



**Viticulture and Winery Technology Foundation
Board of Directors Meeting
July 11, 2016
5:00 – 6:30 p.m., Room 1530
AGENDA**

Board of Directors:

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| Ron Kraft | Chair of the Board |
| Rafael Rios | Vice Chair |
| Robert Parker | Treasure |
| Paul Wagner | Director |
| Pat Burke | Director |
| Deborah Leal | Director |
| Paul Gospodarczyk | Director |

1.0 Call to Order

2.0 Roll Call

3.0 Adoption of Agenda

4.0 Public Comment

5.0 Approval of Minutes - May 5, 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 Program - New Faculty

President Ronald Kraft will update the directors on VWT faculty recruiting including the expected hire of a new Viticulture Instructor.

8.4 Tasting Room

Paul Gospodarczyk, VWT instructor, will an update on the tasting room.

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 2016/2017 of college wine for events and promotional uses.

9.2 Annual 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 approve the 2016/2017 fiscal year budget as submitted. Please note that this is the first fiscal year budget following the Board's action to move from a calendar year cycle to a fiscal year cycle.

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 fiscal year 2016/2017. Please note that this is the election of officers following the Board's action to move from a calendar year cycle to a fiscal year cycle.

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. Please note that this is the first Conflict of Interest review and affirmation following the Board's action to move from a calendar year cycle to a fiscal year cycle.

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 fiscal 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 2016/2017 Meeting Calendar. Please note that this is the first fiscal year calendar following the Board's action to move from a calendar year cycle to a fiscal year cycle.

10.0 Announcement of Future Meetings

- 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