



Coast Community College District Enterprise, Inc.

BOARD OF DIRECTORS MEETING

August 2, 2011

BOARD OFFICE CONFERENCE ROOM

1370 Adams Avenue, Costa Mesa, CA 92626

MINUTES

I. Call to Order

The meeting was called to order at 12:01 p.m.

II. Roll Call

Mr. Cline - Present
Ms. Hilgendorf - Present
Mr. Yokoyama - Present
Mr. Nguyen - Present
Dr. Teeter - Present

Staff in Attendance: Dr. Dennis Harkins, Kim Allen, Janet Houlihan, and Andy Dunn, Trustee Jerry Patterson, Doug Bennett, Dr. Jack Lipton, and Paul Luke.

III. Opportunity for Public Comment

None.

IV. Approval of Minutes from Meeting of June 8, 2011

On a motion by Dr. Teeter and seconded by Ms. Hilgendorf, the Board of Directors voted 3-0 to approve the minutes of the June 8, 2011 Meeting.

Members Voting Yes:	Ms. Hilgendorf, Mr. Cline, and Dr. Teeter
Members Voting No:	None
Members Abstaining:	Mr. Yokoyama and Mr. Nguyen

V. Appointment of Officers, FY 2011-2012

On a motion by Ms. Hilgendorf and seconded by Dr. Teeter, the Board of Directors voted 5-0 to approve the appointment of Mr. David Cline as Chair of the Enterprise Board of Directors.

Members Voting Yes:	Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama, Mr. Nguyen and Dr. Teeter
Members Voting No:	None

On a motion by Mr. Cline and seconded by Mr. Yokoyama, the Board of Directors voted 5-0 to approve the appointment of Dr. Christian Teeter as Vice Chair of the Enterprise Corporation Board of Directors.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

On a motion by Mr. Cline and seconded by Ms. Hilgendorf, the Board of Directors voted 5-0 to approve the appointment of Ms. Janet Houlihan as President of the Enterprise Corporation.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

On a motion by Ms. Hilgendorf and seconded by Dr. Teeter, the Board of Directors voted 5-0 to approve the appointment of Dr. Rich Pagel as Vice President of the Enterprise Corporation.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

On a motion by Ms. Hilgendorf and seconded by Mr. Cline, the Board of Directors voted 5-0 to approve the appointment of Kim Allen as Chief Financial Officer of the Enterprise Corporation.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

On a motion by Ms. Hilgendorf and seconded by Mr. Cline, the Board of Directors voted 5-0 to approve the appointment of Dr. Christian Teeter as Secretary of the Enterprise Corporation.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

VI. Appoint Legal Counsel , Coast Community College District Enterprise, and authorize the Secretary of the Board of Director to execute any necessary agreements and forms.

On a motion by Mr. Cline and Seconded by Mr. Nguyen, the Board of Directors voted 5-0 to approve the appointment of Burke Williams and Sorensen as Legal Counsel.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

On a motion by Mr. Yokoyama and seconded by Ms. Hilgendorf, the Board of Directors voted 5-0 to authorize the Chair of the Board of Directors and Secretary of the Enterprise Corporation to finalize the Retainer Agreement with Burke Williams, and Sorensen.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

On a motion by Dr. Teeter and seconded by Mr. Yokoyama, the Board of Directors voted 5-0 to direct legal counsel, Jack P. Lipton of Burke Williams & Sorensen, to submit monthly invoices to the President of the Enterprise Corporation.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter
Members Voting No: None

VII. Swap Meet Operations Update

a) Orange Coast College

Mr. Bennett advised the Board that operations are performing well. Mr. Bennett reported an 11% rise in profits from rate increases in September. Swap meet rental spaces were selling at maximum occupancy on Sundays and up to 90% on Saturdays.

Mr. Bennett also shared a new proposal to build a restroom building on the South West Adams Parking Lot. The idea developed from the Orange County Health Department's concern about having hand washing facilities for the various food trucks nearby.

b) Golden West College

Ms. Houlihan shared that Golden West College has set aside funds to update restrooms for the swap meet.

Ms. Houlihan further noted that the swap meet continued to be a success and that spaces were being awarded on a lottery system, as there has been

higher demand than spaces available. To help improve vendor relations, she noted that the swap meet would like to sell more long term spaces.

VIII. Review Tax Status of Coast Community College District Enterprise and Consider Possible Structural Changes

Mr. Luke of Vasquez and Company provided an update on the tax status and financial structure of the Enterprise Corporation.

IX. Set Future Meeting Dates

Chair Cline set the following items: Review Coast Community College District Enterprise Relationship to the Coast District Foundation, Including the management Agreement, Consider an updated Master Agreement with Coast Community College District, Consider an Updated Lease with the District, Status of Current Bylaws, Enterprise Insurance Policies, and Enterprise in “Good Standing” Pursuant to Title 5, Section 59263 for the next meeting of the Board of Directors August 16, 2011 at 12:00 p.m.

Chair Cline set the following items: Review Tax Status of Coast Community College District Enterprise and Consider Possible Structural Changes, Review the Allocation and Distribution of Dividends and Proceeds from the Coast Community College District Enterprise to the District and Colleges, and Enterprise Balance Sheet and Income Statement as of June 30, 2011 for the August 30, 2011 meeting of the Directors at 12:00 p.m.

Directors agreed to take informal tours of the swap meet operations.

XII. Adjournment

There being no further business to discuss, it was moved by Dr. Teeter and seconded by Mr. Yokoyama to adjourn the meeting at 1:24 p.m.

Members Voting Yes:	Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama, Dr. Teeter, and Mr. Nguyen
Members Voting No:	None

Secretary of the Enterprise