



**Viticulture and Winery Technology Foundation  
Board of Directors  
May 4, 2017  
5:00 p.m. – 6:30 p.m., Room 1535**

**DRAFT**

**Minutes**

**Draft**

**1.0 Call to Order**

- The meeting was called to order at 5:16pm.

**2.0 Roll Call**

Present: P. Burke, P. Gospodarczyk, M. Hodgins, D. Leal,

Absent: K. Iverson, R. Kraft

Guests and Staff: D. Chiabotti, K. Kittel, C. Cattolica, G. Siewert

**3.0 Adoption of Agenda**

- The agenda was adopted as presented.  
M/S/P (Burke/Hodgins)

**4.0 Public Comment**

- None

**5.0 Approval of Minutes**

- The minutes of February 7, 2017 were approved as presented.  
M/S/P (Hodgins/Leal)

**6.0 Managing Director's Report**

- Continuing work on compliance issues, policies and procedures.
- Concerns over the amount of time it is taking to obtain permits.
- Clarification on role and designation of Managing Director in foundation documents.
- Clarification of duplicate 02 tasting room permit at Upper Valley Campus.

**7.0 INFORMATION AND DISCUSSION ITEMS**

### **7.1 NVC Foundation Developing Campaign**

- Not present

### **7.2 Wine Sales and Production**

- Paul Gospodarczyk reviewed bulk wine sales amounts, inventory of bottled wines. A number of shiners have been bottled for flexibility. Intention is to sell more wine in 2017-2018 rather than grapes. Discussion on incorporating the college 75<sup>th</sup> anniversary in event and marketing planning.

### **7.3 Vineyard Management**

- Molly Hodgins provided update on equipment repairs. There is plenty of fruit with no setbacks, such as frost. Working on assembling crews.

## **8.0 ACTION ITEMS**

### **8.1 Treasurer's Report - Third Quarter Financials**

- The Business office is improving at assigning funds to categories for better accounting. There is a listing for bad debt from Carpe Diem. Clarification on credit card processing costs. Ideally, the college would combine all credit card processing accounts to increase the volume of sales and reduce the fees.  
M/S/P (Gospodarczyk/Burke)

### **8.2 Adopt Tentative Budget for 2017-2018**

- Clarification on the need to adopt a proposed budget, then a final, revised budget based on planning at the next meeting.
- Motion to adopt tentative budget, changing "Tasting Room" category to "Direct to Consumer," which would encompass tasting room, online, club sales activity.  
M/S/P (Gospodarczyk/Hodgins)

### **8.3 VWTF Facilities Use Agreement**

- Clarification that the location of a possible new building is included in the agreement.
- Motion to change required signatures to Rafael Rios, Board of Trustees and Ronald Kraft, Chair of Board of Directors, VWTF.  
M/S/P (Gospodarczyk/Leal)

### **8.4 VWTF Master Agreement**

- Detailed review of the Master Agreement. Clarification differentiating roles of college and foundation, intent of college not to bill the foundation for services provided, and exemption from sales tax.
- Motion to approve, changing the word "Chancellor" to "District" on page 3, paragraph B; and making formatting changes to paragraph E, and correcting any typographical errors.  
M/S/P (Hodgins/Leal)

### **8.5 Transfer Authorization - Equipment**

- Approve reimbursement to Napa Valley College District for equipment purchases. (Clemens knife and disc \$5,942.34 and glycol heater \$6513.00)  
M/S/P (Gospodarczyk/Leal)

**8.6 Approve Tentative 2017-2018 Meeting Calendar**

- Motion to approve, changing the August meeting date to the 24<sup>th</sup>.
- M/S/P (Gospodarczyk/Leal)

**8.7 NVC Viticulture and Winery Technology Foundation Policy Manual**

- Tabled to next meeting

8.7.1 Governance

8.7.2 Finance

**9.0 Adjournment**

- The meeting was adjourned at 7:16 pm.