



BOARD OF DIRECTORS MEETING

August 16, 2011

BOARD OFFICE CONFERENCE ROOM

1370 Adams Avenue, Costa Mesa, CA 92626

MINUTES

I. Call to Order

The meeting was called to order at 12:05 p.m.

II. Roll Call

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

Staff in Attendance

Kim Allen, Janet Houlihan, W. Andrew Dunn, Trustee Jerry Patterson, Doug Bennett, Dr. Jack P. Lipton, Dr. Andrew Jones, Wes Bryan, and Dr. Richard Pagel.

III. Opportunity for Public Comment

None.

IV. Approval of Conflict Waiver, General Counsel, Coast Community College District Enterprise

On a motion by Mr. Nguyen and seconded by Ms. Hilgendorf, the Board of Directors voted 5-0 to approve the Conflict Waiver, General Counsel Coast Community College District Enterprise.

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

V. Approve Amendments to the Retainer Agreement with Burke Williams & Sorensen, LLP

On a motion by Mr. Yokoyama and seconded by Ms. Hilgendorf, the Board of Directors voted 5-0 to approve the Amendments to the Retainer Agreement with Burke Williams & Sorensen, LLP.

Members Voting Yes:	Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama, Mr. Nguyen and Dr. Teeter
---------------------	--

Members Voting No: None

VI. Approve Minutes of August 2, 2011 Board of Directors Meeting

On a motion by Ms. Hilgendorf and seconded by Dr. Teeter, the Board of Directors voted 5-0 to approve the Minutes of the August 2, 2011 Board of Directors Meeting.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter

Members Voting No: None

VII. Appoint Ad-Hoc Committee to Work with Legal Counsel to Prepare Lease Agreement, Bylaws, Master Agreement, and Management Agreement Documents for Final Review by the Board of Directors.

On a motion by Mr. Yokoyama and seconded by Mr. Nguyen, the Board of Directors voted 5-0 to appoint Dr. Pagel, Ms. Houlihan, Dr. Teeter, and Mr. Cline as the Ad-Hoc Committee to work with Legal Counsel to Prepare Lease Agreement, Bylaws, Master Agreement, and Management Agreement Documents for Final Review by the Board of Directors.

Members Voting Yes: Ms. Hilgendorf, Mr. Cline, Mr. Yokoyama,
Mr. Nguyen and Dr. Teeter

Members Voting No: None

VIII. Enterprise Insurance Policies

The Directors reviewed the current insurance policies of the Enterprise Corporation.

IX. Enterprise in “Good Standing” Pursuant to Title 5, Section 59263

There was a discussion on this item.

X. Set Future Meeting Dates

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, Enterprise Balance Sheet and Income Statement as of June 30, 2011, and Review the work of the Ad-Hoc Committee for the next meeting of the Board of Directors August 30, 2011 at 12:00 p.m.

XII. Adjournment

There being no further business to discuss, it was moved by Mr. Yokoyama and seconded by Ms. Hilgendorf to adjourn the meeting at 1:04 p.m.

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

Secretary of the Enterprise