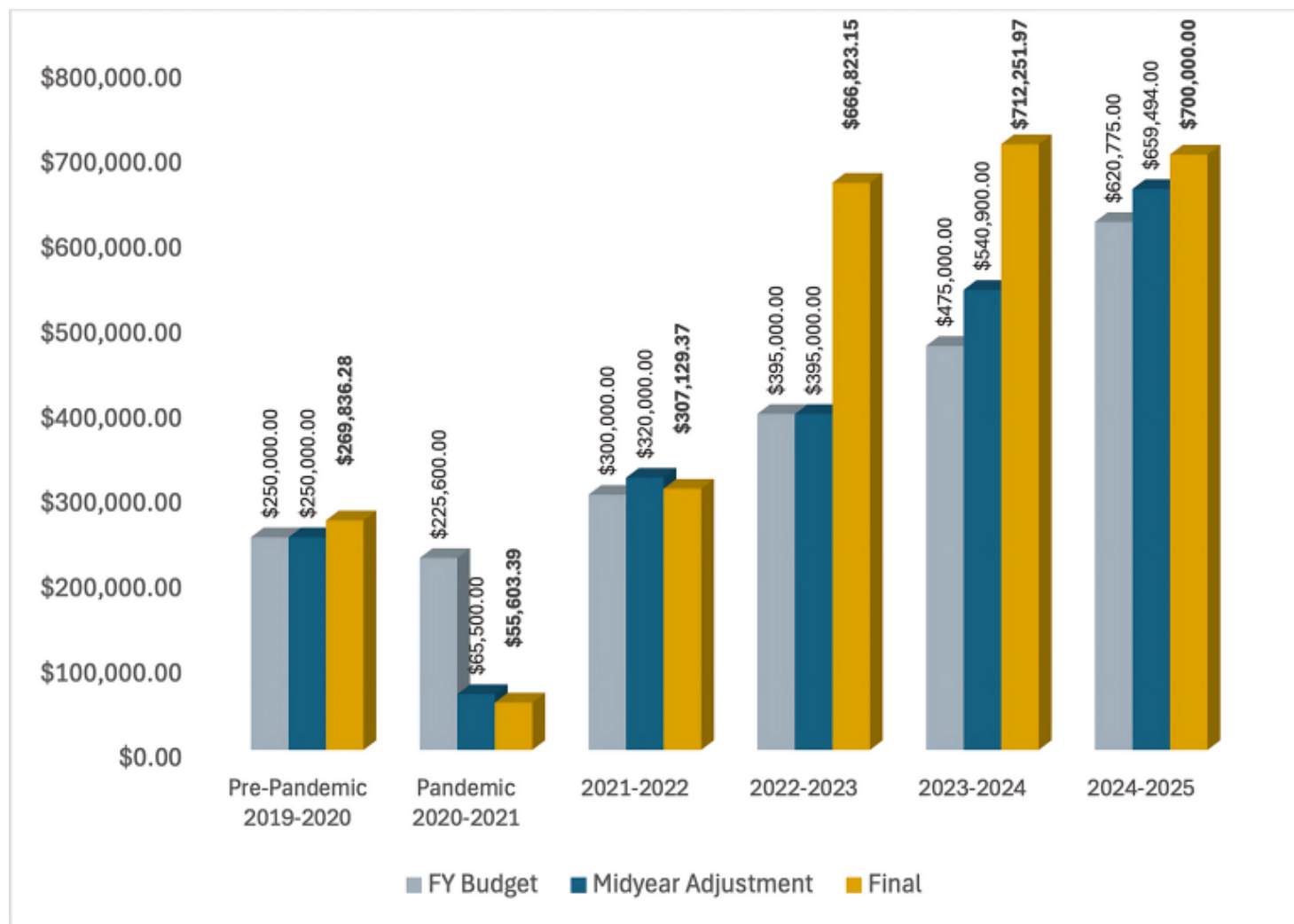


Quad



Sky Room
(Closed For Renovation)

Year-Over-Year Earnings



Event Milestones

Exploring milestones in events that contribute to the success the past 4 years

2021

2022

2023

2024

Opening Of:

Cochette Law Center
Deb Colloquium & Skydeck

In-person gatherings
returned with new safety
protocols

Opening Of:

198 Academe
Baxter & Specter
Court Rooms

Opening Of:

Auditorium

Closing Of:

100 Tower
Sky Room

Academic Partnerships

CURRENT PARTNERS



SEO Scholars



University of California
San Francisco

FUTURE POTENTIAL PARTNERS



UC Berkeley



Community Events = Exposure For Campus



Pride Parade



**Halloween @
The Academe**



**2024 Mayoral
Debate**



**Wiley Manual Journal
Office Opening**



**Fly Away Productions
Wall Dance**



Ripples Community Art Event



District 5 Debate

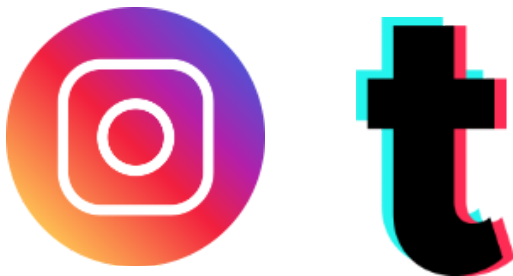
Future Marketing Strategy



Peerspace is an online marketplace that allows people and businesses to rent spaces for events, meetings, and productions. Peerspace is similar to Airbnb.



Did you know that around 25 couples say "I Do" at San Francisco City Hall daily? The goal for Fiscal Year 2026 is to get a percentage of those newlyweds to celebrate their reception on our Skydeck, which has an amazing view of City Hall, where they just got married.



In today's digital world, social media is the key to unlocking exposure for event spaces. By establishing a strong social media presence, we can showcase our venues to a wider audience, attract potential clients, and create buzz around our unique offerings.

Challenges

Tenderloin Neighborhood Reputation

- Safety & Security concerns, especially after dark.

Renovation of the Alumni Reception Center

- The Client comments that the room is dark and old.
- AV is outdated and difficult to use.

Event & Classroom Spaces

- A reception space for the 198 Academe one would be beneficial for events in the Auditorium.
- Classrooms & Conference Rooms needed to expand Academic Partnerships.

Event & Classroom Support

- IT Support for weekend and late-night events and classes.

SPECIAL EVENTS & GUEST SERVICES

Events & Marketing Update

Presented to:
UC Law San Francisco
Board of Directors
March 13, 2025



REPORT ITEM

- 1. REPORT BY:** Director of Events & Marketing Jared Augustus
Chief Operating Officer Rhiannon Bailard
Chief Financial Officer David Seward
- 2. SUBJECT:** Sales & Marketing Report for Auxiliary Events & Conferences
- 3. REPORT:**

The Auxiliary Events & Conferences function at UC Law San Francisco has exceeded its revenue goals for fiscal year 2025 as of February 2025. As shown on the attached and presented as an oral report during the Board of Directors meeting, UC Law SF will share key sales and marketing strategies that have contributed to this success. Further, UC Law SF will share insights into the proposed practices to sustain this continued growth particularly as it scales concurrently with the Academic Village.

REPORT ITEM

1. **REPORT BY:** Deputy CFO and Controller Sandra Plenski
2. **SUBJECT:** Listing of Checks and Electronic Transfers over \$100,000
3. **REPORT:**

Listed below are checks & electronic transfers issued by the College for the period of 10/01/2024 – 01/30/2025:

Date	Check No.	Vendor Name	Amount	Description
10/4/2024	E0078221	Carbon Health Technologies, In	\$ 336,459.52	Fall 2024 Student Health Services Fee
10/4/2024	E0078223	Century Urban	\$ 116,232.50	September 2024 Professional Services
10/4/2024	E0078230	Ellucian Company LLC	\$ 163,386.00	Managed Cloud Services – 10/1/24-6/30/25
10/4/2024	E0078249	Perkins & Will, Inc.	\$ 713,820.47	100 McAllister Seismic Upgrade – 6/1/24-7/3/24
10/4/2024	E0078261	Township Building Services, Inc.	\$ 155,365.31	Custodial Services – 9/1/24 – 9/30/24
10/8/2024	E0078265	Plant Construction Company LP	\$ 1,727,449.56	100 McAllister Construction – 5/17/24-7/28/24
10/23/2024	0282190	PG&E Company	\$ 137,607.42	Electric Service – 9/5/24-10/1/24
10/25/2024	E0078397	George S. Hall, Inc.	\$ 171,800.45	Engineering Services – 8/1/24-8/31/24
10/25/2024	E0078406	Mid-Market Foundation	\$ 742,819.91	Urban Alchemy Security – 7/1/24-9/30/24
10/25/2024	E0078410	The Regents of the University	\$ 1,170,595.63	UCSHIP Student Insurance – Fall 2024
11/1/2024	E0078556	George S. Hall, Inc.	\$ 176,018.95	Engineering Services – 9/1/24-9/30/24
11/1/2024	E0078568	The Regents of the University	\$ 162,737.98	UCSHIP Student Insurance Spring 2024 True-Up
11/1/2024	E0078575	Township Building Services, Inc.	\$ 155,656.49	Custodial Services – 10/1/24 – 10/31/24
11/20/2024	0282377	PG&E Company	\$ 112,354.02	Electric Services – 10/2/24- 11/3/24
11/22/2024	E0078789	Perkins & Will, Inc.	\$ 600,000.00	100 McAllister Seismic Upgrade – 8/1/24-9/30/24
11/22/2024	E0078791	UCSF Police Department	\$ 234,934.00	UCSF Security – 7/1/24-9/30/24
11/22/2024	E0078792	Perkins & Will, Inc.	\$ 466,430.04	100 McAllister Seismic Upgrade– 8/1/24-9/30/24
11/22/2024	E0078793	Plant Construction Company LP	\$ 2,083,295.70	100 McAllister Construction -7/29/24-9/24/24
12/6/2024	E0078917	George S. Hall, Inc.	\$ 189,718.02	Engineering Services – 10/1/24-10/31/24
12/6/2024	E0078938	SCELC	\$ 109,964.15	JSTOR Library Books
12/6/2024	E0078942	Township Building Services, In	\$ 155,621.31	Custodial Services – 11/1/24-11/30/24
12/24/2024	E0079078	George S. Hall, Inc.	\$ 189,718.02	Engineering Services – 11/1/24-11/30/24
12/24/2024	E0079099	Stratin LLC	\$ 343,802.89	Lobby Art – Academe at 198
12/24/2024	E0079103	Township Building Services, In	\$ 157,758.74	Custodial Services – 12/1/24-12/31/24
12/24/2024	E0079110	Plant Construction Company LP	\$ 3,441,569.64	100 McAllister Construction-9/24/24-11/24/24
1/10/2025	E0079797	Mid-Market Foundation	\$ 705,710.61	Urban Alchemy Security-10/1/24-11/30/24
1/10/2025	E0079801	Perkins & Will, Inc.	\$ 222,999.51	100 McAllister Seismic Upgrade-10/1/24-10/31/24
1/15/2025	0282608	PG&E Company	\$ 156,326.08	Electric Service – 11/4/24-12/4/24
1/22/2025	E0079898	George S. Hall, Inc.	\$ 189,718.02	Engineering Services – 12/1/24-12/31/24
1/22/2025	E0079905	MF Digital Marketing, Inc.	\$ 122,311.23	Admissions Advertising and Marketing FY25
1/29/2025	0282656	Urban Waterproofing	\$ 151,793.00	Parking Garage Sealing-First Floor