



Coast Community College District Enterprise, Inc.

BOARD OF DIRECTORS REGULAR MEETING

April 23, 2020

Zoom Meeting

MINUTES

1. Call to Order

The meeting was called to order at 12:00 p.m.

2. Roll Call

Present:

Richard Armendariz, Regina Blankenhorn, David Cline, Richard Kapko, Spencer Finkbeiner, and Dr. John Weispfenning

Absent:

Laura Reichelt

In Attendance:

Trustee Lorraine Prinsky, Dr. Rich Pagel, Janet Houlihan, Jane Burton, Julia Clevenger, Dr. Jack Lipton, Ruben Barriga, Kevin Pegg, Craig Morris, Cary Quan, Candy Lundell, Rachel Kubik, Dana Swart, and Paul Wisner

3. Opportunity for Public Comment

There were no requests to address the Enterprise Board.

4. Approval of Minutes from Regular Meeting of January 24, 2020

On a motion by Ms. Blankenhorn, seconded by Mr. Kapko, the Board of Directors voted to approve the minutes of the Regular Meeting of January 24, 2020.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Mr. Finkbeiner, and Dr. Weispfenning
Nos:	None
Abstain:	None
Absent:	Laura Reichelt

5. Introduction of new External Auditors – Crowe, LLP and the 2019/2020 Financial Audit (Jeffrey Jensen, Partner Crowe LLP)

Mr. Jeffrey Jensen, Partner with Crowe LLP, gave an overview of the external audit plan for this year, noting that the audit had begun this month and the auditors would return to audit the numbers for the Enterprise Corp. at the end of August/beginning of September. A final draft would be presented mid-October, with the Final Audit in November 2020, which was a similar timeline to prior years.

6. Review, Discussion, and Possible Action regarding Insurance Quote Process and Insurance Policies for 7/1/2020 to 7/1/2021 (District Risk Services – Marsh Risk and Insurance Services)

Mr. Kevin Pegg, Director of Risk Services, introduced Mr. Craig Morris, Sr. V.P. from Marsh & Associates, our brokerage insurance providers for annual insurance coverage and general liability for the swap-meets, marine programs, fine arts programs and a number of other programs. Mr. Morris noted there were two policies ready for annual renewal; the policy for the Vendors Swap-meet Liability and the policy for Directors and Officers Liability Insurance for the Enterprise Corp.

Mr. Morris described the process and estimated timetable, with proposals to be drafted and ready for review May 2020. He indicated that adjustments may be made to the pricing of the policy due to the current closure of the swap-meets.

On a motion by Mr. Kapko, seconded by Ms. Blankenhorn, the Board of Directors voted to authorize Dr. Pagel to sign and implement the annual insurance documents to be put into effect prior to June 30, 2020 and for these policies to be ratified at the July Enterprise Board of Directors meeting.

Motion carried with the following vote:

Ayes: Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Finkbeiner, Mr. Kapko and Dr. Weispenning
Nos: None
Abstain: None
Absent: Laura Reichelt

7. Swap Meet Operations Report and COVID-19 Update

a. Swap Meet Closure March 14, 2020

i. Orange County Health Mandates/Recommendations

O.C. Health Department mandates were being followed.

ii. Communications with Vendors/Community

Email addresses were being collected and a short survey being circulated to identify which vendors planned to return in the future.

iii: Review, Discussion, and Possible Action regarding Vendor Refunds, Credits, and other COVID-19 assistance.

Credits were attempted initially when it was hoped the swap-meets could re-open on April 1st. Refunds had been issued in the last few weeks.

b. Re-Opening Efforts

Enterprise does have cash account reserve balances which could help with re-opening efforts. Rehiring would need to take place, which could take time. Additionally, County Health Department mandates would need to be followed and other efforts/ideas implemented for social distancing purposes. The timing for reopening was unclear.

c. Construction Report

While the campus was closed some construction projects were underway. Solar panels and parking lot improvements would be ready before the reopening.

It was noted that Enterprise expenses and revenues had both dropped due to the swap-meet closures.

8. 2020-2021 Budget, Financial Reports, and Report and Ratification of Staff Board Deliverables per Master Agreement Requirements Sections 8, 10, 11, 13, 20, and 28

a. Quarterly Reports (December 31, 2019 and March 31, 2020)

Full review of these reports was postponed.

b. 2020-2021 Budget Projections

The financial team was projecting 50% of the revenues experienced in the past, with the goal of reopening November-December 2020.

c. FEMA/CARE Relief – SBA Loan & CARES Resources for California Community Colleges

It was noted that Enterprise employees were District employees, therefore, Enterprise did not qualify for this relief. Other opportunities to assist vendors were being explored.

d. Review, Discussion and Possible Action on Deliverables per the Master Agreement and the COVID-19 Closure

On a motion by Mr. Kapko, seconded by Ms. Blankenhorn, the Board of Directors voted to authorize the Enterprise Officers to review the deliverables in the Master Agreement to determine how Enterprise can most effectively work with the District, and provide a report to the Board at the next meeting.

Motion carried with the following vote:

Ayes: Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Finkbeiner, Mr. Kapko, and Dr. Weispfenning
Nos: None
Abstain: None
Absent: Laura Reichelt

- e. Review, Discussion, and Possible Action regarding Vendor Fee Increases for the 2020/2021 Year (Continued from Previous Meeting)**
No action was taken at this time.

9. Review, Discussion, and Possible Action regarding 2019-20 Corporate Officer Compensation Contribution to the COVID-19 Emergency Relief Fund (Golden West College and Orange Coast College Foundations) Focused on Vendors and Swap Meet Support Staff

With appreciation to the Corporate Officers, it was decided the timing for this topic was unfortunate and the option of making a contribution to the Foundations or seed money to the vendors could be appropriate.

Student Trustee Finkbeiner commented that if the student representative serving on the Enterprise Board was not the current Student Trustee he felt it would be appropriate for the student to receive compensation.

On a motion by Ms. Blankenhorn, seconded by Mr. Kapko, the Board of Directors voted to table this item for a future meeting.

Motion carried with the following vote:

Ayes: Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Finkbeiner, Mr. Kapko, and Dr. Weispfenning,
Nos: None
Abstain: None
Absent: Laura Reichelt

10. Review, Discussion and Possible Action regarding Compensation for Directors of the Enterprise, Inc. (Continued from Previous Meeting)

On a motion by Ms. Blankenhorn, seconded by Mr. Kapko, the Board of Directors voted to table this item for a future meeting.

Motion carried with the following vote:

Ayes: Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Finkbeiner, Mr. Kapko, and Dr. Weispfenning,
Nos: None
Abstain: None
Absent: Laura Reichelt

11. Review, Discussion and Possible Action regarding Potential Participation in the Huntington Beach 4th of July Parade

On a motion by Mr. Kapko, seconded by Ms. Blankenhorn, the Board of Directors voted to table this item for a future meeting.

Motion carried with the following vote:

Ayes: Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Finkbeiner, Mr. Kapko,
and Dr. Weispfenning,
Nos: None
Abstain: None
Absent: Laura Reichelt

12. Enterprise Officer Transitions for 2020/2021

- a. President/Vice President – Janet Houlihan is in line to be President
- b. Chief Financial Officer - Possible changes under consideration for Paul Wisner and Rachel Kubik to alternate in this position. These changes would be on the July meeting agenda for further discussion/action.

13. Future Agenda Items

- a. Vendor fee increase
- b. Grants for foundations
- c. Directors' compensation
- d. Insurance Update
- e. Covid-19 Update
- f. Re-opening plans
- g. Closed session for issues outstanding

14. Future Meeting Dates

- a. July 23, 2020

15. Recess to Closed Session

Conducted in accordance with applicable sections of California law.
Closed Sessions are not open to the public.

The Board of Directors recessed to Closed Session to discuss the following:

Conference with Legal Counsel: Anticipated Litigation

(Significant exposure to litigation pursuant to sub-section "d-2" of *Government Code* Section 54956.9)

One case: Claim by Angie de la Paz

Conference with Legal Counsel: Existing Litigation

(Pursuant to sub-section "d-1" of *Government Code* Section 54956.9)

16. Reconvene to Open Session

The Board reconvened to Open Session.

17. Report of Action in Closed Session (if any)

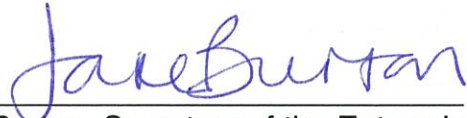
There was no report of action in closed session. No action taken

14. Adjournment

On a motion by Mr. Kapko, seconded by Ms. Blankenhorn, the Board of Directors voted to adjourn the meeting at 1:23 p.m.

Motion carried with the following vote:

Ayes:	Mr. Cline, Ms. Reichelt, Mr. Kapko, Ms. Blankenhorn, Mr. Armendariz, Mr. Finkbeiner, and Dr. Weispfenning
Nos:	None
Abstain:	None
Absent:	Ms. Reichelt



Jane Burton, Secretary of the Enterprise