

MISSION-WEST VALLEY LAND CORPORATION

Board of Directors

Regular Meeting

Minutes

November 18, 2014

1. Call to order

A regular meeting of the Board of Directors of the Mission-West Valley Land Corporation was called to order by President Chad Walsh at 5:00 p.m. in the West Valley College Board Room, Saratoga, CA

2. Roll Call

Directors Adrienne Grey, Nick Heimlich, Jack Lucas (arrived at 5:02pm), Bob Owens, Buck Polk, Chad Walsh - President, and Karl Watanabe – Vice President (arrived at 5:23pm); Secretary/Treasurer Ed Maduli.

3. Approval of the order of the agenda

The order of the agenda was approved as presented. (Polk/Owens, 5/0/0, with Lucas and Watanabe absent and not voting)

4. Oral communications from the public on items not listed elsewhere on the agenda

None.

5. Approval of the minutes of the meeting of September 16, 2014

The September 16, 2014, meeting minutes were approved as presented. (Owens/Polk, 6/0/0, with Watanabe absent and not voting)

6. Officers' Report

Mr. Maduli reported that the Land Corporation's tax return has been completed and was filed on November 12, 2014.

7. **Review, consideration and possible action to accept the Statement of Revenues, Expenditures and Net Assets of the Land Corporation as of October 31, 2014**

The October 31, 2014, Statement of Revenues, Expenditures and Net Assets was accepted as presented. (Owens/Polk, 6/0/0, with Watanabe absent and not voting)

8. **Review, consideration and possible action to accept receipt of the Land Corporation's annual fiscal audit as prepared by Johanson & Yau, and covering the period from July 1, 2013 through June 30, 2014**

There was a motion to "accept the Land Corporation's annual fiscal audit as prepared by Johanson & Yau, and covering the period from July 1, 2013 through June 30, 2014."

Mr. Maduli commented that this was the first audit prepared since he became secretary/treasurer of the Land Corporation, and that he met with staff from Johanson & Yau to review it. He reported that there were no findings or recommendations and that the audit is clean.

The motion passed. (Owens/Lucas, 6/0/0, with Watanabe absent and not voting)

9. **Review, consideration and possible action to accept the Capital Improvements and Special Projects Expenditure Plan**

There was a motion to "accept the Capital Improvements and Special Projects Expenditure Plan as presented."

Mr. Maduli reported that the capital improvements plan was compiled by the Executive Director of Facilities, the college Facilities Managers, and the college VP's of Administrative Services, and reviewed at EMT. All projects are expected to be completed in 2015.

Mr. Polk asked why there was no line item to repair the MC gymnasium clocks, which have been non-functional for some time. Mr. Maduli indicated that the clock repairs will be funded through scheduled maintenance and that funds are already available. Chancellor Schmitt said he would try to expedite the project.

Mr. Maduli then noted that the \$150,000 allocated to the WVC water pipe replacement project was simply a "down-payment" for the project. The project

will have to be completed in phases; the first phase will include replacing and/or installing shut-off valves to better isolate line breaks when they occur.

Mr. Heimlich asked if the new ERP system will interface with the Document Management System being funded through Special Projects funding. Mr. Maduli responded that the document management system is a data storage system to be used in place of storing physical records and that it will not interface with the new ERP.

Mr. Walsh inquired on the status of ubiquitous wi-fi on the campuses. Chancellor Schmitt responded that it should take place in the next several months; most buildings already have wi-fi.

Mr. Maduli commented on the Special Projects ADA Transition Plan funding for MC. Complaints regarding ADA compliance exist at MC. The funding allocated through Special Projects will be used to develop an ADA transition plan that identifies potential areas to be upgraded, the cost, and the timeline to implement.

The motion passed. (Grey/Lucas, 6/0/0, with Watanabe absent and not voting)

10. Review, consideration and possible action to consent to American Multi-Cinema, Inc., (AMC) obtaining a liquor license for its theaters located at the Mercado Center

There was a motion to “consent to American Multi-Cinema, Inc., (AMC) obtaining a liquor license for its theaters located at the Mercado Center.”

Mr. Maduli reported that some theaters are already serving alcohol at their facilities and that AMC Mercado would like to follow suit. The City of Santa Clara will grant the permit to serve alcohol to AMC only if the Land Corporation provides consent. Mr. Owens expressed concern about alcohol being served so close to an educational institution. Mr. Maduli stated that nearby restaurants already serve alcohol. Ms. Grey asked if obtaining a liquor license was an indication that AMC plans to continue long-term at the site. Mr. Maduli responded that it is likely they will stay long-term. Mr. Lucas asked if the sale of liquor was likely to raise the earnings for AMC and, if so, if the Land Corporation could then negotiate a rent increase. There was no further discussion.

This motion passed. (Heimlich/Polk, 6/0/0, with Watanabe absent and not voting)

11. Review, consideration and possible action to approve the Land Corporation meeting dates for calendar year 2015

Mr. Walsh started the discussion by stating that the proposal to move to quarterly meetings does not seem reasonable and recommended meeting every other month instead. Ms. Grey thinks meeting dates should be determined based on business needs. Mr. Owens stated that meeting every other month is acceptable as long as fiscal matters are resolved in a timely manner. Mr. Heimlich believes bi-monthly meetings are sufficient, especially in light of the new funding policy and the need to consider and approve funding requests.

There was a motion to “approve a bi-monthly calendar of meetings beginning in January 2015.” The motion passed. (Grey/Polk, 6/0/0, with Watanabe absent and not voting)

12. Director’s Reports

None.

13. Adjournment

Meeting adjourned at 4:26pm.