

MINUTES
EDC-VC EXECUTIVE COMMITTEE MEETING

October 9, 2018

- Location:** EDC-VC, 4001 Mission Oaks Blvd., Suite A-1, Camarillo, CA 93012
- Attendance:** Cheryl Heitmann – City of Ventura
John Procter – City of Santa Paula
Chris Meissner, *Chair* – Meissner Filtration Products
Carmen Ramirez, *Vice Chair* – City of Oxnard
Anthony Trembley – City of Camarillo
- Absent:** Haider Alawami– Economic Roundtable Representative, City of Thousand Oaks
Harold Edwards – Limoneira Company
Sim Tang-Paradis – City National Bank
Peter Zierhut, *Secretary/Treasurer* – Haas Automation
- Legal Counsel:** Nancy Kierstyn Schreiner – Law Offices of Nancy Kierstyn Schreiner
- Guests:** None
- Staff:** Marvin Boateng, Loan Officer
Ray Bowman, SBDC Director
Clare Briglio, Communications Director
Kelly Noble, Office Manager
Bruce Stenslie, President/CEO
- Call to Order:** 8:38 a.m. Chair Chris Meissner thanked everyone for attending the meeting.
- Roll Call:** Kelly Noble
- Amendment to the Agenda:** Chair Meissner asked for a motion to move item V-C in front of item V-A. Cheryl Heitmann moved to move item V-C in front of item V-A. Carmen Ramirez seconded the motion. All Executive Members listed in attendance in favor, motion carried.
- Public Comment:** None
- Approval of Executive Committee Minutes** **Executive Committee Meeting, May 8, 2018 and June 12, 2018**
Chair Meissner asked for a motion to approve the minutes from September 11 2018 Executive Committee meeting. Tony Trembley moved to approve and file the minutes from September 11, 2018 Executive Committee meeting. John Procter seconded the motion. All Executive Members listed in attendance in favor, motion carried.
- Financial Report** **Consideration of a 2018 Budget Adjustment to Accommodate New Funds for Small Business Development Services**
Stenslie noted that our Board adopted our 2018 budget in February, showing anticipated revenue at \$1,808,648. In the staff presentation of the budget, we identified that there was some potential for funding increases that have materialized, as follows:

- We budgeted \$45,000 in “GO Biz Capital Infusion”; that amount looks to be adjusted significantly upward, likely near \$100,000, based on a larger than anticipated award.
- We did not budget for any share of the new \$475,000 from the Governor’s Office. We anticipate up two months of expenditures, possibly as much as \$75,000 this fiscal year, for a wholly new line item.
- We did not budget for the receipt of the Portable Assistance Grant (separately introduced on today’s agenda), for up to \$98,000, some two to three months of which will land this fiscal year.

In past years we have only occasionally presented budget modifications to the Board, even while we have occasionally received new and unanticipated funds during the year. In most cases, the changes have been small and absorbed in the adopted budget.

These above appear beyond that threshold, even though most of the new funds will impact less than one quarter of the fiscal year. That noted, to provide some perspective on the overall scope moving forward, we’re currently anticipating 2019 revenue at an estimated \$2.2 million, considerably up from the current \$1.8 million.

While we have not yet completed the budget modification (we’re still waiting for all of the grant agreements), the purpose of this item is simply to introduce the issue for initial discussion and guidance for either the full Board meeting later in October or for the Executive Committee and full Board meetings in November.

Administration

EDC Web Site Update

Stenslie commented that we have previously reported progress on the following:

- Obtained quotes for graphic design work and engaged Elena Trevino Designs for logo redesign
- Obtained new URL: edcollaborative.com
- Initiated update on social media handles, e.g., @edcollaborative Twitter/FB/Instagram
- Adopted new logo and sub logos
- Email address changes and Outlook integration

For current status, we have just completed:

- Updated business cards and full business suite stationery
- New one-sheet format for program and initiative summaries

We are continuing to work on:

- Continuing clarification and definition for the roles of staff and consultants
- Update success story format
- Update advisor roster
- And for on-going work, social media updates with new EDC language and branding
 - ✓ Instagram
 - ✓ Facebook
 - ✓ LinkedIn
 - ✓ Twitter

Clair Briglio went through the new website for the Executive Committee pointing out the highlights. Members thanked Clare for a job well done.

Consideration for the Receipt of an Estimated \$98,000 from the U.S. Small Business Administration, for a Portable Assistance Grant in Support of Economic Recovery in the Ojai Valley. Recommendation to Approve.

Stenslie stated that as a follow up to our work in disaster recovery from the Thomas Fire we were invited by the SBA to apply for a “portable assistance” grant. These grants carry a dual purpose: 1) to deliver a targeted economic recovery and resilience program and service for a severely impacted region; and 2) to design the project in such a manner that it may be shared and duplicated in other regions (thus, the “portability”).

The total funds available nationwide under this SBA solicitation were \$1 million, with projects limited to \$100,000 each. Eligible applicants were limited to regions that had suffered either from a federally declared disaster in 2017 or otherwise suffered from a sudden and severe economic dislocation.

Our proposal, developed in coordination with the Long Beach Lead SBDC Center and informed by extensive input from Ojai area businesses, has been selected as one of ten projects nationwide. We anticipate receiving grant documents any day, with a project term of one year, October 2018 through September 2019.

Broadly speaking, our goals are to

- help improve the profitability and sustainability of the existing business base, and
- increase local opportunity for employment and income through entrepreneurship, generating a broader industry and occupational mix that will help sustain the existing economic base of hospitality, arts, retail and education.

Several elements of this project are aligned with other new funding we are receiving through the Governor’s Office and Lead Center, concentrating on building service provider and business capacity for disaster preparation and recovery.

We anticipate working with the Ojai Valley Chamber of Commerce, Ojai Business Association, local bank and finance institutions and the City on various aspects of the work plan. Should the Executive Committee approve the recommended actions, we will proceed on the grant and related agreements and bring this item to the full board on October 18.

Meissner requested a motion to

- 1) Approve the receipt of an estimated \$98,000 in new grant funds from the U.S. Small Business Administration and Long Beach Small Business Development Lead Center, in support of Post-Thomas Incident economic recovery in the Ojai Valley.
- 2) Delegate authority to the President/CEO to sign agreements to secure the funds and to contract with local partners for project delivery, as appropriate, subject to legal counsel review.

Tony Trembley motioned to

- 3) Approve the receipt of an estimated \$98,000 in new grant funds from the U.S. Small Business Administration and Long Beach Small Business Development

Lead Center, in support of Post-Thomas Incident economic recovery in the Ojai Valley.

- 4) Delegate authority to the President/CEO to sign agreements to secure the funds and to contract with local partners for project delivery, as appropriate, subject to legal counsel review.

Carmen Ramirez seconded the motion. All Executive Members listed in attendance in favor, motion carried.

**Consideration of the Annual Fraud Risk Minimization Review Checklist.
Recommendation to Approve.**

Stenslie recalled for the Executive Committee that the EDC-VC is governed by several policies relating to fraud risk minimization.

- We maintain an “Administrative, Fiscal and Internal Control Procedures” manual and Employee Handbook.
- Our bylaws, Section 7.2, which requires that we contract annually for an independent audit of our corporate accounts, financial statements and internal controls. We have completed our draft audit for FY 2007, which continues to identify concerns relative to the separation of duties owing to our small staff. The audit acknowledges that adding staff to create an optimal separation of duties is not a cost effective solution. It is this on-going finding and observation that has led to the adoption of policy for another layer of annual review.
- The Board of Directors adopted this “Fraud Risk Minimization Review” policy in May 2007 to add another set of internal processes (internal controls) and external tools that better control how we disburse payments and track incoming funds.

The EDC-VC maintains internal processes designed around four features that help discourage fraud and improve our ability to detect it:

1. Spending limits
2. Proper documentation requirements
3. Separation of duties
4. Physical protection of assets

Meissner requested a motion to approve and bring to the full Board the Annual Fraud Risk Minimization Review Checklist. Carmen Ramirez motioned to approve and bring to the full Board the Annual Fraud Risk Minimization Review Checklist. Cheryl Heitmann seconded the motion. All Executive Members listed in attendance in favor, motion carried.

Membership Report

Stenslie stated that as noted in prior months, we are actively recruiting 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, significance of the business and sector as well as the personal and professional characteristics of the individuals representing the industries and firms we recruit.

A review of our roster reveals several under-represented sectors:

- Wholesale and Retail Trade
- Real Estate and Development
- Health Services Sector
- Leisure and Hospitality
- Telecommunications
- Firms Highly Associated with Region's Lifestyle Advantages

Several subsectors also remain high priorities, especially biotech and medical device.

Stenslie Informed the Executive Committee that we are looking at and excited that we are going back to Amgen for a membership. Stenslie also informed the Executive Committee that we are working on GeoLinks and continuing to prioritize Patagonia.

Presidents Report

Stenslie discussed with the Executive Committee the idea of changing the start time for the General Board meeting to 3:30, It was discussed that Board Members are leaving early from the meeting and the importance of the Board's engagement. It was determined to mention this to the full Board and have a discussion for the following year.

New or Unfinished Business: None

Executive Committee Comments: None

Closed Session, Real Property Negotiations Pursuant to Government Code Section 54956.8 Property: 4001 Mission Oaks Blvd, Camarillo, CA 83012
Entity Negotiators: Bruce Stenslie, Nancy Kierstyn Schreiner
Negotiating Party: Ventura County Community Foundation
Under Negotiation: Terms and Payment

Meissner asked for a motion to enter into closed session. Tony Trembley motioned to go into closed session. Cheryl Heitmann seconded the motion. All Executive Members listed in attendance in favor, motion carried.

The Executive Committee entered into closed session at 9:30 am and came out of closed session at 9:40 am with no action to report.

Adjournment At 10:05 am, Chair Meissner announced that the meeting is adjourned to Thursday November 8, 2018.

Minutes taken by Kelly Noble