



## Minutes

### District Auxiliary Services Foundation Board of Directors January 24, 2017 at 4:00 – 5:00 pm

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

**Present:** Ron Kraft, Oscar De Haro, Bob Parker, William Hardy, Rosaura Segura  
**Guests:** Carollee Cattolica, Glenna Aguada, Katherine Kittel

#### 1.0 CALL TO ORDER

##### 1.1 Roll Call

- The meeting was called to order at 4:04 pm.

##### 1.2 Adopt Agenda

- The agenda was adopted as presented.

#### 2.0 PUBLIC COMMENT

#### 3.0 APPROVE MINUTES OF 9/6/16

- Approval of the minutes was postponed.

#### 4.0 GOVERNANCE

##### 4.1 Appoint new director: Rosaura Segura

- Motion Hardy, Second De Haro, Passed.

#### 5.0 RESOURCE DEVELOPMENT

##### 5.1 NVC Café Update

- A full-time manager has been hired. The goal is to have this position be “list-neutral” by the end of the fiscal year.
- The kitchen is being renovated with grant funding. The café will explore uses with college staff for future catering operations.
- There are plans to upgrade the vending machines and a request for proposals is planned for a coffee cart to be located near the bookstore.
- A new point of sale system is needed to improve online and advance ordering.

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DAS Board of Directors: Ronald Kraft, Bill Hardy, Bob Parker, Oscar De Haro, Rosaura Segura  
Other Distribution: Dianna Chiabotti, Glenna Aguada, Mark Cratty, Michael Baldini, Mary Ann Mancuso, Oliver Grey, Solange Kada, Karen Taylor, Kathy Peralta

## **5.2 Bookstore Update**

- Same volume of sales as last year. The contract ends in 14 months and contract renegotiation process has begun.

## **5.4 Mt. Veeder Lease**

- There are significant expansive permissions in the deed. Some legal work was done in 2014. The educational component is especially useful.
- Next steps include developing programming, renaming the site, reconfiguring the lease, adding a member in real property development, public relations, a request for proposals for vintners/grape growers.
- A full presentation will be made to the college Board of Trustees (BOT) in summer 2017.

## **5.5 Napa Broadcasting**

- We might need to reevaluate the need for audio and video.

## **5.6 Upper Valley Center**

- M. Manno is working on a strategic plan to broaden to outside users. This will come before the BOT ad hoc committee.

## **5.8 Campus Housing**

- Many community organizations are interested in housing.
- An informal campus survey will be sent next week.
- There will be a cabinet meeting on a feasibility study.
- Hartnell College serves as an example.
- DAS would be the entity that engages with developers and all related services.

## **6.0 BUDGET & FINANCE**

### **6.1 Financial Reports - 6/30/16, 9/30/16, 12/31/16**

- The DAS foundation audit has been incorporated into the full district audit, which has been accepted by the BOT. The DAS Foundation audit will come to the BOT in February as an information item.
- This is the first year that the DAS and VWT audits have been pulled out separately for a detailed review.
- Hardy suggested that the balance be invested.
- Discuss of details of reports and allowable activities and reporting practices.

### **6.2 Audit Review**

- R. Parker noted that the key statement is the opinion of the auditors on page 2: The financial statements are fair presentation of the financial position of the foundation.
- As a component unit of the district, DAS foundation income is included in the District income.
- R. Parker explained details of non-profit financial reporting.

## 7.0 OPERATIONS

### 7.1 Review BP 3600 Rules for Auxiliary Organizations and DAS Structure

- C. Cattolica presented proposed language for policy and regulations on auxiliary organizations, and noted that the college needs to separate policy from regulations in its current policy.
- R. Kraft noted that NVC is in the vanguard of colleges using auxiliary organizations in entrepreneurial activities. The CSU system is more advanced in this. Community colleges are working on updating these structures.\
- R. Kraft noted that various ideas for contract education meet the requirements of DAS activities.

### 7.2 DAS/Grant Accountant Position

- The position will be posted in a week.

### 7.3 Employee Handbook, 1<sup>st</sup> Reading

- A draft will be presented at the next meeting.

### 7.4 DAS Policies and Regulations

- C. Cattolica noted that they are currently process-mapping how activities relate to the district. This will lead to formalizing procedures, policies, handbook, and master agreement.

## 8.0 PERSONNEL

## 9.0 BOARD OF DIRECTOR REPORTS

## 10.0 FUTURE MEETINGS

March 7, 2017, 4:00 PM
June 6, 2017, 4:00 PM

- The meeting adjourned at 5:30 pm.