



Coast Community College District Enterprise, Inc.

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## **BOARD OF DIRECTORS SPECIAL MEETING**

**September 12, 2024, at 11:30 a.m.**

**Board Office Conference Room, Coast Colleges District Office**

**1370 Adams Ave., Costa Mesa, CA 92626**

### **MINUTES**

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

The meeting was called to order at 11:36 a.m.

**Present:**

Regina Blankenhorn, Mike Carey, Lorena Ortega, David Cline (arrived after roll call),  
Chancellor Yamamura

**Absent:** Richard Armendariz, Student Trustee Darla Nunez

**In Attendance:**

Julie Clevenger, Rich Pagel, Rachel Snell, Dr. Jack Lipton, Trustee Parker, Rachel  
Kubik, Ruben Barriga, Maira De La Torre, Marlene Drinkwine, Stephanie Martinez, Rick  
Hicks, Steve Kim, Craig Morris, Marsh & Associates Insurance via Zoom

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

There were no requests to address the Enterprise Board.

#### **3. Report from the Shareholders Meeting of September 12, 2024**

Dr. Rich Pagel informed the Board, the Shareholder's meeting scheduled for September 12, 2024, was cancelled and there was no report from the Shareholder's meeting.

There were three Enterprise Board members up for re-election: Mr. Cline, Mr. Carey, and Mr. Armendariz. All three Board members had agreed to serve another term.

The Shareholder's Meeting would be rescheduled.

#### **4. Retirement of Janet Houlihan, Vice President of Enterprise, September 3, 2024**

Janet Houlihan had officially retired, as recognized by the Coast College's Board of Trustees, and was not in attendance at the Enterprise Special Meeting. In gratitude for

Ms. Houlihan's years of service to Enterprise, the Board would offer a formal Resolution.

**5. Officer Election, Vice President, to Replace Janet Houlihan**

This item would be postponed to the next meeting. Rich Pagel added comments with his appreciation for Rick Hicks and Stephanie Martinez, both excellent representatives serving GWC, and they both would continue attending the Enterprise meetings in place of the former Vice President Janet Houlihan.

**6. Approval of Minutes from the Regular Meeting of August 1, 2024**

On a motion by Chancellor Yamamura seconded by Mr. Carey, the Board of Directors voted to approve the minutes from the Regular Meeting of August 1, 2024.

Motion passed unanimously with the following votes:

Ayes:	Ms. Blankenhorn, Mr. Carey, Ms. Ortega and Chancellor Yamamura
Nos:	None
Abstain:	None
Absent:	Mr. Armendariz, Mr. Cline, Student Trustee Darla Nunez

**7. Annual Insurance Policies Review to Include Premium, Funding Sources and Clarification of D&O Coverage, Craig Morris, Senior Vice President, Marsh & Associates**

Mr. Craig Morris presented the insurance material for the swap meet liability and the Director's and Officer's liability.

The Swap meet liability was structured in two policies. The primary with James River Casualty Co. and the secondary policy with Scottsdale. A total of \$10M in limits.

The expiring program premium for James River was \$55,550 for just the premium portion and the excess premium for Scottsdale was \$17,707. There was an increase in premium commensurate with the increase in revenue for the new policy. The James River increase was to \$76,440 and the Scottsdale excess swap meet insurance coverage was increased to \$23,020.

The Director's and Officer's Liability Insurance last year was up to \$7.5 million with five different insurers at a cost of \$26,173. The renewals for all of the insurers came in just as they were to expire, at \$26,173 again for the new insurance year, with no increases in premiums.

The Enterprise Board had previously expressed interest in bringing the limits to higher levels. An additional limit of \$1 million was secured for the new insurance year from Starr, bringing limits up to \$8.5 million at a cost of \$4,500 for Director's and Officer's Liability. The Total Director's and Officer's Liability insurance cost would be \$30,673.

On a motion by Ms. Ortega seconded by Chancellor Yamamura, the Board of Directors voted to approve the annual insurance liability coverage and increase in premiums for both swap meets, and the Director's and Officer's liability coverage as presented.

Motion passed unanimously with the following votes:

Ayes: Ms. Blankenhorn, Mr. Carey, Ms. Ortega and Chancellor Yamamura  
Nos: None  
Abstain: None  
Absent: Mr. Armendariz, Mr. Cline, Student Trustee Darla Nunez

## **8. Swap Meet Operational Update**

- a. Golden West College –  
GWC had experience a sold-out summer and some turnover in staffing. Best practices and compliance training was continuing and offered in the vendor manual. There were reports of counterfeit items sold at the swap meet.
- b. Orange Coast College –  
OCC also experienced high summer sales. The Chemistry building construction was in the final stages. Plans to re-stripe the parking lot were in progress.

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

Rachel Kubik provided the financial update indicating the Enterprise was cash healthy. Due to the increased costs to run the organization, vendor price increases would be discussed and possibly implemented in 2025.

On a motion by Mr. Carey seconded by Ms. Blankenhorn, the Board of Directors voted to approve the Financials, Quarterly Reports and Deliverables and Ratify the Purchase Orders and Checks.

Motion passed unanimously with the following votes:

Ayes: Ms. Blankenhorn, Mr. Carey, Ms. Ortega, Mr. Cline, Chancellor Yamamura  
Nos: None  
Abstain: None  
Absent: Mr. Armendariz, Student Trustee Darla Nunez

## **10. The Enterprise Final Budget 2024-2025 Review and Approval**

Rachel Kubik provided the Enterprise Final Budget 2024-2025 with revisions to indicate the adjustments for insurance premiums.

On a motion by Mr. Cline seconded by Mr. Carey , the Board of Directors voted to approve the Enterprise Final Budget 2024-2025.

Motion passed unanimously with the following votes:

Ayes: Ms. Blankenhorn, Mr. Carey, Ms. Ortega, Mr. Cline and Chancellor Yamamura  
Nos: None  
Abstain: None  
Absent: Mr. Armendariz, Student Trustee Darla Nunez

#### **11. Future Agenda Items**

- a. Foundation List
- b. Selection of Vice President
- c. Shareholder's Meeting
- d. Board of Director's Elections

#### **12. Future Meeting Date**

February 13, 2025 at noon.

#### **13. Adjournment**

The meeting was adjourned.

  
Julie Clevenger, Secretary of the Enterprise