



Southwestern College Foundation

**2015 Annual Retreat
Chula Vista Campus, Room 214
Saturday, July 11, 2015; 9 am to 12:30 pm**

<i>Time</i>	<i>Topic</i>	<i>Presenter(s)</i>	<i>Reference Handouts</i>
9:00 am-10:15 am	<i>Governance/Executive Team</i> <ul style="list-style-type: none">• Terms of office• Succession Plan• Expectations of Service <i>Advancement Southwestern College</i> <ul style="list-style-type: none">• Maximizing Community Engagement and Fundraising	Macedo Nish/Gilstrap	By-Laws; Director Roster; Committee Org Chart/Description PowerPoint
10:15 am – 10:30 am	Break		
10:30 am-11:45 am	<i>SWC Foundation Infrastructure</i> <ul style="list-style-type: none">• SWCF Staffing /Office Space• Executive Director Job Description	Nish/Gilstrap	Draft Job Description
11:45 am – 12:30 pm	Lunch with Southwestern College Trustees		
Thank you!			

SOUTHWESTERN COLLEGE FOUNDATION BY-LAWS

ARTICLE I

The name of this corporation shall be Southwestern College Foundation

ARTICLE II PRINCIPAL OFFICE

The principal office for the transaction of the business of the corporation is hereby fixed and located in the Southwestern Community College District Board Room, in the City of Chula Vista, County of San Diego, State of California. The Board of Directors may at any time or from time to time change the location of the principal office from one location to another in said county. Any such change shall be noted on the By-laws by the secretary, opposite this section, or this section may be amended to state the new location.

The corporation may have such other offices within the San Diego County as the Board of Directors may from time to time require.

ARTICLE III CORPORATE POWERS

The corporate powers of this corporation shall be vested in a board of no less than fourteen directors, and the greater of one-fifth (20%) or five of the total number of directors (excluding ex-officio members) shall constitute a quorum for the transaction of business. All nominees are recommended by the President of Southwestern College and appointed by the Governing Board of the Southwestern Community College District. If the College President shall for a period of ninety days after a vacancy occurs fail to exercise nomination rights, the Corporation Board of Directors shall proceed to fill the vacancy, subject to approval of the District Governing Board. A vote of two-thirds of the Corporation Board of Directors shall be necessary to elect an individual to the Board in the absence of a nomination by the College President.

ARTICLE IV

DIRECTORS

Section I Membership

The Board of Director shall consist of three categories of Directors as follows:

Ex-Officio Directors: The Superintendent/President, the Vice President for Institutional Advancement, and a designated representative of the Southwestern Community College District Governing Board.

Directors appointed by the Governing Board of the Southwestern Community College District: Any individual or any person representing a firm, corporation, or organization who subscribes to the objectives and purposes of this corporation may become a corporation director, upon nomination by the Superintendent/President and appointment to office by the District Governing Board. No more than eighty lay board members shall serve as Corporation Directors.

Honorary Directors: Honorary Directors may be elected by unanimous vote of Directors present at any meeting of the Board. Honorary Directorship will be for recognition of outstanding service or contribution to the Foundation. Honorary appointments will be for life and have only such duties undertaken voluntarily at the request of the Board of Directors.

Section II

Power of Directors

Except as otherwise provided in the Articles of Incorporation or the By-laws, the powers of this corporation shall be exercised, its property controlled, and its affairs conducted by the Board of Directors. Any action required or permitted to be taken by the Board of Directors may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent, or consents, shall be filed with the minutes of the proceedings of the Board and shall have the same force and effect as a unanimous vote of such Board. The Board is empowered to form standing committees, including an Executive Committee which shall exercise those powers and authority delegated to it by the Board, except the power to adopt, amend or repeal the By-laws. Each member of the Board of Directors shall have one vote. There shall be no proxy voting permitted for the transaction of any of the business of the corporation.

Section III Term of Office of Directors

All appointed Directors shall hold office for a term of three years, which is renewable and until such time as a successor is appointed. Ex-Officio Directors shall continue to be members of the Board of Directors as long as they hold their respective college positions. When they cease to hold these positions, their successors shall automatically become members of the Board of Directors. The initial slate of appointed Directors, at the first meeting of the Board of Directors, shall be divided by lot into three groups, to consist of approximately equal numbers of Directors in each group, and whose term shall begin on the date of such meeting. The Directors of the first, second, and third group shall hold office for a term of one, two, and three years, respectively, and thereafter until their successors are appointed. New Directors shall be appointed for a three-year term to succeed the Directors whose terms expire, or to fill the unexpired terms of vacancies from other causes.

Removal of Directors

A Director may be removed from office for cause by an affirmative vote of two-thirds of the total members of the Board of Directors. Such a vote shall be by secret written ballot.

Section V

Liabilities and Property Rights of Directors

No Director of the corporation now or hereafter elected shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors shall look only to corporation assets for payment.

ARTICLE V

OFFICERS

Section I

Officers

The officers of the corporation shall be a President, Vice President, Treasurer, Secretary, Immediate Past President, and such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, as it shall deem desirable and such officers to have authority and perform the duties prescribed from time to time, by the Board of Directors.

Section II

Qualifications, Election and Term

The officers, with the exception of ex-officio members, must be members of the Board of Directors and may not be employed by Southwestern College. The officers shall be elected annually by the Directors of the corporation. Each officer shall hold office until a successor has been duly elected.

Section III

Removal

Any officer elected or appointed by the Board of Directors may be removed by a majority vote of the Directors whenever in its judgment the best interest of the corporation would be served thereby.

Section IV

Vacancies

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term as set forth Article IV, Section III.

Section V

President

The Southwestern College Foundation President shall be the principal executive officer of the corporation and shall in general supervise and control all the business and affairs of the corporation. The President will preside at all meetings of the members and of the Board of Directors, sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-laws or by statute of incident to the Office of the

College President and such other duties as may be prescribed by the Board of Directors from time to time.

Section VI Vice President

In the absence of the President, or in event of his or her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Under the guidance of the President, the Vice President is responsible for the overall direction of the programmatic affairs of the corporation. The Vice President shall perform other duties from time to time as assigned by the Foundation President or by the Board of Directors.

Section VII Treasurer

The Treasurer shall be responsible for maintaining fiscal records, obtaining independent audits, obtaining Directors' Liability Insurance, and, in general, performing all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Foundation President or by the Board of Directors. Funds shall be paid out only on checks of the corporation, co-signed by the College President and the Foundation Treasurer, the Foundation President, or other officers designated by the Board of Directors.

Section VIII Secretary

The Secretary shall keep the minutes of all corporation meetings; ensure that all notices are duly given in accordance with the provisions of these By-laws or as required by law; be custodian of the corporate records, keep a register of the post office address of each Director which shall be furnished to the Secretary by such Director; and, in general, perform all the duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Foundation President or by the Board of Directors.

Section IX Immediate Past President

The Immediate Past President is responsible for providing continuity of leadership within the Foundation and the historical perspective of the Foundation. The Immediate Past President shall perform other duties from time to time as assigned by the Foundation President or the Board of Directors.

ARTICLE VI **MEETINGS**

Section I Meetings

Meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President or by a majority of the members of the Board. There shall be at least one meeting quarterly. All meetings of the Board shall be open and public, and all persons shall be permitted to attend any meetings of the Board; provided, however, that the Board may hold Executive Sessions during any meeting to consider those matters that may lawfully be considered in such sessions under Article 9 (commencing with Section 11120) of Chapter 1 of Part 1 of Division 3 of Title 2 of the Government Code.

Section II Place of Meetings

Meetings of the Board of Directors shall be held at any place within this county, which has been designated by resolution of the Board or by written consent of all members of the Board. In the absence of such designation, meetings shall be held at the principle office of this corporation.

Section III Notice

Notice of any meeting of the Board of Directors shall be given at least ten days (10) previously thereto by written notice delivered personally or sent by mail or telegram to each Director at the address shown by the records of the corporation.

If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Written notice of any meeting shall also be given to any person who requests such notice in writing.

ARTICLE VII

COMMITTEES

Section I Appointment, Chairperson, and Membership

The Board of Directors may create any number of standing or special committees, which may include but not limited to: Executive, Program Operating, Capital Fund, Endowment/Planned Giving, Special Projects, Annual Giving Campaign, and Publicity. The President shall appoint one member of the committee as chairperson. The President and Vice President of the corporation shall be ex-officio members of all committees; in addition, the Treasurer of the corporation shall be an ex-officio member of the Finance Committee.

Section II Vacancies and Removal

Vacancies in the membership of any committee shall be filled by the president of the corporation who shall also have the power to remove any member of any committee for any reason whatsoever.

Section III

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum is present. Any act taken by a committee quorum shall be construed as an act of the entire committee.

ARTICLE VIII
THE COMMON FUND

Section I Solicitation

Pursuant to a solicitation plan or campaign(s) as may be agreed upon, the Board of Directors and their authorized agents shall actively solicit gifts to the Southwestern College Foundation from any person, firm, corporation or organization subscribing to the objectives and purposes of this corporation.

The Southwestern College Foundation is prohibited from accepting any funds or resources from the Southwestern Community College District which in any way have been derived from State funding mechanisms. These state funding mechanisms include, but are not limited to: general apportionment funding, capital outlay funding, extended opportunity programs and services funding, and funding for programs and services for students with disabilities.

Section II Common Fund

All funds collected pursuant to Article VII, Section I herein shall be aggregated and shall be known as the Southwestern College Foundation COMMON FUND (hereinafter called the "COMMON FUND"). Said fund shall be deposited in an account with such depository or depositories as may be approved by the Board of Directors. No disbursements shall be made from the COMMON FUND unless authorized by the Board of Directors. In no event shall a disbursement be made without the signatures of the College President and the Treasurer or Foundation President or other officers as designated by the Board of Directors.

Section III

Organization and Distribution of the Common Fund

Ninety percent (90%) of the COMMON FUND shall be available for distribution in accordance with the Articles of Incorporation. The internal structure (and accounting) of the COMMON FUND shall include but not be limited to the following divisions: Contingency Fund (limited to 10%), Program Operating Fund, Capital Fund, Endowment Fund, Special Projects Fund, and Scholarship Fund. The Board of Directors shall authorize distributions from any or all subdivisions of the COMMON FUND by a majority vote of the total number of directors.

Ten percent (10%) of the COMMON FUND shall be set aside for expenses of the corporation including an annual audit by a certified public accountant selected by the Board of Directors. The funds so set aside shall be known as the Contingency Fund. The amount of money allocated to the Contingency Fund shall never exceed ten percent (10%) of the total contributions to the corporation for the preceding year. Any unused Contingency Fund monies shall be returned to the COMMON FUND and shall be available only for distribution as set forth above.

ARTICLE IX

CONTRACTS, CHECKS, AND FUNDS

Section I Contracts

The Board of Directors may authorize any officer or officers, agent or agents, of the corporation, in addition to the officers so authorized by these By-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances; however, nothing herein shall change the specific requirements of Article VIII herein.

Section II Checks, Drafts, Etc.

All checks, drafts, or orders from the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors, such instruments shall be signed by the College President and countersigned by the Foundation Treasurer, Foundation President or other officers of the corporation; however, nothing herein shall change the specific requirements of Article VIII herein.

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise which shall be added to the COMMON FUND.

ARTICLE X

BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of the Board of Directors, and committees having any of the names and addresses of the Directors entitled to vote. All books and records of the corporation may be inspected by any district resident or his/her agent or attorney for any proper purpose at any reasonable time.

ARTICLE XI

ANNUAL REPORT

The Board of Directors shall report annually to the Governing Board of the Southwestern Community College District as to the administration of the COMMON FUND and its' subdivisions, and corporation activities and programs. Such report shall include the annual audit by a certified public accountant and a narrative summary of corporation activities, and shall be published in such organization publications, as the District Governing Board shall designate.

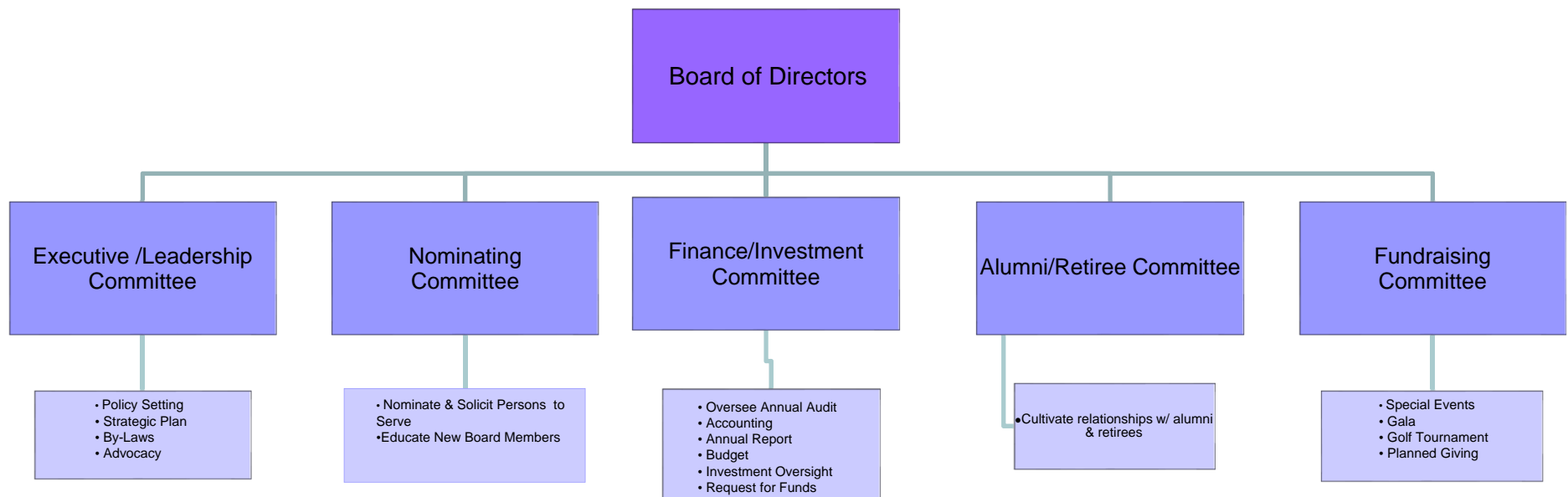
ARTICLE XII
PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Revised (1943) shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Articles of Incorporation or these By-laws.

ARTICLE XIII
AMENDMENT

These By-laws may be altered, amended or repealed and new By-laws may be adopted by a majority vote of the directors present at any regular or special meetings of the Board of Directors at which a quorum is present, if at least ten (10) days written notice is given of intention to alter, amend or repeal or to adopt new By-laws at such a meeting.

Southwestern College Foundation Committee Structure (revised)



Executive Committee

Purpose

Between meetings of the SWCF Board of Directors, the Executive Committee shall have and exercise the authority of the Board of Directors in the management of the corporation. The Executive Committee shall have and exercise such specific powers as prescribed by the bylaws or as directed by the Board of Directors. This leadership committee of the Board is comprised of current Board officers, the College president and a College Governing Board trustee. The Executive Committee shall:

- Take any and all actions requiring decisions in the absence of a full Board on the policies, budget and operations of the Foundation.
- Set basic policies and procedures for the overall operation of the Foundation.
- Periodically review and update as necessary operational documents (e.g. master agreement and bylaws).
- Oversee the development and implementation of a strategic plan for the achievement of the Foundation goals and objectives, including approval of an annual business plan in accordance with these objectives.
- Review the results of the annual audit of the Foundation, in conjunction with the Finance Committee.

Role of the Committee Chair

The president of the board shall serve as chair of the Executive Committee. The committee chair is responsible for:

Facilitating Committee Work

- Plan and lead committee meetings.
- Assign tasks to committee members.
- Monitor the group's progress, and communicate with staff members assigned to the committee, if any.
- Resolve conflicts among committee members.
- Arrange for the committee to evaluate its work at the end of each program year—or at the completion of its task—to determine whether it did what it had set out to do, and what worked and what didn't work.

Communicating with the Full Board

- Serve as the liaison between the committee and the appropriate staff, the board president, and the full board.
- Ensure that appropriate reports are submitted to the board and keep the board informed about the committee's progress.

Nominating Committee

Purpose

To solicit and nominate new directors and members-at-large in alignment with SWC Foundation board membership needs.

Role of the Committee Chair

The president of the board shall appoint the chair of the Nominating Committee. The committee chair is responsible for:

Facilitating Committee Work

- Plan and lead committee meetings.
- Assign tasks to committee members.
- Monitor the group's progress, and communicate with staff members assigned to the committee, if any.
- Resolve conflicts among committee members.
- Arrange for the committee to evaluate its work at the end of each program year—or at the completion of its task—to determine whether it did what it had set out to do, and what worked and what didn't work.

Communicating with the Full Board

- Serve as the liaison between the committee and the appropriate staff, the board president, and the full board.
- Ensure that appropriate reports are submitted to the board and keep the board informed about the committee's progress.

Finance/Investment Committee

Purpose

To review, keep abreast of, and make recommendations to the Foundation Board of Directors on the following items:

- Reviewing all investment statements and activity reports received from the Foundation's investment manager.
- Contracting for services for the Annual Audit Report through a competitive bid process and, subsequently, reviewing any and all audit recommendations.
- Selecting local financial institutions for checking/savings accounts for day-to-day operations. Selection of an institution will require consideration of the following factors:
 - institution's stability
 - ease of access for Foundation signers/staff
 - interest rates/fee structure
 - standing/involvement within the local community
- Multiple institutions will be selected to insure that Foundation accounts do not exceed federal insurance limits.
- Select a Request for Funds subcommittee to receive, review and make recommendations to the full board on Request for Funds applications.
- Oversee the Foundation's bookkeeping/accounting services.
- Prepare an annual budget.
- Complying with IRS 501(c)(3) (charitable foundation/non-profit tax status).
- Reviewing correspondence received from the IRS or CA Franchise Tax Board.
- Reviewing Foundation's operating budget, fundraising goals, and Foundation disbursements.

Role of the Committee Chair

The president of the board shall appoint the chair of the Finance Committee.

The committee chair is responsible for:

Facilitating Committee Work

- Plan and lead committee meetings.
- Assign tasks to committee members.
- Monitor the group's progress, and communicate with staff members assigned to the committee, if any.
- Resolve conflicts among committee members.
- Arrange for the committee to evaluate its work at the end of each program year—or at the completion of its task—to determine whether it did what it had set out to do, and what worked and what didn't work.

Communicating with the Full Board

- Serve as the liaison between the committee and the appropriate staff, the board president, and the full board.
- Ensure that appropriate reports are submitted to the board and keep the board informed about the committee's progress.

Alumni/Retiree Committee

Purpose

To raise funds and cultivate a positive on-going relationship between the SWC Foundation and SWC alumni the Alumni Committee will plan, develop, and implement an alumni program.

Role of the Committee Chair

The president of the board shall appoint the chair of the Alumni Committee. The committee chair is responsible for:

Facilitating Committee Work

- Plan and lead committee meetings.
- Assign tasks to committee members.
- Monitor the group's progress, and communicate with staff members assigned to the committee, if any.
- Resolve conflicts among committee members.
- Arrange for the committee to evaluate its work at the end of each program year—or at the completion of its task—to determine whether it did what it had set out to do, and what worked and what didn't work.

Communicating with the Full Board

- Serve as the liaison between the committee and the appropriate staff, the board president, and the full board.
- Ensure that appropriate reports are submitted to the board and keep the board informed about the committee's progress.

Fundraising Committee

Purpose

To raise funds in support of SWCF's philanthropy guidelines, the fundraising committee will plan, develop, and implement:

- Special events to include but not limited to:
 - An annual gala/tea.
 - An annual golf tournament.

Role of the Committee Chair

The president of the board shall appoint the chair of the Fundraising Committee. The committee chair is responsible for:

Facilitating Committee Work

- Plan and lead committee meetings.
- Assign tasks to committee members.
- Monitor the group's progress, and communicate with staff members assigned to the committee, if any.
- Resolve conflicts among committee members.
- Arrange for the committee to evaluate its work at the end of each program year—or at the completion of its task—to determine whether it did what it had set out to do, and what worked and what didn't work.

Communicating with the Full Board

- Serve as the liaison between the committee and the appropriate staff, the board president, and the full board.
- Ensure that appropriate reports are submitted to the board and keep the board informed about the committee's progress.



SOUTHWESTERN COMMUNITY COLLEGE DISTRICT

CLASS TITLE: EXECUTIVE DIRECTOR OF FOUNDATION

BASIC FUNCTION:

Under the direction of the Superintendent/President, directs and oversees the functions of the College Foundation to support an extraordinary learning experience for Southwestern College students. Executive Director oversee and manages the activities of the Southwestern College Foundation; provide leadership for and management of the development and implementation of a comprehensive fund development program/plan for the Foundation that includes annual giving campaign, corporate and community solicitation program, scholarships, special events, alumni association, Request for Funds program, and planned giving program.

REPRESENTATIVE DUTIES:

- Manages a comprehensive fundraising program which includes planned giving, scholarships, special events, capital campaigns, alumni, college employees and community member annual giving. *E*
- Identifies, cultivates, and solicits donors from among community members, businesses, foundations, alumni, college staff and students. Conduct ongoing cultivation of prospective donors and stewardship of current donors by maintaining visible presence with personal visits and correspondence as well as through more generalized communication including College publications. *E*
- Directs the formulation of Foundation mission, strategic planning, goals, objectives, actions, timelines and responsibilities, in alignment with the College. Supports the strategic goals and mission of the college and advances a positive image and enhanced reputation of the college to the community. *E*
- Provides leadership and support to the volunteer Foundation Board. *E*
- Interprets and communicates the goals and needs of the college to the Foundation members, business community, media, public and prospective donors. *E*
- Prepares written materials to donors and donor prospects, including gift illustrations, recognition/acknowledgment material, appeal letters, and any other communication to support major gifts and other foundation activities. *E*
- Coordinates the training of the Foundation Board, volunteers and College personnel, as needed. *E*
- Manages the Foundation staff and serves as a staff support to Foundation Directors, Foundation Committees and other internal functions of the Foundation. *E*
- Provides administrative and executive support to the College Foundation in all related activities and work in concert with the President of the Foundation to carry out the objectives and activities of the Foundation *E*
- Prepares and monitors the annual Foundation plan and budget as well as the preparation of reports for the College and the Foundation as needed. *E*
- Represents the College and Foundation at local, regional and state-wide meetings. *E*
- Works with assigned personnel to monitor investment policy; determine asset allocation; researches investments; supervises investments; track and distribute Endowment Funds in concert with the Southwestern College Foundation, Board of Directors. *E*
- In consultation with the nominating committee, identifies and recruits SWC Foundation board members and provide for their orientation and growing involvement in the work of the Foundation. *E*
- Obtains knowledge of College funding needs, develops functional fund raising plans, and executes the plans to obtain desired results.
- Coordinate strategies for the solicitation of giving from internal audiences including Foundation Board members, college trustees, alumni, retirees and current faculty and staff;
- Coordinate leadership for capital or endowment projects by determining viable fundraising plans, identifying appropriate donors, determining and implementing solicitation strategies and assisting with dedication or public activities related to completed projects;
- Manages and adheres to the policies and procedures relating to gift solicitation and acceptance;
- Provide on a regular basis a report of activities and accomplishments to the College's Governing Board and the Foundation Board.
- Performs other duties as assigned. *E*



KNOWLEDGE AND ABILITIES:

KNOWLEDGE OF:

Application of modern principles and techniques of fund raising for non-profit institutions.

Management of investment policies including but not limited to general investment principles, asset allocation, spending policies, cash management and investment instruments such as cash equivalents, fixed income securities, equity securities and mutual funds.

ABILITY TO:

Analyze, plan and oversee fundraising programs.

Communicate clearly and effectively orally and in writing.

Develop and implement tested methods of attracting donors.

Manage and guide Foundation staff including hiring, training, supervising, and evaluating performance.

Plan, organize, and manage activities.

Lead and direct staff and volunteers.

Manage major events, fund raising campaigns, public relations programs, budgets, personnel, investments etc.

Manage the analysis and monitoring of endowment investments.

Establish and maintain effective relations with community, donors, faculty, administrators, staff and the public.

Work well in a fast-paced work environment and able to effectively balance and monitor progress to achieve desired outcomes.

Develop and understand and interpret financial reports including budgets.

Ability to work as a member of a team.

Demonstrate sensitivity to and understanding of individuals from diverse academic, socioeconomic, cultural, ethnic, and disability backgrounds.

EDUCATION AND EXPERIENCE:

- A Bachelor's degree from an accredited college or university with coursework related to marketing, public relations or other specialized community relations subjects. Masters' degree strongly preferred;
- Experience with establishing and implementing fundraising systems, along with experience with development software and prospect management tracking;
- Five years of work experience in development activities with experience in higher education preferred;
- Proven track record of securing gifts at a major gift level.

DESIRED QUALIFICATIONS:

Experience working with a Board or Foundation
Certified Fundraising Executive (CFRE)

WORKING CONDITIONS:

ENVIRONMENT:

Office environment.

Constant interruptions.

Driving a vehicle to conduct work.

PHYSICAL ABILITIES:

Dexterity of hand and fingers to operate office equipment including a computer keyboard and peripheral equipment.

Hearing and speaking to exchange information on the telephone or in person.

Sitting or standing for extended periods of time.

Seeing to read and verify data and prepare various materials.