



Coast Community College District Enterprise, Inc.

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## **BOARD OF DIRECTORS REGULAR MEETING**

**April 29, 2021 (Zoom Meeting)**

### **MINUTES**

#### **1. Call to Order and Roll Call**

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

##### **Present:**

Richard Armendariz, Regina Blankenhorn, David Cline, Richard Kapko, Arlis Reynolds, Chancellor Weispfenning and Student Trustee Roy Sahachaisere

##### **Absent:**

None

##### **In Attendance:**

Trustee Mary Hornbuckle, Dr. Rich Pagel, Janet Houlihan, Jane Burton, Julia Clevenger, Dr. Jack Lipton, Ruben Barriga, Rachel Snell, Rachel Kubik, Paul Wisner, Erik Fallis, Miguel Beltran, Craig Morris, and Jeffrey Jensen

#### **2. Opportunity for Public Comment**

There were no requests to address the Enterprise Board.

#### **3. Election of Chair of the Enterprise Board of Directors**

On a motion by Ms. Blankenhorn, seconded by Mr. Cline, the Board of Directors voted to elect Mr. Kapko as Chair of the Enterprise Board of Directors.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Ms. Reynolds, Dr. Weispfenning and Student Trustee Sahachaisere
Nos:	None
Abstain:	None
Absent:	None

#### **4. Welcome Student Trustee Roy Sahachaisere**

The Board welcomed newly elected Student Trustee, Roy Sahachaisere, from Coastline College.

## **5. Approval of Minutes from Regular Meeting of January 28, 2021**

On a motion by Mr. Cline, seconded by Ms. Blankenhorn, the Board of Directors voted to approve the minutes of the January 28, 2021 meeting.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Ms. Reynolds, Dr. Weispfenning and Student Trustee Sahachaisere
Nos:	None
Abstain:	None
Absent:	None

## **6. Swap Meet Operations Report and COVID 19 Update**

Janet Houlihan provided an update to the Board. The target re-opening date was set for July 3, 2021 at the start of the new fiscal year. Each swap meet had a different set of dynamics and would have a strategic plan for re-opening to include procedures for cleaning, mask enforcement, food vendor capacity and logistics. Both GWC and OCC would submit phased reopening plans to the District for consideration.

### **a. Swap Meet Closure Since March 14, 2020**

- i. Continuing Communications with Vendors/Community
- ii. Update on Vendor Refunds, Credits and other COVID-19 Assistance – GWC continued to give refunds to vendors on request, some vendors left money on account. OCC gave refunds to all vendors.

### **b. Operations and Re-opening Update**

- i. Current Orange County Health Mandates/Recommendations including report of conversations with Dr. Chau. Another meeting had been scheduled for May 10, 2021.

### **c. Construction Update** – The GWC vendor parking space area would be redone prior to the July 3, 2021 reopening date. The Language Arts Building construction project had already begun. The OCC solar panel project would continue through 9/2021. OCC was working with the City of Costa Mesa on the Pine Creek/Adams entry.

## **7. Financial Reports, and Report and Ratification of Staff Board Deliverables per Master Agreement Requirements, Sections 8, 10, 11, 13, 20 and 28**

Paul Wisner provided the Board with a financial update which included the following reports:

- Financials Quarterly Report
- Deliverables per Master Agreement/COVID-19
- Cash flow update

Mr. Wisner provided an overview of the Financials and Deliverables for the Quarter ending December 31, 2020. He noted \$726,566 in the bank, with total assets of \$941,665; total liabilities just under \$830,000. Mr. Wisner noted \$171,870 in deferred

income which accounted for the money left in the GWC account by vendors. Total Revenue of \$12. Master Agreement expenses were just over \$67,000 for trademark, license and salaries, with total expenses of just under \$105,000, with a net loss of almost \$105,000.

On a motion by Mr. Armendariz, seconded by Ms. Reynolds, the Board of Directors voted to approve the financial reports and submit to the Board of Trustees.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Ms. Reynolds, Dr. Weispfenning and Student Trustee Sahachaisere
Nos:	None
Abstain:	None
Absent:	None

On a motion by Ms. Blankenhorn, seconded by Mr. Cline, the Board of Directors voted to ratify the expenditures.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Ms. Reynolds, Dr. Weispfenning and Student Trustee Sahachaisere
Nos:	None
Abstain:	None
Absent:	None

#### **8. Review, Discussion and Possible Action regarding the 2019-20 External Financial Audit**

Jeffrey Jensen, Partner at Crowe LLP, presented the final 2019-20 external audit report and responded to questions.

On a motion by Ms. Blankenhorn, seconded by Mr. Armendariz, the Board of Directors voted to accept the 2019-20 External Financial Audit as presented.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Ms. Reynolds, Dr. Weispfenning and Student Trustee Sahachaisere
Nos:	None
Abstain:	None
Absent:	None

The External Audit Report was submitted to both the District Board of Trustees the State Chancellor's office.

## **9. Review, Discussion and Possible Action Regarding Annual Insurance Policies**

Craig Morris from Marsh, insurance broker and consultant, provided an updated on the current insurance policy status.

There were no issues anticipated for the swap meet liability insurance, due to renew on July 15, 2021. A strategy would be considered to obtain a possible credit for the lower number of operational days due to the swap meet closures.

Mr. Morris indicated that the Directors and Officers liability insurance would be more of a challenge. The current policy had a July 1, 2021 expiration date. Mr. Kapko directed Mr. Morris to move forward to see if he could secure a 30-day extension as long as it was not overly expensive. The alternative would be for the Board to hold a special meeting in June to review options for new coverage.

## **10. Update on the Enterprise Annual Report and Report of Good Standing Presented to the Board of Trustees at the March 17, 2021 Board Meeting**

Ms. Houlihan reported that the District Board of Trustees had approved and accepted the Enterprise Annual Report and reaffirmed that the Enterprise was in good standing. Additionally, they had approved the amended Enterprise Bylaws.

## **11. Review, Discussion and Possible Action regarding Updates to the Amended Master Agreement**

The expiration date of the Amended Master Agreement was June 30, 2021. Ms. Houlihan and Dr. Lipton provided an overview of proposed changes.

On a motion by Mr. Armendariz, seconded by Ms. Blankenhorn, the Board of Directors voted to approve the updates to the Amended Master Agreement. This document would also be presented to the Board of Trustees and the District Foundation for their approval.

Motion carried with the following vote:

Ayes:	Mr. Armendariz, Ms. Blankenhorn, Mr. Cline, Mr. Kapko, Ms. Reynolds, Dr. Weispenning and Student Trustee Roy Sahachaisere
Nos:	None
Abstain:	None
Absent:	None

## **12. Future Agenda Items**


- Modifications to the financial statements to include the requirements as per paragraph 22 of the Amended Master Agreement.
- Insurance Updates

## **13. Future Meeting Date**

A future meeting date was set for July 15, 2021 at noon.

#### **14. Adjournment**

The meeting adjourned at 12:58 p.m.

  
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Jane Burton, Secretary of the Enterprise

