

MINUTES
EDC-VC BOARD OF DIRECTORS ANNUAL MEETING
January 19, 2023

Location: **Crown Plaza Ventura Beach, 450 East Harbor Boulevard, Ventura, CA 93001**
3:00-3:30pm Business Meeting, Bay View
4:00-5:15pm Annual Meeting Program, Top of the Harbor

Attendance: Arrived for 3:00 Meeting:

- Gerhard Apfelthaler – California Lutheran University
- Stephanie Caldwell – Ventura Chamber
- Kristin Decas— Port of Hueneme/Oxnard Harbor Port District
- Dee Dee Cavanaugh, *Vice Chair* – City of Simi Valley
- Carole Drulias—Mechanics Bank
- Pedro Chavez—City of Santa Paula
- Nan Drake – E.J. Harrison Industries
- Harold Edwards, *Board Chair* -- Limoneira Company
- Bob Engler—City of Thousand Oaks
- Martin Erickson—VCTC (Liaison)
- Amy Fonzo – Aera Energy
- Daniel Groff – City of Moorpark
- Cynthia Herrera—VCCCD
- Bob Huber—County of Ventura
- Rachel Lang– City of Ojai
- Linda LeBrock — Pacific Coast Business Times
- Kelly Long – County of Ventura
- Jey Lacey – Southern California Edison
- Chris Meissner – Meissner Filtration Products
- Brian Miller—County of Ventura
- Shawn Mulchay – City of Camarillo
- Janice Parvin – County of Ventura
- Misty Perez – City of Port Hueneme
- Tracy Perez – VCEDA
- Sim Tang Paradis – City National Bank
- Barry Wolfman—Dignity Health, St. Johns Hospitals
- Celina Zacarias – California State University Channel Islands
- Peter Zierhut, *Secretary/Treasurer* – Haas Automation

Arrived for 4:00 Meeting:
Dan Revetto – AT&T

Absent:

- Sarah McLelland – Montecito Bank & Trust
- Brian Tucker – Ventura County West (Liaison)
- Mary Jarvis – Kaiser Permanente
- Alan Jaeger – NSWC Port Hueneme Division (Liaison)
- Henry Dubroff— Pacific Coast Business Times
- Skyler Ditchfield– Geolinks
- Jim Scanlon – Arthur J. Gallagher and Co
- Alex Schneider – The Trade Desk

Joe Schroeder – City of Ventura
Trace Stevenson – AeroVironment, Inc

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

Staff: (attending 3:00 business meeting)
Bruce Stenslie, President/CEO
Shalene Hayman, Controller
Alondra Gaytan, Director of Strategic Relations

Guests: (attending 3:00 business meeting)
Letitia Austin— Port of Hueneme/Oxnard Harbor Port District
Gloria Martinez —County of Ventura

Call to Order: Board Chair Harold Edwards called the meeting to order and welcomed everyone at 3:03pm. Bruce Stenslie asked that all board members introduce themselves since this is the first in-person meeting since the first month of 2020.

Item I: **Amendment to the Agenda.** None presented.

Item II: **Public Comment:** None presented.

Item III: **Approval of Meeting Minutes November 17, 2022.**
Board Chair Harold Edwards opened discussion and invited comments from members regarding the November 17, 2022 minutes. Bruce Stenslie noted one correction from what is presented, to include Amy Fonzo/Aera Energy as in attendance. Board chair Harold Edwards called a motion to approve the November 17, 2022 Meeting minutes with the correction as noted. The motion was moved by Cynthia Herrera and seconded by Bob Engler, all Board members listed in attendance for 3:00 meeting in favor, motion carried.

Item IV: **Recommendation to Receive and File 2022 Impact Report**
Bruce Stenslie shared the 2022 Impact Report. In prior years, from 2012 through 2018, the EDC produced a year-end “highlights” document and since 2019, and into this year, the EDC is now releasing an “EDC Community Impact Report.” The 2022 Report is being released to the board and public today. The report could not have been possible without our communications team, and informed inputs from our staff and by the expertise of Elena Trevino Design. This year’s report provides a narrative of some extraordinary achievements. The document is not intended to serve as a formal annual report, rather it is to provide attendees of our Annual Meeting and stakeholders throughout the year a summary of our annual impact through program services.

Board Chair Harold Edwards called a motion to Receive and File the 2022 Impact Report. Sim Paradis moved to approve the motion and Amy Fonzo seconded the motion, All Board members listed in attendance for 3:00 meeting in favor, motion carried.

Item V: **Election of Officers, 2023**
Bruce Stenslie provided the background of the Election of Officers. Over the last several years the Executive Committee has submitted a recommendation for a slate of officers to the full board at the Annual Meeting. Today’s recommendation was approved by the Executive Committee at its meeting on January 4, 2023.
The recommended Executive Committee’s nomination of Officers for 2023 as follows:
Chair: Dee Dee Cavanaugh, City of Simi Valley

Vice Chair: Kristin Decas, Port of Hueneme
 Secretary/Treas: Peter Zierhut, Haas Automation
 President/CEO: Bruce Stenslie

Board Chair Harold Edwards called a motion to approve the slate of officers as recommended by the Executive Committee listed above. Kelly Long moved to approve the motion and Celina Zacharias seconded the motion. All Board members listed in attendance for 3:00 meeting in favor, motion carried.

Item VI: Appointment of Executive Committee Members for 2023

Bruce Stenslie referenced Section 3.3 of the EDC’s bylaws’ guidance for Appointment of Executive Committee Members, which designates the authority belongs to the Chair, subject to board approval. Chair Dee Dee Cavanaugh provided information on the recruitment of new Executive Committee members, thanking Janice Parvin and Misty Perez for coming on, and thanking Kelly Long and Andy Sobel for their contributions over the last several years. Chair Cavanaugh presented her recommended Executive Committee membership for 2023 and asked for comment and any other nominations. With no other nominations offered, the following slate of 2023 Executive Committee members is recommended for the board’s approval.

Private Sector

- Kristin Decas, Port of Hueneme, Vice-Chair
- Carole Drulias, Mechanics Bank
- Harold Edwards, Limoneira
- Peter Zierhut, Haas Automation, Secretary/Treasurer

Public Sector

- Dee Dee Cavanaugh, City of Simi Valley, Chair
- Bob Engler, City of Thousand Oaks
- Janice Parvin, County of Ventura
- Misty Perez, City of Port Hueneme

Economic Development Roundtable

- Rosie Ornelas, City of Oxnard

Board Chair Dee Cavanaugh called a motion to approve the above slate of 2023 Executive Committee members listed. Kelly Long moved a motion and Celina Zacarias seconded the motion. All Board members listed in attendance in favor, motion carried.

Item VII: Recommendation to approve the 2023 Meeting Calendar

Bruce Stenslie provided a meeting schedule for 2023 Full board meetings. Indicating that meetings are held on the third Thursday of the month at 3:30pm excluding August and December. Meetings will be held via Zoom until direction from the state lifting the disaster order moves us back to in-person meetings, which will be held at the Board Room, 4001 Mission Oaks Blvd, Camarillo, 93012, unless advised otherwise. The Schedule is as follows:

<u>Month, 2023</u>	<u>Full Board</u>	<u>Location</u>
January	1/19 (Annual Meeting, 3:00 PM)	Zoom, on-line or phone
February	2/16, 3:30 PM	Zoom, on-line or phone
March	3/16, 3:30 PM	Zoom, on-line or phone
April	4/20, 3:30 PM	Zoom, on-line or phone
May	5/18, 3:30 PM	Zoom, on-line or phone
June	6/15, 3:30 PM	Zoom, on-line or phone
July	7/20, 3:30 PM	Zoom, on-line or phone
	No August meeting	
September	9/21, 3:30 PM	Zoom, on-line or phone
October	10/19, 3:30 PM	Zoom, on-line or phone
November	11/16, 3:30 PM	Zoom, on-line or phone
	No December Meeting	
January 2024	1/18/24 (Annual Meeting)	Time & Place TBD

Board Chair Dee Dee Cavanaugh called a motion to approve the 2023 full board meeting calendar. Barry Wolfman moved to approve the motion and Stephanie Caldwell seconded the motion. All Board members listed in attendance for the 3:00 meeting in favor, motion carried.

Item VIII: Consideration to Delegate Authority to the President/CEO to Approve Grant Agreements and Receipt of Funding from the California Public Utilities Commission, to Serve as Lead and Fiscal Agent for the Pacific Coast broadband Consortium, \$600,000 for a Three – Year Term, 2/1/23 -1/31/26.

Bruce Stenslie provided an overview of the background of activities around the Pacific Coast Broadband Consortium. The staff is recommending today to delegate authority to the President/CEO to sign agreements as required and appropriate committing EDC to serve as fiscal agent for the receipt of \$600,000 over the period February 1, 2023 through January 31, 2026, for the Broadband Consortium of the Pacific Coast and for compliance with the terms, conditions and requirements set forth in California Public Utilities Commission (CPUC) Draft Resolution T17778 dated January 12, 2023; and enter into agreement with contract partners throughout the term of the grant, to serve as regional coordinators for leadership, oversight and implementation of the Consortium activities as identified in the Work Plan. The recommended actions were approved by the Executive Committee earlier in January.

Chair Dee Dee Cavanaugh called a motion to Delegate Authority to the President/CEO to Approve Grant Agreements and Receipt of Funding from the California Public Utilities Commission, and contracts with partners for implementation, and to Serve as Lead and Fiscal Agent for the Pacific Coast broadband Consortium, \$600,000 for a Three-Year Term, 2/1/23-1/31/26. Sim Tang Paradis moved to approve the motion and Gerhard Apfelthaler seconded the motion. All board members listed in attendance for the 3:00 meeting in favor, motion carried.

Item IX: Consideration to Approve a Memorandum of Agreement with the Ventura Council of Governments (VCOG), for Collaborating on the Development of Regional Broadband Strategy.

Bob Engler, Misty Perez and Janice Parvin recused themselves for this item, as each is either a member or alternate to the VCOG governing board.

Bruce Stenslie provided background. Staff is recommending that the board approve a Memorandum of Agreement with the Ventura Council of Governments (VCOG) for collaborating on the development of regional broadband strategy, with a purpose for establishing a regional Joint Powers Authority, inclusive of the County's ten cities and County of Ventura, for enabling the region to develop strategy and prepare for the receipt and execution of Last Mile Broadband funding.

Board Chair Dee Dee Cavanaugh called a motion to Approve a Memorandum of Agreement with the Ventura Council of Governments (VCOG), for Collaborating on the Development of Regional Broadband Strategy. Kelly Long moved to approve the motion and Nan Drake seconded the motion. All board members listed in attendance for the 3:00 meeting, and recognizing the recusal of members Bob Engler, Misty Perez and Janice Parvin, in favor, motion carried.

**Item X: Closed EDC-VC Representatives: Harold Edwrads, Dee Dee Cavanaugh and Nancy Kiersty Schreiner
Session— unrepresented Employee: President/CEO
Conference with**

Labor Negotiators Pursuant to Government Code Section 54957.6 The Board went into closed session at 3:20.

Item XI: **Report out of closed session:** Coming out of closed session at 3:28 Nancy Kierstyn Schreiner stated there is no report from the closed session.

Item XII: **Consideration of President's Eighth Amended Employment Agreement, Employee Compensation:**
Board Chair Dee Dee Cavanaugh called a motion to approve President's Eighth Amended Employment Agreement, Employee Compensation. Bob Engler moved to approve the motion and Chris Meissner seconded the motion. All board members listed in attendance for the 3:00 meeting in favor, motion carried.

Item XIII: **New or Unfinished Business:** None presented.

Item XIV: **Board Member Comments:**
Kristin Decas announced the Port of Hueneme will be holding a strategic planning session with the community on Wednesday February 1, 2023 and invited the board to attend.
Kelly Long announced that this year the Ventura County Homeless count will take place January 24th, 2023 and encouraged folks to volunteer. In addition she mentioned if anyone needed more information to visit the County website.
Several members offered thanks and recognition for Supervisor Long for her leadership with EDC and appreciating that she will remain an alternate member for the county and continuing her involvement.
Several members also offered thanks and recognition for Santa Paula Mayor Andy Sobel for his leadership with EDC and appreciating too that he will continue as an alternate member.

Item XV: **Break then Convene Annual Meeting Program at 4:00pm:**
Board Chair Dee Dee Cavanaugh called for an end to the business agenda, breaking at 3:30pm to reconvene to the program at 4:00pm.

The Annual Meeting Program starting at 4:00 included:

- Welcome & Opening, Bruce Stenslie, President/CEO
- 2022 Achievements, Harold Edwards, Chair 2022
- Service Highlights, Alondra Gaytán, Director of Strategic Relations
- Priorities for 2023, 2023 Chair Dee Dee Cavanaugh
- Keynote, Bill Fulton, "Purposely Creating Prosperity"
- Recognitions/Proclamations for outgoing Chair Harold Edwards

Item XVI: **Board Chair Dee Dee Cavanaugh thanked everyone for attending and adjourned the EDC board meeting to February 16, 2023 at 5:14pm.**