



Minutes (proposed)

District Auxiliary Services Foundation (DAS)
Regular & Annual Organizational Meeting of the Board of Directors
June 26, 2018
Napa Valley Community College District

1. Call to Order

Board Chair Ronald Kraft called meeting to order at 4:17 PM

1.1. Roll Call

Present: R. Kraft, R. Parker, R. Segura, B. Hardy

Absent: O. De Haro,

Staff: Carollee Cattolica, Cynthia Gosling

1.2. Adopt Agenda

Motion to Adopt agenda as presented

M/S/C (Hardy/Segura) by unanimous vote

2. Public Comment

None

3. Approve Minutes of 2/27/18 Special Meeting

Motion to approve minutes as presented

M/S/C (Hardy/Parker) by unanimous vote

4. Managing Director's Report

Managing Director Carollee Cattolica provided a report regarding Silverados Baseball. The team has been provided good support and is looking to increase attendance for games. Further topics are agenda items.

5. Treasurer's Report – Finance & Budget

5.1. Review and approval of Quarterly Financial Reports of 3/31/18

R. Parker provided a summary review of the quarterly Financial Report including the Fire Relief fund, contract and service changes with café and restricted earnings. There was discussion regarding DAS donor requests and limited memorialization, restricted earnings. There was a discussion on the café and the need for budget vs actual report to get a better understanding of cafe sales details.

Motion to approve the Quarterly Financial report with inclusion of an amendment on DAS restricted earning.

M/S/C (Hardy/Segura) by unanimous vote

5.2. Review and approval of 2018/2019 Budget

R. Parker provided report on the 2018/19 budget highlighting the changes, reviews of income, expenses and impacts on bottom line. There were discussions on how funds from DAS can be used to support specific needs and the use of restricted funds. There was further discussion on the finance structure works with activities that are partial program and partial district in terms of both income and expenses, and the need for related details and line items being added into upcoming budgets.

Motion to approve the 2018/2019 Budget with the understanding that specific café budget and financial reports will be presented later.

M/S/C (Hardy/Segura) by unanimous vote.

6. Promotion and Resource Development

6.1. *Review new schedule/estimate for Festival Napa Valley contract update*

Managing Director Carollee Cattolica provided a review of the new schedule for Festival Napa Valley and an update on the multi-years contract.

6.2. *Approve contract amendment for Barnes & Noble College for bookstore*

Managing Director Carollee Cattolica provided an update on the Barnes and Noble contract with a 5 year extension and the clause regarding the expenses related to the potential need to move the bookstore location due to building repairs or construction. There was discussion with included contract with other retails services, district employee caps and requirements and repercussion if the district has to purchase the bookstore stock.

Motion to approve the contract amendment for Barnes & Noble College for bookstore
M/S/C (Segura/Hardy) by unanimous vote

6.3. *Ratify Concessions Contract with Napa Silverados.*

There was a discussion regarding percentages of concession revenues between DAS and Silverados and how budget's support works relative to the enterprise. A future discussion was requested regarding clarity on DAS and Silverados contract details relative to initial deficit and future revenue.

Motion to ratify concessions contract with Napa Silverados
M/S/C (Hardy/Segura) by unanimous vote.

6.4. *Approve allocation of net revenues to Hospitality Culinary Tourism Management program for concessions and catering operated by the HCTM program.*

There was a discussion regarding wording used in the documents and the need for clarification on the use of restricted net earnings. Information was provided regarding budget use. A recommendation was suggested regarding creating a policy to cover all program enterprise activities and the district.

The approval of allocation of net revenues to HCTM for concessions and catering operated by the program was deferred.

7. Governance

7.1. *Adopt 2018/19 Board Meeting Calendar*

Motion to adopt the 2018/18 Board regular meeting calendar
M/S/C (Segura/Hardy) by unanimous vote

7.2. *Approve NVCF Appointee to DAS Board of Directors*

Item pulled

8. Strategic Planning – Future Agenda Items

9. Board of Director Reports

No reports

10. Upcoming Meeting – 9/25/18

11. Adjourn

Motion to adjourn meeting at 5:54PM

M/S/C (Hardy/Segura) by unanimous vote