1.0 CALL TO ORDER
Board Chair Michael Baldini called the meeting to order at 5:32 p.m.

1.1 Roll Call
Members Present: Michael Baldini, Bruce Ketron, JoAnn Busenbark, Bill Blair, Brenda Knight, Dan Digardi, Rafael Rios, and Ruscal Cayangyang.

Members Absent: none

1.2 Adopt Agenda
Board Chair Michael Baldini proposed changes to the agenda as described below.

Reorder Item 13.4 - Annual Audit for Fiscal Year 2011-2012 and Item 13.5 - Bond Audit Reports for Fiscal Year 2011-2012 to immediately follow Item 11.8 - College Partner Membership with the American Association of University Women.

Trustee JoAnn Busenbark motioned to adopt the agenda with the above listed modifications. Trustee Rafael Rios seconded the motion and it carried.

2.0 PUBLIC COMMENT ON CLOSED SESSION AGENDA ITEMS
Board Chair Michael Baldini opened Public Comment on closed session items and, finding none, adjourned to Closed Session at 5:33 p.m.

3.0 CLOSED SESSION

With respect to every item of business to be discussed in closed session pursuant to Section 54957, PUBLIC EMPLOYEE PERFORMANCE EVALUATION
Title: Interim Superintendent/President

With respect to every item of business to be discussed in closed session pursuant to Section 54957.6, CONFERENCE WITH LABOR NEGOTIATORS
4.0 RETURN TO PUBLIC SESSION
Board Chair Michael Baldini reconvened to Public Session at 7:05 p.m.

4.1 Pledge of Allegiance
Trustee Brenda Knight to lead the Pledge of Allegiance and announced her pending induction as an honorary Commander at Travis Air Force Base.

4.2 Announcement of Items from Closed Session
Board Chair Michael Baldini reported that no action was taken in Closed Session.

4.3 Announcement of Adopted Agenda Modifications
Board Chair Michael Baldini announced the following agenda modifications: Reorder Item 13.4 - Annual Audit for Fiscal Year 2011-2012 and Item 13.5 - Bond Audit Reports for Fiscal Year 2011-2012 to immediately follow Item 11.8 - College Partner Membership with the American Association of University Women.

4.4 Introduction of New Staff and Guests
None

4.5 Announcement of Future Meetings
Board Chair Michael Baldini reviewed the following upcoming meeting dates. Mr. Baldini asked that the February 14, 2013 meeting start earlier than usual. Following general discussion, the board directed staff to schedule the start of the February 14, 2013 meeting at 2:00 p.m. and asked that staff make every effort to minimize the length of the meeting.

January 31, 2013, Special Meeting
February 14, 2013, Regular Meeting
February 28, 2013, Special Meeting

5.0 PUBLIC COMMENT — GENERAL
Board Chair Michael Baldini opened Public Comment at 7:10 p.m. and, finding none, closed Public Comment.

6.0 SUPERINTENDENT/PRESIDENT'S REPORT
President Ron Kraft reported that John Nahlen, vice president of Business and Finance, resigned and that the directors in the Administrative Services area were backfilling most duties with assistance from the President’s Office and Human Resources. Dr. Kraft also shared that he had recently met with Robert Jordan, president of Justin Sienna to discuss aquatics programs and pool use.
The Community Education Center on Menlo Drive is generating sufficient fees to cover expenses following an enrollment drive undertaken by faculty and lead by Sue Nelson, vice president of Instruction, and Judi Watkins, dean of the Upper Valley Campus.

7.0 SUPERINTENDENT/PRESIDENT SELECTION COMMITTEE REPORT
Trustee JoAnn Busenbark, chair of the Superintendent/President Selection Committee, reviewed the selection timeline including the deadline for the receipt of applications (February 27, 2013). Ms. Busenbark also announced that suggestions for interview questions had been requested from selection committee members and were due before February 15, 2013. The selection committee next meets on February 26, 2013.

8.0 CONSTITUENT GROUP REPORTS
8.1 Classified Association Report
Christine Vasquez, president of the Classified Association, acknowledged the presence of John Shaban and Nathan Hansford as representatives of Service Employees International Union.

8.2 Classified Senate Report
Valerie Exum, president of the Classified Senate, thanked all participants in the recent food drive for their efforts and reported that 20 boxes of food had been delivered.

8.3 Administrative Senate Report
No report.

8.4 Associated Students of Napa Valley College Report
Jena Goodman, president of the Associated Students of Napa Valley College, reported that the ASNVC board would soon receive training in parliamentary procedure. Ms. Goodman also reported that ASNVC was working on a black history month dinner event, club rush, and a partnership with the Meadows retirement center.

8.5 Academic Senate Report
No report.

8.6 Faculty Association Report
No report.

9.0 APPROVAL OF MINUTES
9.1 December 12, 2012, Regular Meeting
M/S/C (Busenbark, Cayangyang) to approve the minutes of December 12, 2012. Trustee Brenda Knight abstained from the vote.

10.0 APPROVAL OF FINANCIAL REPORTS
10.1 California Community College Chancellor’s Office Quarterly Financial Status Report for the period ending September 30, 2012 (CCFS-311Q)
M/S/C (Cayangyang, Busenbark) to approve the California Community College Chancellor’s Office Quarterly Financial Status Report for the period ending September 30, 2012.
11.0 CONSENT AGENDA

M/S/C (Cayangyang, Busenbark) to approve the Consent Agenda as presented.

11.1 Ratification of Financial Documents

11.1.1 Approval of Warrants for December 31, 2012

- General Fund (Fund: 11, 12) $1,297,663.45
- Child Care Fund (Fund: 33, 35) $7,460.09
- Capital Outlay Projects Fund (Fund: 41) $0
- NVC Bldg. Fund/Series C (BOND) (Fund: 44) $3,085.93

11.1.2 Approval of Total Gross Payroll

December 31, 2012 $2,101,297.21

11.2 Approval of Personnel Document of December 18, 2012

11.3 Approval of Amendment No. 4 to Agreement with Napa Chamber of Commerce

It is recommended that the Board of Trustees approve Amendment #5 to the original agreement between Napa Chamber of Commerce and Napa Valley College/Small Business Center for the leasing of office space located at 1556 First Street, Napa, CA. The agreement extends the original lease for one year effective January 1, 2013 through December 31, 2013. All other terms of the agreement remain the same. The increased monthly base rent is $948.60 per month to be funded via grant funding.

11.4 Approval of Agreement with Tour Resource Consultants

It is recommended that the Board of Trustees approve an agreement with Tour Resource Consultants for the purpose of providing an opportunity for students enrolled in Spanish 110, 111, 130, 131, 260 and 282 to study abroad in Antigua, Guatemala from June 16 through June 30, 2013. There is no cost to the District. The maximum cost to the student $2,225. The agreement requires a minimum of 15 participating students.

11.5 Approval of Agreement with Santa Rosa Memorial Hospital and SRM Alliance Hospital Services d.b.a. Petaluma Valley Hospital

It is recommended that the Board of Trustees approve an agreement with Santa Rosa Memorial Hospital and SRM Alliance Hospital Services d.b.a. Petaluma Valley Hospital for the purpose of providing clinical training for students in health care program(s). The term of this agreement is from November 19, 2012 through November 18, 2016. There are no costs associated with this agreement.

11.6 Approval of Extension of Agreement with Sutter Medical Foundation, Sutter Health Sacramento Sierra Region (SHSSR)

It is recommended that the Board of Trustees approve an extension of agreement with Sutter Medical Foundation, Sutter Health Sacramento Sierra Region (SHSSR) for the purpose of providing health occupation students the required clinical and/or non-clinical experience at their facility. The term of agreement has been extended from January 1, 2013 through March 31, 2013. There are no costs associated with this agreement.
11.7 Approval of Employee Assistance Program Services Agreement with Managed Health Network

It is recommended that the Board of Trustees approve an agreement with Managed Health Network for the purpose of providing Employee Assistance Program (EAP) services to Napa Valley College employees. The agreement provides EAP services for a monthly fee of $5.49 per District employee. The term of the agreement is from September 1, 2012 through August 31, 2013.

11.8 College Partner Membership with the American Association of University Women

It is recommended that the Board of Trustees approve a partnership with the American Association of University Women and Napa Valley College. The benefits of this partnership to our faculty, students and staff include workshops on skills development, fellowships and grants for leadership training and other opportunities. The initial membership fee of $130.00 will be waived for Napa Valley College.

REORDERED ACTION ITEMS:

13.4 Annual Audit for Fiscal Year 2011-2012

Ben Levitt, an audit supervisor with Christy White Accountancy, the District’s independent audit firm, presented the audit report for the fiscal year ending June 30, 2012. The Board’s Audit Committee and staff met with representatives from Christy White Accountancy on December 12, 2012 to review the draft audit reports.

Mr. Levitt reported that the independent audit report included unqualified opinions on financial statements, federal awards and state awards. Two deficiencies had been identified. Mr. Levitt explained that both deficiencies were of lesser note than “materials weaknesses”. Both deficiencies are carryovers from six recommendations contained in the 2010-2011 annual audit. Christy White Accountancy was approved by the Board of Trustees in May of 2011 and the 2010-2011 audit was the first audit they completed for Napa Valley College.

Deficiency #2012-1 is related to internal accounting and controls as they relate to trust fund accounts. It is the auditors’ opinion that the college should continue work to bringing some elements of the Criminal Justice Training program’s financial activity into the general fund for tracking and reporting. Staff advised that this transition was in process and to be completed in the near future.

Deficiency #2012-2 is related to student fees and was corrected prior to this report. The deficiency was due to a lack of advertising of an exemption from mandatory health fees for students who depend exclusively on prayer for healing.

Trustee Brenda Knight requested an update on the identified deficiencies prior to the next audit report.

Trustee Bruce Ketron requested that the minutes reflect that this audit is the college’s second with Christy White Accountancy and that they were selected in part because they would serve as a fresh set of eyes on college finances and might identify different deficiencies than the college’s previous, long-time, independent auditing firm. The college continues to be diligent in evaluating its financial systems.
M/S/C (Cayangyang, Busenbark) to accept the 2011-2012 annual audit report as presented.

13.5 **Bond Audit Reports for Fiscal Year 2011-2012**
In June 2002, voters approved Measure N, which provided $133,800,000 for campus improvements. The bond measure was approved and passed subject to the rules and regulations specified in Proposition 39. One of the requirements of a Proposition 39 bond measure is that the local governing board must authorize annual financial and performance audits of all expenditures of Measure N bond funds. The Board’s Audit Committee and staff met with representatives from Christy White Accountancy on December 12, 2012 to review the draft reports.

Ben Levitt, an audit supervisor with Christy White Accountancy, the District’s independent audit firm presented audit findings related to Measure N. Mr Levitt reported that all elements of the audit, including the performance audit, were unqualified and that no deficiencies had been identified.

M/S/C (Cayangyang, Blair) to accept the 2011-2012 financial and performance audits for Measure N Bond funds as presented.

### 12.0 EDUCATION TOPIC, INFORMATION/DISCUSSION ITEMS

12.1 **Update on Educational Master Plan**
President Ron Kraft reported on progress related to the developing Educational Master Plan (EMP). The EMP will guide strategic institutional planning and the disposition of physical resources over approximately the next ten years. The EMP website is available at [http://www.napavalley.edu/President/Pages/EMP.aspx](http://www.napavalley.edu/President/Pages/EMP.aspx). Dr. Kraft invited the Board to identify community groups who might participate in a EMP related survey. Trustee Bill Blair offered to provide feedback on community groups to invite.

12.2 **Update on The Way Forward and Budget**
President Ron Kraft provided an update on highlights of The Way Forward, a developing comprehensive, multi-year plan to achieve fiscal stability. The Way Forward will include analysis of the college’s financial health and strategies for increased revenue, reduced costs, and increased efficiencies. Dr. Kraft directed the Board’s attention to The Way Forward website and contrasted operations at Napa Valley College with those at City College of San Francisco.

12.3 **Update on Digital Design & Graphics Technology Program**
The Office of Instruction identified the Digital Design & Graphics Technology (DDGT) program for review through the program discontinuance process. A Program Continuance Committee, comprised of the vice president of Instruction, the dean of Career-Technical Education, representation from the Academic Senate, representation from the Associated Students of Napa Valley College, and staff from Institutional Research, met during fall 2012 semester. After reviewing data and the program’s impact on the community and local industry, the Program Continuance Committee recommended to the president that the DDGT program not be discontinued. Sue Nelson, vice president of Instruction, reported on the data collected and the general process that resulted in this recommendation.

12.4 **Presentation on Financial Aid**
Patti Morgan, dean of Financial Aid, presented an overview of the financial assistance programs available to students through the Financial Aid/EOPS office. The presentation included basic demographics of students served, funds disbursed, and program growth during a lagging economy. Ms. Morgan also discussed aid programs offered by the Financial Aid/EOPS office, veterans services, and the departmental website.

12.5 **Update On Institutional Technology Roadmap/Enterprise Resource Planning Projects**
Robert Butler, dean of Institutional Technology, presented a progress report on implementation of the Institutional Technology (IT) Roadmap and Enterprise Resource Planning (ERP) (Datatel/Ellucian) projects. Mr. Butler reviewed methods that had been employed to improve online registration such as staggered registration times. Mr. Butler reviewed the timeline for implementation of the roadmap as well as in-progress and future projects.

13.0 **ACTION ITEMS**

13.1 **Reorganization of the Office of Business and Finance**
Laura Ecklin, dean of Human Resources, presented a proposal to reorganize the Office of Business and Finance. The proposed reorganization included changes to staffing patterns in the department, reclassifications of existing staff as a result of realigning and reassigning duties, and the conversion of one classified position into a classified administrator. The reorganization will not require additional staffing and all current payroll and business services staff will be retained.

M/S/C (Ketron, Cayangyang) to approve the reorganization of the Office of Business and Finance.

13.2 **Division Chair Election Results**
Jose Hurtado resigned as division chair of the Counseling Division as of Spring 2013. Guidelines for division chair elections provide for a special election and one was held December 6 through December 19, 2012. There was one candidate: Marci Sanchez. As provided in the guidelines, the candidate securing the majority of votes shall be forwarded to the superintendent/president for review and recommendation to the board of trustees for approval. The term for this position will be January 1, 2013 to June 30, 2014. Sue Nelson, vice president of Instruction, presented the final results of the election and a recommendation to the board to approve Marci Sanchez as division chair of the Counseling Division.

M/S/C (Busenbark, Knight) to approve Marci Sanchez as the division chair of the Counseling Division.
13.3 2013-2014 Nonresident Tuition Fee
Education Code Section 76140 requires the governing board to establish the nonresident tuition fee for 2013-2014 by February 1, 2013. The fee may be established by using a variety of methods, including (1) the statewide average current expense of education per FTES, adjusted for inflation, (2) the District’s 2010-2011 current expense of education per FTES, adjusted for inflation, (3) District average cost with 10% or more noncredit FTES, (4) no more than the rate established by a contiguous district, (5) No more than the District average cost; no less than the statewide average cost, (6) Highest Years Statewide Average Tuition – Use the greater of the succeeding year, the current year or any of the four prior year’s statewide average, or (7) No more than 12 Comparable States ‘average tuition’ – No greater than the 2011-12 average nonresident tuition fee of public community colleges in a minimum of 12 states comparable to California in cost of living.

In addition, Education Code Section 76141 authorizes each district to charge nonresident students a capital outlay fee. This section was recently amended to allow this fee to be charged to any non-resident except for “AB 540” students. Prior to the change only students who were residents of a foreign country were subject to the capital outlay fee.

President Ron Kraft presented the calculated fees of $190 per semester unit for nonresident tuition and $3 per semester unit for nonresident capital outlay.

M/S/C (Busenbark, Digardi) to approve the District’s 2013-2014 non-resident tuition fee at $190 per semester unit and the 2013-2014 nonresident capital outlay fee at $3 per semester unit.

ITEM 13.4 AND 13.5 were reordered to follow ITEM 11.8

13.4 Annual Audit for Fiscal Year 2011-2012
13.5 Bond Audit Reports for Fiscal Year 2011-2012

13.6 Discuss and Approve Future Agenda Items

13.6.1 Listing of Future Agenda Items Previously Approved
None

13.6.2 Discussion and Approval of Newly Proposed Agenda Items

Trustee Brenda Knight requested a ten minute presentation on online courses. Student Trustee Ruscal Cayangyang requested a joint meeting with the Associated Students of Napa Valley College that would be similar to last year’s joint meeting with the Napa Valley College Foundation. Trustee JoAnn Busenbark requested a report on the college’s wireless system. Trustee Bruce Ketron suggested the board re-visit goals and objectives from the July 2011 board self-evaluation and requested that a self-evaluation workshop be added to the calendar for the end of July 2013.
13.7 Resolution to Appoint Representative and Alternate Representative to the Northern California Community Colleges Self Insurance Authority, a Joint Powers Authority
The bylaws of the Northern California Community Colleges Self Insurance Authority (NCCCSIA), a Joint Powers Authority (JPA), entitle each member District to appoint an official representative and alternate representative to represent the District at meetings of the NCCCSIA board of directors.

Trustee JoAnn Busenbark motioned to adopt the resolution appointing Matt Christensen as the District’s official representative and Laura Ecklin as the District’s official alternate representative to the NCCCSIA JPA. Trustee Brenda Knight seconded the motion. The motion carried by unanimous roll call vote.

13.8 Resolution Granting Authorization to Sign on Behalf of the Governing Board
A resolution is before the Board of Trustees to authorize Glenna Aguada, coordinator of Fiscal Services to sign documents on behalf of the Governing Board from January 10, 2013 through June 30, 2013. Ms. Aguada’s position will be reclassified to director of Fiscal Services effective February 1, 2013.

Trustee Brenda Knight motioned to adopt the resolution granting authorization to sign on behalf of the Governing Board to Glenna Aguada. Trustee JoAnn Busenbark seconded the motion and it carried by unanimous roll call vote.

13.9 Resolution Rescinding Signing Authority for John Nahlen
A resolution is before the Board of Trustees to rescind the authorization of John Nahlen to sign on behalf of the Governing Board. Authorization was previously granted in Resolution number 12-11 adopted on June 14, 2012.

Trustee Dan Digardi motioned to adopt the resolution rescinding John Nahlen’s authorization to sign on behalf of the Governing Board. Trustee Bruce Ketron seconded the motion and it carried by unanimous roll call vote.

14.0 BOARD OF TRUSTEES REPORTS
Student Trustee Ruscal Cayangyang reported that he had received an invitation from Congressman Mike Thompson to attend a gun violence prevention meeting at Vallejo City Hall. Mr. Cayangyang met with Mr. Thompson and panel members representing education, the county mental health department, and law enforcement.

Mr. Cayangyang said that Sherry Tennyson from the American Canyon Family Resource Center, and NAACP would like to partner with the college.

Mr. Cayangyang further reported that the board of the Associated Students of Napa Valley College would like to have a joint meeting with the board of trustees soon. Mr. Cayangyang will email possible meeting dates.

Mr. Cayangyang will be helping with the Welcome Tables on January 23, the first day of school and working for the CA Campaign for College Opportunity, a nonprofit organization. Mr. Cayangyang will present information on upcoming legislation at future meetings and to the community.
Trustee Dan Digardi thanked fellow board members for the warm welcome he had received and reported that he had attended Mike Thompson’s holiday gala at the Culinary Institute of America in St. Helena.

Trustee Brenda Knight reported her participation in the recent formation of a black student union at American Canyon High School. Ms. Knight also reported that she had participated in a leadership workshop at the high school and was a speaker at an event honoring Dr. Martin Luther King Jr.

Trustee Bruce Ketron reported that he will attend the California Community College League legislative conference. Mr. Ketron expressed his concern that the college was not fully in touch with the new dynamics of the modern electorate and technology.

Trustee Bill Blair requested that each trustee be given a college email address. Mr. Ketron supported Mr. Blair’s request and suggested that the board undertake a policy level discussion. Board Chair Michael Baldini requested a future agenda item to discuss email accounts for members of the board.

15.0 CONTINUANCE OF CLOSED SESSION (as needed)
none

16.0 ADJOURNMENT
Board Chair Michael Baldini adjourned the meeting at 10:15 p.m. in honor of St. Helena Mayor Del Britton who passed away on January 8, 2013.