



**Viticulture and Winery Technology Foundation  
Board of Directors Meeting  
May 5, 2016  
5:00 – 6:30 p.m., Room 1530  
AGENDA**

**Directors:**

|                   |                    |
|-------------------|--------------------|
| Ron Kraft         | Chair of the Board |
| Rafael Rios       | Vice Chair         |
| Robert Parker     | Treasurer          |
| Paul Wagner       | Board Member       |
| Pat Burke         | Board Member       |
| Deborah Cali Leal | Board Member       |
| Paul Gospodarczyk | Board Member       |

- 1.0 Call to Order**
- 2.0 Roll Call**
- 3.0 Adoption of Agenda** - May 5, 2016
- 4.0 Public Comment**
- 5.0 Approval of Minutes** -- February 4, 2016
- 6.0 Treasurer's Report** – Vice President Robert Parker will provide an overview of financial reports.
- 7.0 Managing Director's Report** – Managing Director Carollee Cattolica will report on operations/planning.
- 8.0 INFORMATION AND DISCUSSION ITEMS**
  - 8.1 NVCF Wine Institute Developing Campaign**  
President Ron Kraft will update the directors on planning activities conducted through the NVCF subcommittee of VWT
  - 8.2 Wine Sales and Production**  
Chris Mraz, wine and sales marketing assistant, and Paul Gospodarczyk, VWT instructor will update the directors on the wine sales and production schedules. Issues regarding Inventory, storage, planning and sales strategies for 2016-17 may also be discussed.
  - 8.3 VWT Faculty Recruitment**  
President Ron Kraft will update the directors on VWT faculty search process and timelines.

**8.4 Compliance for NVC VWT Foundation and Operations**

Carollee Cattolica, managing director of college foundations, will discuss compliance issues and proposed actions.

**8.5 Tasting Room(s)**

Paul Gospodarczyk, VWT instructor, will lead a discussion of the directors on tasting room operational planning, marketing proposals, future planning and next steps for main campus and UVC.

**9.0 ACTION ITEMS**

**9.1 Allocation of Promotional and publicity related College Wine**

It is recommended that the Board of Directors authorize allocations for 2016 of college wine for events, and community promotional uses.

**9.2 Audit Report and Budget**

The Board of Directors shall adopt a corporate budget for each year, which may be reviewed and revised as necessary during the course of the year. Expenditures for items not provided for in the adopted budget shall require approval of the Board of Directors. Expenditures provided in the adopted budget may be disbursed without specific authorization. It is recommended that the Board of Directors accept the Audit Report and approve the 2016 Budget as submitted.

**9.3 Election of Officers -- Vice Chair**

The President/Superintendent of Napa Valley College shall automatically serve as the Corporation's Chair and the Vice President of Administrative Services for Napa Valley College shall automatically serve as the Corporation's Treasurer. Terms of office will be concurrent with officers' employment at Napa Valley College. The position of Vice-Chair will be determined through election and shall be for a term of one (1) year. It is recommended that the Board of Directors elect a Vice Chair for calendar year 2016.

**9.4 Annual Affirmation and Consent – Conflict of Interest Policy**

Except as provided in Education Code Sections 72677, 72678 and 72679, no member of the Board of Directors shall be financially interested in any contract or other transaction entered into by the Board, and any contract or transaction entered into in violation of this restriction is void. No member of the Board of Directors may utilize information, not a matter of public record, obtained by reason of Board membership for personal gain, and the Board may recover any such gain realized. It is recommended that the Board of Directors affirm, by unanimous vote, the Conflict of Interest Policy.

**9.5 Annual Meeting Calendar**

Regular meetings of the Board of Directors shall be held at least quarterly. The regular meeting held during the first quarter of each calendar year shall also constitute an organizational meeting, as well as for the transaction of other business. It is recommended that the Board of Directors adopt a 2016 Meeting Calendar.

**10.0 Announcement of Future Meetings**

- Thursday, July 7, 2016, 5-6:30 pm (tentative)
- Thursday, August 4, 2016, 5-6:30 pm
- Thursday, November 3, 2016, 5-6:30 pm

**11.0 Future Agenda Item(s)**

- Defensively Register Your Trademark
- Revisit the Subcommittee's Report on the VWT Strategic Plan

**12.0 Adjournment**