

MINUTES
EDC-VC BOARD OF DIRECTORS MEETING
June 16, 2022

Location: <https://us06web.zoom.us/j/87048392992?pwd=aGszcmxUdE1XVS9EY0F6NmE1c0JUQT09>

Attendance: Simone Alex – City of Fillmore
Haider Alawami—City of Thousand Oaks
Letitia Austin– Port of Hueneme/Oxnard Harbor Port District
John Bandek—City of Moorpark
Stephanie Caldwell – Chambers of Commerce Alliance
Dee Dee Cavanaugh, *Vice Chair* – City of Simi Valley
Nan Drake – E.J. Harrison Industries
Henry Dubroff – Pacific Coast Business Times
Bob Engler—City of Thousand Oaks
Brian Miller—County of Ventura
Martin Erickson – Ventura County Transportation Commission (Liaison)
Amy Fonzo – Aera Energy
Suza Francina – City of Ojai
Cynthia Herrera – VCCCD
John Hepperman – AT&T
Bob Huber – County of Ventura
Alan Jaeger – NSWC Port Hueneme Division (Liaison)
Mike Johnson – City of Ventura
Lynne Luna—Mechanics Bank
Jey Lacey – Southern California Edison
Vianey Lopez – City of Oxnard
Chris Meissner – Meissner Filtration Products
Rosie Ornelas – Economic Development Representative/City of Oxnard
Misty Perez – City of Port Hueneme
Tracy Perez – VCEDA
Andy Sobel – City of Santa Paula
Sim Tang Paradis – City National Bank
Brian Tucker – Ventura County West (Liaison)
Celina Zacarias – California State University Channel Islands
Peter Zierhut, *Secretary/Treasurer* – Haas Automation

Absent: Gerhard Apfelthaler – California Lutheran University
Shawn Mulchay – City of Camarillo
Daniel Groff – City of Moorpark
Mary Jarvis – Kaiser Permanente
Stephanie Caldwell – Chambers of Commerce Alliance
Skyler Ditchfield– Geolinks
Harold Edwards, *Board Chair* -- Limoneira Company
Anthony Goff – Calleguas Municipal Water District (Liaison)
Jim Scanlon – Arthur J. Gallagher and Co

Alex Schneider – The Trade Desk
Trace Stevenson – AeroVironment, Inc.

Legal Counsel: Nancy Kierstyn Schreiner, Law Offices of Nancy Kierstyn Schreiner

Staff: Monica Estrella, Grants and Contracts Manager
Alondra Gaytan, Director of Strategic Relations
Shalene Hayman, Controller
Kelly Noble, Office Manager
Bruce Stenslie, President/CEO

Guests: Gloria Martinez, County of Ventura

Call to Order: Vice Chair Dee Dee Cavanaugh welcomed everyone and called the meeting to order at 3:33pm.

Amendment to the Agenda: No Amendment to the Agenda

Public Comment: Council member Simone Alex shared comments around the City of Fillmore’s Grant Program to assist the downtown businesses with façade improvements.

Adopt a Resolution, Subject to Government Code 5493, Subdivision (e)(3), for the EDC-VC Board of Directors to Hold Virtual Meetings Due to COVID-19 Emergency: Vice Chair Dee Dee Cavanaugh called a motion to adopt a Resolution, Subject to Government Code 5493, Subdivision (e) (3), for the EDC-VC Board of Directors to Hold Virtual Meetings Due to COVID-19 Emergency. Bob Huber moved the motion and Henry Dubroff seconded the motion. Approved with no abstentions.

Approval of Meeting Minutes: **Approval of Meeting Minutes June 16, 2022.** Vice Chair Dee Dee Cavanaugh opened discussion and invited comments from members of the board regarding the June 16, 2022 minutes. Dee Dee called a motion to approve the June 16, 2022 Meeting minutes. The motion was moved by Andy Sobel and seconded by Peter Zierhut, all Board members listed in attendance in favor, motion carried.

Financial Report: **Financial Report and Overview of June 2022 Financials**
Bruce Stenslie provided an overview of the June, 2022 financials. A brief discussion occurred and board members shared their comments. Vice Chair Dee Dee Cavanaugh called a motion to approve the Financials of June, 2022. Bob Huber moved the motion and Chris Meissner seconded the motion. All Board members listed in attendance in favor, motion carried.

Administration

Administration:

A. Consideration to Delegate Authority to the President/CEO to Sign a \$184,726 Agreement with City of Oxnard for Loan Capital and Business Lending Services. Recommendation to Approve.

Bruce Stenslie provided background information on the Agreement with the City of Oxnard for Loan Capital and Business Lending Services. On May 17, 2022, the Oxnard City Council approved an allocation of \$184,726 to fund EDC's proposal in response to the solicitation. The EDC's proposal, and the program activities, are wholly aligned and consistent with our current activities and capacities as an alternative lender for businesses unable to secure commercial credit. While the EDC has not yet received a contract, however the EDC is in receipt from the city a letter, dated May 26, 2022, and email correspondence on June 9, both in confirmation of the funding. In order to assure a timely implementation of the program, staff is recommending a delegation of authority to the President/CEO to negotiate and sign agreements as appropriate with the City. Such delegation remains subject to legal review.

Vice Chair Dee Dee Cavanaugh called a motion to Delegate Authority to the President/CEO to Sign a \$184,726 Agreement with City of Oxnard for Loan Capital and Business Lending Services. Board members shared their comments and Bob Engler moved the motion and Misty Perez seconded the motion. All Board members listed in attendance in favor, motion carried. Vianey Lopez and Rosie Orneleas recused themselves from this motion.

B. Consideration to Delegate Authority to the President/CEO to Sign a \$286,750 Agreement with City of Ventura for Capital for a Forgivable Microenterprise Loan Program and Technical Assistance Services. Recommendation to Approve.

Bruce Stenslie provided an overview of the Agreement with the City of Ventura, Bruce elucidated that the EDC proposed a program for ten loans up to \$25,000 each (for total forgivable loan capitalization of \$250,000) to small businesses employing at least one low- or moderate-income worker. The strategy calls for the businesses to be evaluated for readiness, need and benefit by the receipt of a low-cost loan, and to receive monthly technical assistance on business recovery and resiliency through EDC's Small Business Development Center. Should the business continue its participation in the technical assistance and retain the worker then the loan may be forgiven. During the 12-month period of intensive technical assistance, the business borrower will pay interest only.

EDC's operating expense for the program is \$36,750. As noted above, EDC is also contributing SBDC funded services, for a value not less than \$27,500 in direct advising assistance. Owing to this new strategy of "forgivable loans," the program has been slow to launch, and though approved by the City in concept in 2021 the EDC just received the contract. The term of agreement is retroactive to July 1, 2021 through a term ending date of June 30, 2023.

Vice Chair Dee Dee Cavanaugh called a motion to Delegate Authority to the President/CEO to Sign a \$286,750 Agreement with City of Ventura for Capital for a Forgivable Microenterprise Loan Program and Technical Assistance Services. Board members shared their comments and Misty Perez moved the motion and Bob Huber seconded the motion. All Board members listed in attendance in favor, motion carried. Mike Johnson recused himself from this motion.

C. Authorization to Release a Request for Proposals for Audit Services, for up to a Five-Year Term, Fiscal Years Ending 12/31/22 through 12/31/26. Recommendation to Approve.

Bruce Stenslie shared that as required by the bylaws, Section 7.2, and per the conditions of our several grants and contracts, EDC contracts with an outside CPA firm for the annual audit of our financial statements. To assure alignment of the financial details and for timely submittal, we include in that contract the preparation of our exempt organization returns.

For the last five years the EDC has contracted with Farber, Hass, Hurley LLP (FHH) for these services. They have had a wholly satisfactory working relationship with FHH, the engagement, per the last time we solicited bids for audit services, was for a five-year term, just completed.

Accordingly, staff is asking for the Executive Committee's guidance and approval for soliciting bids for another five-year period going forward, for our fiscal years ending December 31, 2022 through 2026. Just to be clear, Farber, Hass, Hurley remains eligible to bid for the services, though by going out to bid we are better able to assure we are securing the highest quality services for the most competitive price.

Vice Chair Dee Dee Cavanaugh called a motion to release a Request for Proposals for Audit Services, for up to a Five-Year Term, Fiscal Years Ending 12/31/22 through 12/31/26. Board members shared their comments and Henry Dubroff moved the motion and Peter Zierhut seconded the motion. All Board members listed in attendance in favor, motion carried.

D. Consideration of a Resolution to Establish a Business Bank Account with Montecito Bank & Trust. Recommendation to Approve.

Bruce Stenslie provided background on the resolution to establish a bank account with Montecito Bank and trust. Bruce and staff's recommendation for establishing new accounts with Montecito Bank and Trust is with two considerations in mind:

- to enhance our relationships, reach and standing with regional businesses and stakeholders, particularly in the Santa Barbara County area;
- for consideration of securing the bank's capitalization of a \$1 million loan fund, targeted in part to expanding our support of early child education businesses.

For establishing new accounts for nonprofit corporations, banks routinely request a board resolution authorizing their establishment.

Vice Chair Dee Dee Cavanaugh called a motion to consider a Resolution to Establish a Business Bank Account with Montecito Bank & Trust. Board members shared their comments and Misty Perez moved the motion and Suza Francina seconded the motion. All Board members listed in attendance in favor, motion carried.

E. President's Report

Bruce Stenslie shared local, regional and other community meetings/ partnerships. An attachment was shared with all activities that occurred and were highlighted in the Month of May.

Adjournment:

Vice Chair Dee Dee Cavanaugh called the meeting adjourned at 4:34 p.m. Next Board meeting is June 16th, 2022.