



Minutes

District Auxiliary Services Foundation -- Board of Directors
October 9, 2013 at 4:00 p.m.

Napa Valley Community College
President's Office, Rm 1530
2277 Napa-Vallejo Hwy.
Napa, CA 94558

1.0 CALL TO ORDER - The meeting was called to order at 4:02 p.m.

1.1 Roll Call

Present: Ronald Kraft, Oscar De Haro, Glenna Aguada, Lissa Gibbs,
and John Johnson

Absent: none

1.2 Adopt Agenda – The agenda was adopted as presented.

2.0 PUBLIC COMMENT

Beth Pratt said she was very interested in how the foundation will help college programs and the community.

3.0 BOARD OF DIRECTOR REPORT

President Ronald Kraft reviewed the purpose of the foundation, officer terms, and future steps. Director John Johnson introduced himself to the group and summarized his professional background and history in the valley.

4.0 INFORMATION/DISCUSSION ITEMS

- 4.1 Board Operations, including the Brown Act – A short discussion on board operations was held.
- 4.2 Meeting Calendar – The Board agreed to hold all listed meetings on their calendars and revisit the calendar in January of 2014.
- 4.3 Director & Staff/Support Contact Information – The contact list was reviewed.
- 4.4 Strategic & Operational Planning (website, potential programs/projects, etc.) – The Board discussed the need for transparency in foundation policies, procedures, and projects. Potential foundation programs were discussed and included the bookstore, food & beverage operations such as the Café, capital campaigns, some grants, and developing future collaborations/partnerships with public and private sector agencies. Developing human resources policies and procedures were also discussed as well as the timeline for moving the wine sales position into the foundation's oversight and budget. Land development

opportunities for Bumpy Camp and the North Corner were also discussed.

5.0 ACTION ITEMS

- 5.1 Approve Master Agreement with Napa Valley CCD – M/S/C (De Haro, Johnson) to approved the Master Agreement with Napa Valley CCD.
- 5.2 Adopt Bylaws – M/S/C (Gibbs, Aguada) to approved the Bylaws with minor revisions as discussed.
- 5.3 Adopt Resolution & Approve Conflict of Interest Policy – M/S/C (Gibbs, Johnson) to approve the Conflict of Interest Policy. No resolution was required.
- 5.4 Authorize Bank Account M/S/C (Johnson, Aguada) to authorize establishment of a bank account at West America Bank and designate Ronald D. Kraft and Oscar De Haro as signatories.

6.0 FUTURE ITEMS – The Board reviewed upcoming future items listed below. Consensus was reached to add review and approval of a Whistleblower policy and review of a formal project list.

- 6.1 Approve Facilities Use Agreement (no fees at this time)
- 6.2 Approve human resource/employment related policies and handbook
- 6.3 Approve Document Retention Policy
- 6.4 Approve/select CPA/Audit firm

7.0 ADJOURNMENT – M/S/C (Gibbs, Johnson) to adjourn at 5:10 p.m.