



MINUTES
EDC-VC BOARD OF DIRECTORS MEETING
September 21, 2017

- Location:** Hampton Inn, 50 West Daily Drive, Camarillo
- Attendance:** Haider Alawami – City of Thousand Oaks, Liaison, ED Managers Roundtable
Gary Cushing – Chambers of Commerce Alliance
Victor Dollar – VCLA (liaison)
Harold Edwards – Limoneira Company
Amy Fonzo – California Resources Corporation
Cheryl Heitmann, Chair – City of Ventura
Kelly Long – County of Ventura
Nancy Mayerson – Mayerson Marketing & Public Relations
Chris Meissner, Vice Chair – Meissner Filtration Products
Roseann Mikos – City of Moorpark
John Procter – City of Santa Paula
Sandy Smith – VCEDA
Jim Scanlon – Arthur J. Gallagher and Co.
Tony Skinner – IBEW Local #952
Stacy Swanson – California Lutheran University
Sim Tang-Paradis – City National Bank
Tony Trembley – City of Camarillo
William Weirick – City of Ojai
Ysabel Trinidad – California State University Channel Islands
John Zaragoza – County of Ventura
Peter Zierhut – Haas Automation
- Absent:** Al Adam – City of Thousand Oaks
Will Berg – City of Port Hueneme
Dee Dee Cavanaugh – City of Simi Valley
Kristin Decas – Port of Hueneme/Oxnard Harbor District
Henry Dubroff – Pacific Coast Business Times
Nan Drake – E.J. Harrison Industries
Ron Galaviz – Lead Builders, Inc
Susan Mulligan – Calleguas Municipal Water District (liaison)
Carmen Ramirez – City of Oxnard
Laurel Shockley – Southern California Edison
Cari Shore – Rabobank
Trace Stevenson – AeroVironment, Inc.
- Legal Counsel:** None
- Staff:** Marvin Boateng, Loan Officer
Ray Bowman, EDC SBDC Director
Shalene Hayman, Controller
Kelly Noble, Office Manager
Bruce Stenslie, President/CEO

Guests: Jay Tsao, SBDC Consultant

Call to Order: Chair Cheryl Heitmann called the meeting to order at 4:03 p.m. Heitmann welcomed Ysabel Trinidad, our new representative from CSUCI , Victor Dollar representing VCLA and Stacy Swanson representing California Lutheran University.

Roll Call: Kelly Noble

Amendment to the Agenda: None

Public Comment: None

Minutes: Chair Heitmann asked if there were any comments on the July 20, 2017 minutes. With none, Heitmann requested a motion to approve the minutes from the July 20, 2017 meeting. Tony Trembley moved to approve and file the minutes from the July 20, 2017 meeting. Kelly Long seconded the motion. All board members listed in attendance in favor, motion carried.

Financial Report: **June 2017 Financials**
Shalene Hayman presented the July and August 2017 Financials. Chair Heitmann asked if there were any questions. With none, Heitmann requested a motion to approve and file the July and August 2017 Financials. Harold Edwards motioned to approve and file the July and August 2017 Financials. Roseann Mikos seconded the motion. All board members listed in attendance in favor, motion carried.

Presentation: **SBDC Consultant Jay Tsao, on the Global Rise of E-Commerce, Its Impacts on the Economy and the Practice of Business Technical Assistance and Economic Development.**
Bruce Stenslie introduced Jay Tsao to the Board. Jay Tsao provided an overview on the global rise of E-Commerce and the impacts it has on the economy.

Administration **Receipt and Review of 2016 Annual Federal and State Tax Exempt Organization Returns. Recommendation to Approve.**
Stenslie stated that the Board of Directors approved our 2016 financial statements and audit at its July meeting. As a package of services, our auditor, Farber Hass Hurley LLP, also prepares our required annual federal and state “exempt organization” tax and information returns.

The federal and state filings are required annually to maintain our non-profit, tax exempt corporate status. The financial data in the tax returns ties to our audited statements. The returns have been separately provided to each Board member and copies are available in the EDC-VC office.

The Executive Committee reviewed the returns at its meeting on September 6, and recommends the full board’s approval for timely filing with U.S. Internal Revenue Service and California Franchise Tax Board.

Chair Heitmann requested a motion to approve the EDC-VC 2016 Federal Return of Organization Exempt from Income Tax, Form 990, 2016 California Exempt Organization Annual Information Return, and Form 199. Kelly Long motioned to approve the EDC-VC 2016 Federal Return of Organization Exempt from Income Tax, Form 990, 2016 California Exempt Organization Annual Information Return, and Form 199. Sim Tang-Paradis seconded the motion. All board members listed in attendance in favor, motion carried.

Certification of the Annual Fraud Risk Minimization Review. Recommendation to Approve.

The EDC-VC is governed by several policies relating to fraud risk minimization.

- First is our bylaws, Section 7.2, which requires that we contract annually for an independent audit of our corporate accounts, financial statements and internal controls.
- Second, we maintain an “Administrative, Fiscal and Internal Control Procedures” manual and Employee Handbook.
- Third, and the subject of this agenda item, is our “Fraud Risk Minimization Review” policy adopted in May 2007.

With the completion of our 2016 annual audit we have a baseline from which to conduct this annual review. Though corrected since 2008, our annual audits prior to then had identified an area of concern around our separation of administrative and fiscal duties, based on our small staff. To help assure our continuing exercise of appropriate administrative controls, this review follows up in more detail on the separation of duties as practiced, along with attention to spending limits, documentation, physical protection of assets and general problem detection.

A copy of the policy/checklist as reviewed and approved by the Executive Committee on September 6 is attached. Staff recommends that the Board of Directors certify this Annual Review has been conducted, as attested by the EDC-VC President.

Chair Heitmann requested a motion to certify the Annual Fraud Risk Minimization Review as reviewed and approved by the Executive Committee. Harold Edwards motioned to certify the Annual Fraud Risk Minimization Review as reviewed and approved by the Executive Committee. Sim Tang-Paradis seconded the motion. All board members listed in attendance in favor, motion carried.

Membership Report and Consideration to Appoint to the Board of Directors the Ventura County Community College District, Represented by Dr. Greg Gillespie, Chancellor. Recommendation to Approve.

It is recommended that the Board approve an appointment to the EDC-VC Board of Directors for the Ventura County Community College District, as represented by Chancellor Greg Gillespie.

Our bylaws, Section 2.2, identify our full board as a maximum of 36 members, including up to 24 from the private sector (which may include up to four members from public, special district or quasi-public organizations, such as CSUCI and the Port of Hueneme) and 12 from the public sector. *See attached for our current roster, pending today's recommended action.*

Public Sector: The public sector seats are *defined specifically* as one elected official from each of the ten cities and two members of the County Board of Supervisors. These public sector seats are filled and membership dues are current.

Private Sector: With today's recommended action we have 20 private sector members, out of a total of 24 available seats. Of the 20 private sector seats, currently three are “in-kind” (out of a maximum allowable of five), for the Pacific Coast Business Times, Mayerson Marketing and the Chambers of Commerce Alliance. Our *budget* goal is for 19 cash memberships, or to fill at least a net three vacancies in 2017, each paying a cash membership. Our leadership goal is to fill all available openings.

We are thrilled for the opportunity to welcome to our Board the Ventura County Community College District. Serving more than 34,000 students through campuses in Moorpark, Oxnard and Ventura, the District is the tenth largest employer in Ventura County, with some 1,700 employees.

Representing the District is Chancellor Greg Gillespie, recent past President of Ventura College. He is well known to many on our board for his engagement and expertise in career education and community outreach. A copy of Dr. Gillespie's bio is attached.

The addition of the District to our Board helps address a critical issue in Ventura County's economic competitiveness. Central to the College District's mission—and essential to our economic prosperity—is a concentration on career education and workforce readiness, delivering value both to students and businesses throughout the region.

Looking more broadly, the California Community Colleges is a system of two-year public institutions comprised of 113 colleges statewide organized into 72 districts. Collectively it is the largest system of higher education in the nation, serving more than 2 million students.

As noted in prior months, we are actively recruiting for new members, with a key consideration to fill vacancies relative to gaps in industry sector representation. Our recruitment considerations include not only distribution and diversity by industry sector but also by region of the county, economic significance of the business and sector as well as the personal and professional characteristics of the individual members representing the industries and firms we recruit.

We have had several changes within the board membership over the last two months:

- California State University Channel Islands is now represented by Ysabel Trinidad, Vice President for Business and Financial Affairs. Appointed in 2011, Ms. Trinidad is responsible for managing the University's finances and operations, including 180 employees, construction, capital development, human resources, safety, and all facilities and auxiliaries, such as the power plant, CI Power, and University Glen. Trinidad has more than 30 years of leadership experience in finance and operations in the field of higher education. Prior to CSUCI, she served as Vice Chancellor for Administrative Services at the University of Washington, Tacoma. Described as a champion and expert in public/private partnerships, Ms. Trinidad is enthusiastically recommended to us by President Erika Beck.
- Gas Company: Long time EDC-VC member the Gas Company/Sempra Energy has declined to renew its membership for 2017. The Company has indicated they remain eager to partner on regional economic development issues and may reconsider membership in the future.
- Ventura County Lodging Association: Board Liaison Rebekah Evans, representing the Ventura County Lodging Association, has taken a new job for a Tourism BID in Placer County. Victor Dollar, the Lodging Association's Chair and Acting Executive Director is stepping in to fill our Liaison position with the Hospitality sector. Victor is the Senior Vice President of Sales for Brighton Management LLC, a preferred management company for nearly all major hotel brands in the United States, including Holiday Inn, Holiday Inn Express, Crowne Plaza, Four Points by Sheraton, Sheraton, The Westin, Residence Inn by Marriott, Courtyard by Marriott, Fairfield Inn by Marriott, Marriott, DoubleTree by Hilton, Embassy Suites by Hilton, Hilton Garden Inn, and many others. Brighton manages some 50 hotels throughout California, including six in Ventura County and more in development.

Chair Heitmann requested a motion that the Board approve an appointment to the EDC-VC Board of Directors for the Ventura County Community College District, as represented by Chancellor Greg Gillespie. Kelly Long motioned to approve an appointment to the EDC-VC Board of Directors for the Ventura County Community College District, as represented by Chancellor Greg Gillespie. Tony Trembley seconded the motion. All board members listed in attendance in favor, motion carried.

President's Report

Funded by the Ventura County Workforce Development Board, we've operated a regional layoff aversion program since 2002. The funding is subject to a competitive procurement every three to four years. Our current program, funded through June of 2018, ends the current procurement cycle. The Workforce Board has released a new Request for Proposals, due September 25, for a new three year cycle. The winning bidder will be funded for a one year period, estimated at \$95,000—consistent with the current funding level—with renewals for potential second and third years based on performance. We will be submitting a proposal to continue the activity, based on our successful performance and effective leveraging of resources through our Small Business Development Center and Employment Training Panel contracts.

Our current Employment Training Panel contract ends this month. We are in the process of putting together a new proposal for continuing service, anticipating submittal in October. Through this program we facilitate business access to state funds to offset the costs for operational efficiency training, primarily for manufacturing firms.

We are planning a regional “convening” on October 12, at VCCF in Camarillo, for a leadership discussion on opportunities and challenges in regional broadband. We're encouraging attendance by both civic and industry leadership, toward expanding public/private partnerships and shared awareness of the opportunities and challenges. The idea is not for a hugely attended event, rather more for strategic discussion, furthering awareness of the limited infrastructure currently available, the imperative for improvements given advancements in technology, and sharing of information about resources and best practices for moving forward.

California Economic Summit, November 2-3, San Diego, Registration is Open. As a participating organization through the California Stewardship Network, we get the benefit of one free registration for every five registrants that use our unique registration code (VENTURA17). For the draft agenda, speaker lineup and complete registration information, go to <http://caeconomy.org/> and <https://cafwdsecure.org/caeconomy/summit2017>.

Committee/Liaison Reports:

VCEDA

Sandy Smith mentioned that the Business Outlook Conference is at the Ronald Reagan Library on October 20th. The conference is on reliable, sustainable energy this year. VCEDA will have an insert in the Pacific Coast Business Times this Friday, please be sure to read.

Economic Developers Roundtable

No new report.

Ventura County Lodging Association

No new report.

Calleguas Municipal Water District

No new report.

New or Unfinished Business:

None

Board Member Comments:

Adjournment:

Meeting adjourned at 5:09 p.m. to October 19, 2017.