



MINUTES
EDC-VC BOARD OF DIRECTORS MEETING
January 19, 2017

- Location:** Spanish Hills Country Club – 999 Crestview Avenue, Camarillo
- Attendance:** Haider Alawami – City of Thousand Oaks, Liaison, ED Managers Roundtable
Kristin Decas – Port of Hueneme/Oxnard Harbor District
Henry Dubroff – Pacific Coast Business Times
Harold Edwards – Limoneira Company
Scott Eicher – Chambers of Commerce Alliance
Rebekah Evans – VCLA (liaison)
Amy Fonzo – California Resources Corporation
Cheryl Heitmann, Chair – City of Ventura
Kelly Long – County of Ventura
Nancy Mayerson – Mayerson Marketing & Public Relations
Chris Meissner, Vice Chair – Meissner Filtration Products
Roseann Mikos – City of Moorpark
Susan Mulligan – Calleguas Municipal Water District (liaison)
John Procter – City of Santa Paula
Cari Shore – Rabobank
Jim Scanlon – Gallagher, SBG-NIA
Tony Skinner – IBEW Local #952
Sim Tang-Paradis – City National Bank
William Weirick – City of Ojai
Celina Zacarias – California State University Channel Islands
John Zaragoza – County of Ventura
- Absent:** Al Adam – City of Thousand Oaks
Gerhard Apfelthaler – California Lutheran University
Will Berg – City of Port Hueneme
Nan Drake – E.J. Harrison Industries
Ron Galaviz – Lead Builders, Inc.
Keith Mashburn – City of Simi Valley
Rick Neal – City of Fillmore
Carmen Ramirez – City of Oxnard
Laurel Shockley – Southern California Edison
Sandy Smith – VCEDA
Tony Trembley – City of Camarillo
Maria Ventura – Southern California Gas Company
Peter Zierhut – Haas Automation
- Legal Counsel:** Nancy Kierstyn Schreiner, Law Offices of Nancy Kierstyn Schreiner
- Staff:** Marvin Boateng, Loan Officer
Ray Bowman, EDC SBDC Director
Alondra Gaytan, Program Manager
Shalene Hayman, Controller
Kelly Noble, Office Manager
Bruce Stenslie, President/CEO

Guests: Total Annual Meeting Attendance estimated at 190.

Call to Order: Vice Chair Cheryl Heitmann called the meeting to order at 3:02 p.m. Heitmann thanked everyone for attending the Annual Meeting today.

Roll Call: Nancy Kierstyn-Schreiner

Amendment to the Agenda: None

Public Comment: None

Minutes: Vice Chair Heitmann asked if there were any comments on the November 17, 2016 minutes. With none, Heitmann requested a motion to approve the minutes from the meeting of November 17, 2016. Henry Dubroff moved to approve and file the minutes from November 17, 2016. Roseann Mikos seconded the motion. Members Amy Fonzo, Kristin Decas and John Zaragoza entered after this item. All remaining board members listed in attendance in favor, motion carried.

Administration: **Consideration of a Grant Award from the California Public Utilities Commission, in the Amount of \$250,000, for the Term February 1, 2017 – January 31, 2019, to Serve as Fiscal Agent for the Broadband Consortium of the Pacific Coast. Recommendation to Approve.**

Stenslie informed the board that Broadband connectivity is increasingly recognized by both public and private sector leadership as essential infrastructure. Though highly valued, capacity levels vary widely, with several areas throughout California still suffering from no or very poor connection, and with insufficient levels of competition among providers to help drive improvements. While Ventura County has better coverage than much of more rural California, we still have significant gaps for adequate coverage, and in many areas only single providers, which impacts both capacity and affordability.

In response to the CPUC's invitation for regional consortia to help identify gaps in local broadband connectivity and capacity and to help identify priorities for improvement, EDC-VC convened several meetings of a broad range of stakeholders in Ventura, Santa Barbara and San Luis Obispo Counties, to solicit interest in forming a regional consortia, to recruit committed parties, to identify gaps in service and to establish priorities for moving forward.

Those efforts resulted in our formation of the Broadband Consortium of the Pacific Coast, consisting of EDC-VC as lead applicant and fiscal agent, the Santa Barbara Chamber of Commerce (on behalf of the currently forming Santa Barbara Economic Vitality Team) and the Economic Vitality Corporation of San Luis Obispo.

The consortium was funded at \$300,000 for a two year cycle beginning in July 1, 2014. We applied for a two year renewal in January 2016. The CPUC has a Resolution on its agenda for January 19 to award us \$250,000, for a two year period starting February 1.

Over the last two years we have made considerable progress through the development of a three county state of the art assessment of broadband resources, both to the home and to business. We have developed strategic public/private partnerships in each of the three counties, each working regionally on strategies for deploying broadband to unserved areas and for improved broadband and communications assets in under-served regions.

Commitments for participation in this continuing effort are in hand from numerous partners, including county offices of education and local school districts, city and county offices in all three counties, private businesses, chambers of commerce and many more. While between funding cycles—since July 2016 until now—stakeholders in all three counties have continued to meet and work collaboratively toward broadband solutions.

Activities are organized around three priority areas:

- Securing Investment in Broadband Deployment, which includes a continuing assessment of needs, development of strategies and partnerships to improve access to resources for deployment and generation of proposals for infrastructure funding;
- Promote and Recognize Model Broadband Policies, Standards and Procedures, identifying best practices for more efficient and rapid deployment of fiber for improving broadband, identification of opportunities for improving provider competition;
- Broadband Adoption, assuring that priority communities are aware of and capable of taking advantage of broadband for improved quality of life and business competitiveness. These activities will mostly be conducted through partner organizations.

For implementation, Iprise Communications, with Bill Simmons as President, is proposed as our coordinator, for an estimated \$60,000 annually. Small contracts, up to 14,000 each, are proposed for issuance to the lead partners in Santa Barbara and San Luis Obispo Counties for coordination. EDC-VC will also access \$15,000 for our implementation and coordinating functions. The balance of some \$25,000 funding annually is intended for subject matter experts, as need is identified through implementation.

Vice Chair Heitmann asked for a motion that the Board of Directors delegate authority to the President/CEO, subject to legal review and approval:

- 1) To sign agreements as appropriate committing EDC-VC to represent and serve as fiscal agent for the receipt of \$250,000 over the period February 1, 2017 through January 31, 2019, for the Broadband Consortium of the Central Coast and for compliance with the terms, conditions and requirements set forth in California Public Utilities Commission Resolution T-17550 (attached, dated January 19, 2017);
- 2) Enter into agreement with the Santa Barbara Chamber of Commerce (representing the Santa Barbara County Economic Vitality Team) and the Economic Vitality Corporation of San Luis Obispo, as the members with EDC-VC of the Broadband Consortium of the Pacific Coast, in amounts not to exceed \$14,000 each annually, for the periods 2/1/17-1/31/18 and 2/1/18-1/31/19, to serve as County Coordinators as identified in the approved Work Plan as included in Commission Resolution T-17550;
- 3) To enter into agreement with Iprise Communications, William Simmons President, in the amount of \$60,000 annually, for the periods 2/1/17-1/31/18 and 2/1/18-1/31/19, to serve as the “Collaborative Developer” responsible for oversight and implementation of the Consortium activities as identified in the Work Plan.

Harold Edwards motioned to delegate authority to the President/CEO, subject to legal review and approval, the items noted above: Roseann Mikos seconded the motion. All remaining board members listed in attendance in favor, motion carried.

Election of Officers, 2017

In opening nominations, Vice Chair Heitmann presented the Executive Committee's recommended slate of Officers for 2017:

- Cheryl Heitmann, Chair
- Chris Meissner, Vice-Chair
- Peter Zierhut, Secretary/Treasurer
- Bruce Stenslie, President

It is recommended that the Board of Directors approve and elect the Executive Committee's slate of nominations for our 2017 officers

With no additional nominations offered, Vice Chair Heitmann requested a motion to approve the slate of Officers for 2017. Nancy Mayerson motioned to approve the slate of Officers for 2017 as nominated by the Executive Committee. John Zaragoza entered after this item. All remaining board members listed in attendance in favor, motion carried. .

Appointment of Executive Committee Members for 2017

Stenslie informed the Board that per the Chair Nominee's direction, the following slate of 2017 Executive Committee members is submitted for the board's approval:

Private Sector

- Harold Edwards, Limoneira Company
- *Chris Meissner, Meissner Filtration Products (Vice-Chair)**
- Sim Tang-Paradis, City National Bank
- *Peter Zierhut, Haas Automation (Secretary/Treasurer)**

Public Sector

- *Cheryl Heitmann, City of Ventura (Chair)**
- Roseann Mikos, City of Moorpark
- John Procter, City of Santa Paula
- Carmen Ramirez, City of Oxnard

Economic Development Roundtable

- Haider Alawami, City of Thousand Oaks

Newly elected Chair Cheryl Heitmann requested a motion to approve the 2017 Executive Committee slate as recommended. John Procter motioned to approve the 2017 Executive Committee slate as recommended. Henry Dubroff seconded the motion. John Zaragoza entered after this item. All remaining board members listed in attendance in favor, motion carried. .

Recommended Approval of 2017 Meeting Calendar

The meeting time and day of the week has been selected based on a polling of executive committee members. The table below also includes the projected meeting schedule for the full Board of Directors, though that will be addressed by separate action at our annual meeting on January 19.

Executive Committee meetings for 2017 will be held at **8:30 AM, first Wednesday** of the month at the EDC-VC offices, except no meeting in August. *Note, this is a change from the time and date in 2016.*

Full board meetings are held on the **third Thursday of the month at 4:00 PM**. Unless otherwise notified, full board meetings are at the **Camarillo Hampton Inn, 50 West Daily Drive**.

Please note the Annual Meeting each year in January starts at 3:00 PM at Spanish Hills Country Club, followed by the larger meeting which runs through dinner.

As in past years we do not plan to hold full board meetings in August and December.

<u>Month , 2017</u>	<u>Executive Committee</u>	<u>Full Board</u>
January	1/11 (note alternative date)	1/19 (Annual Meeting, 3:00 PM)
February	2/1	2/16
March	3/1	3/16
April	4/5	4/20
May	5/3	5/18
June	6/7	6/15
July	7/12 (note alternative date)	7/20
	no August meetings	
September	9/6 (to be confirmed)	9/21
October	10/4	10/19
November	11/1	11/16
December	12/6	No December Board Meeting
January, 2018	1/10/18	1/18/18 (Annual Meeting, 3:00 PM)

Newly elected Chair Heitmann asked for a motion that the Board approve its 2017 meeting schedule. Roseann Mikos motioned to adopt the EDC-VC's 2017 meeting schedule. Kelly Long seconded the motion. John Zaragoza entered after this item. All remaining board members listed in attendance in favor, motion carried.

Recommendation to Receive and File "2016 Highlights"

Stenslie stated, again this year we have assembled an annual "highlights" document. Developed in concert with Mayerson Marketing & Public Relations

It is submitted to the Board for receipt and file.

The document is not intended to serve as a formal annual report, rather it is to provide attendees of our Annual Meeting and stakeholders a snapshot of some of our work.

Key points include:

- A Twenty Years of Impact timeline highlighting various milestones in the growth and evolution of the organization.
- Outstanding performance again through our Small Business Development Center program. Kudos to Director Ray Bowman, Kelly Noble, Shalene Hayman, Alondra Gaytan and Curtis Crispin and our team of expert consultants.
- Outstanding performance and continuing positive growth in our lending and access to capital programs as led by Marvin Boateng, and our access to \$1.75 million in private capital through Rabobank, City National Bank and California United Bank.
- Success stories from two of our clients: Jet Air Technologies in Ventura and 3-D Lettering Corporation in Simi Valley.

- A newly introduced sub-heading, summarizing some of our activity and success in providing support for entrepreneurship and innovation.

We look forward to building on and expanding this work in 2017.

Kristin Decas motioned to receive and file the 2016 Highlights document. Henry Dubroff seconded the motion. John Zaragoza entered after this item. All remaining board members listed in attendance in favor, motion carried.

**Closed Session –
Conference with
Labor Negotiators
Pursuant to
Government Code §
54957.6. Title:
President.
EDC-VC
Representatives
Peter Zierhut and
Nancy Kierstyn
Schreiner
Unrepresented
Employee:
President**

The Board went into closed session at 3:15 p.m., with staff exiting the meeting.

The Board Returned from closed session at 3:22 p.m. and legal counsel announced a unanimous vote by the Board for a positive performance review and recommending a 2% salary increase and 3% merit bonus.

**Consideration of
Second Amendment
to the President’s
Employment
Contract**

Vice Chair Heitmann asked for Board Member’s recommendations on the President’s contract term and compensation.

Roseann Mikos moved to approve a President’s Contract modification, setting the base salary for the year ending November 25, 2016 at \$149,115 and re-establishing an allowance for the board’s discretion and consideration of an annual merit increase in each year of the contract, and to approve a 2% salary increase for the year ending November 25, 2017 and a 3% merit bonus for the year ending November 25, 2016.

Henry Dubroff seconded the motion. All listed in attendance in favor, motion carried.

**Board Member
Comments
Break at 3:25 PM to
Reception and
Larger Annual
Meeting**

None

The meeting was temporarily suspended at 3:24, to re-start for the Annual Meeting at approximately 4:00 PM.

**Reconvene at 4:00
PM – Grand
Ballroom**

- **Welcome by
Bruce Stenslie**
✓ **2016
Highlights
and 20
Years of
Impact
Video**

Bruce Stenslie welcomed everyone at 4:12 and thanked them for attending EDC-VC’s 20th Annual Meeting. Stenslie stated that he is standing in for Peter Zierhut, from Haas Automation, our 2016 Chair. On his behalf, I’d like to thank our board members for their support this past year and for all the work you do in Ventura County. It’s very much appreciated.

Stenslie asked the EDC Board Members to stand and be recognized.

Stenslie asked for a round of applause for our Board of Directors and for their dedication to growing the Ventura County economy.

- ✓ **Introduction of 2017 Officers** Stenslie stated that while on the topic of thanks, he'd like to thank our many sponsors who help make this event and our work possible.
- **Priorities for 2017 by Chair Nominee Cheryl Heitmann** Stenslie thanked all of the sponsors.
At this event each year, we do a little bit of looking back and looking forward.
Looking back for a moment, 2016 was a very productive year for EDC-VC.
- **Keynote Speakers, on Sustainable Water Solutions, Mauricio E. Guardado Jr. and Susan Mulligan** For a summary of our activity, on the tables for each of you are copies of our 2016 Highlights.
We hope you take a close look at the Highlights and share it with your colleagues.
As you may know, we are very much a service directed group. Many of those services are included in the Highlights.
For 2016, Stenslie mentioned two areas of activity.
First, under the direction of our staff—Marvin Boateng and Ray Bowman—we continued to excel in direct lending and business access to capital.
Looking at our total regional impact, through our Small Business Development Center, we helped firms this past year secure more than \$60 million in new capital.
On our direct lending side, we secured a California designation as a Community Development Financial Institution, improving our access to capital and to loan guarantees.
This designation is also a validation of our professional standing in alternative lending as a contribution to economic development.
Second, over this past year we got involved in supporting the work of California Lutheran University, in collaboration with the Fox Canyon Groundwater Management Agency, working on regional water sustainability
You can read about that in a report also on the tables in front of you, titled “Introducing a Water Market in Ventura County.”
We'd like to thank and recognize the innovative work of
 - Mathew Fienup
 - Edgar Terry
 - And the entire Fox Canyon Groundwater Management Agency
 The idea and practice of market-based groundwater trading is becoming ever more real in Ventura County. We're thrilled for having been a partner in supporting that work.
Now looking even further back, this year we are celebrating our 20th annual meeting. We have a short video to help tell that story.
Video Played
Now moving forward, Stenslie introduced our newly elected Chair for 2017, Cheryl Heitmann, Councilmember, City of Ventura.

Serving as officers with Cheryl will be Vice Chair Chris Meissner, Meissner Filtration Products And Peter Zierhut will be continuing on as our Secretary/ Treasurer.

With a thanks again to Peter for serving as our Chair, and for all of you for being here today . . . Please welcome our 2017 Chair Cheryl Heitmann.

Chair Heitmann thanked Peter for all his work and gave a special thank you to the EDC VC Board of Directors for her election as Chair.

While it is common practice in meetings of all kinds to recognize our elected officials, here today we take pride in honoring our public/private partnership and are especially happy to see all of the public officials here, dedicated to working with business to grow our Ventura County economy. Chair Heitmann recognized and thanked all the public officials in attendance.

And now looking ahead to 2017, Seeing this wonderful video, it's clear that we have a great foundation to build on. Chair Heitmann noted three points to anticipate in our work over the next year:

First, one thing we learned from the recession and recovery, is things aren't ever going to be quite the same in Ventura County.

While we're not averse to change, we do think it's important to keep informed on what is our actual condition and the direction of our movement.

To that end, beginning this year we'll be exploring how to more formally commit to and deliver on an on-going basis something of a regional, quarterly economic dashboard.

We'll be partnering with others on this, dedicated as always to collaboration and to providing direct value to local business.

Second, we will continue our concentration on helping business secure the capital they need to fuel their growth.

We're honored to work on this with several banks in the room—Rabobank, City National Bank, California United Bank—and we're eager to continue and grow those partnerships.

This year too, however, we'll be seeking a designation by the US Treasury, as a CDFI, advancing our ability to access capital and to support local business.

Finally, as an organization with 20 years behind us, with strong annual growth, we'll be looking to build on our existing capacity to deliver services. We'll be exploring the opportunity to add to our staff, growing our professional capacity to serve businesses throughout the county.

There's more we could talk about for priorities, but considering the work ahead of us in 2017, I know it will take a great team to move us forward. We have a strong board in place and I would like to introduce you to our executive committee for 2017.

From actions approved earlier today, joining me on our Executive Committee will be our Officers:

Chris Meissner, Meissner Filtration Products

Peter Zierhut, Haas Automation

And appointees, representing the private sector:

Harold Edwards, Limoneira Company

Sim Tang-Paradis, City National Bank

And Representing the Public sector:

Council Member Roseann Mikos, City of Moorpark

Council Member John Procter, City of Santa Paula

Mayor Pro Tem Carmen Ramirez, City of Oxnard and

Haider Alawami, City of Thousand Oaks, representing the Economic Development Roundtable.

Finally, I'd like to call out a particularly special thank you. To now former, though forever, County Supervisor Kathy Long. If you haven't yet done so, please take a look at the back page of our programs, where we have our Proclamation for the Supervisor's work and contributions to EDC-VC.

Kathy has a very long history with EDCVC, having helped initiate it in 1996. She has always been a strong advocate for public private partnerships and a strong supporter of local businesses and the importance of the EDCVC to our local economy and our regional quality of life. Chair Heitmann asked Kathy Long to the podium and presented her with a gift.

We'd like to turn now to our topic of the day, Sustainable Water Solutions. Chair Heitmann introduced Matthew Fienup, Director of the California Lutheran University, Center for Economic Research & Forecasting.

Many of you have met Matthew. We've been excited to hear of his work recently in helping develop a regional Water Market. We're also thrilled that he was recently named the new Director of the Center for Economic Research & Forecasting.

Matthew introduced the topic, concentrating on the importance of water to the region's economy, and introduced Mauricio E. Guardado Jr. and Susan Mulligan, who provided a 30 minute overview on the history of water resource development in Ventura County, the concerns for continuing to secure the resource and several options and opportunities for improving our water security.

After the presentation and Q&A, Chair Heitmann returned to the podium. Heitmann stated that though we're sorry he's unable to be here, it is her honor and pleasure to thank Peter Zierhut, our 2016 Chair, for his outstanding contributions to our Board and to our region's economy and economic development. In recognition of that work, we have a gift for Peter, we have proclamations from throughout the region.

Cheryl asked all that have proclamations to come up for a group photo for Peter. Thank you everyone for helping us honor the outstanding work and leadership of Peter Zierhut.

Adjournment:

Chair Cheryl Heitmann thanked everyone again for their attendance, looking forward to a great 2017.

Meeting adjourned at 5:12 p.m. to February 16, 2017.