

**i-GATE Joint Board Meeting
Joint Board Meeting Minutes
May 3, 2012**

1. CALL TO ORDER – Interim CEO Rob White welcomed attendees to the joint boards meeting and the meeting was called to order at 1:05pm at the i-GATE NEST Commercialization Center, 7693 Longard Road, Livermore, California.

1.1 ROLL CALL – Present

Development Corporation: Bjornulf White (phone), Bryan Gillette, Buck Koonce, Dale Kaye, John Mahoney, Marshall Kamena, Sblend Sblendorio, Supervisor Scot Haggerty, Ro Khanna, Susan Dell'Osso, Tom Hall, Woody Clark (phone).

NEST: Bjornulf White (phone), Doug Rotman, Elizabeth Ambos (phone), Supervisor Scott Haggerty, Marshall Kamena, Woody Clark (phone), Hal La Flash, Jim Caldwell, Karen Engel, Rick Lazansky, Shail Khiyara, Jeff Wolf.

Staff and volunteers present: Jim Ott, Brandon Cardwell, Melanie Hagebusch, Bruce Balfour, Camille Bibeau (phone), Rob White, Mayor John Marchand, Marc Roberts, Mayor Tim Sbranti, Joni Pattillo.

2. MINUTES APPROVAL – Meeting Minutes from Joint Boards Meeting on February 15, 2012 were unanimously approved at 1:09pm.

3. CITIZENS FORUM

NEST Chairman Khiyara provided the opportunity for any citizen to speak on an item that was not listed on the agenda at 1:10pm.

Laura Bone, TRIKKE Sales Representative, Northern California Region, informed the i-GATE Boards how the TRIKKE organization is dissatisfied with their relationship with i-GATE. TRIKKE would like to see more engagement and relationships made by i-GATE to help their company continue to move forward. Ms. Bone referenced that TRIKKE's relationship with Wavepoint has diminished and they are in need of making stronger relationships. The two key needs for TRIKKE are: 1) Access to capital, and 2) Strategic introductions to move business forward.

4. REPORT FROM STAFF

There were no reports from staff at 1:14pm.

5. CONSENT CALENDAR

There were no consent items at 1:15pm.

6. MATTERS FOR CONSIDERATION

6.1 – Brown Act Discussion

CEO White provided an overview of the Brown Act Requirements (*The Brown Act Requirements packet is available on the website at www.igateihub.org*). He stressed the point that it is not acceptable to hold outside meetings and/or email votes prior to the next scheduled boards meeting per the requirements of The Brown Act. This item closed at 1:22pm.

Action Items:

Training will be provided at the next scheduled Joint Boards Meeting on August 2, 2012 by Kevin Young from the City of Livermore Attorney's Office.

6.2 Discuss and Direct – Framework for Operational and Financial Plan

CEO White provided a brief overview of the *Discuss and Direct* presentation regarding the *Framework for Operational and Financial Plan*, including the introduction of the “Municipal Partners” model, in which the City partners of i-GATE have agreed to fund the program - You can view this presentation on the website at www.igateihub.org. During this discussion, Supervisor Scott Haggerty presented a \$25,000 check from the Alameda County. This check and all future investments from Municipal Partners will be used to support the client services operations of i-GATE and to deliver programs and events in the i-GATE region.

As an example of regional programs which will be delivered, CEO White described the new Innovate ‘N’ Collaborate (iNC) networking series which will be offered in each city within the i-GATE Region.

Other items to consider for future quarters include the raising of \$25,000 that will go towards new offices at NEST and programs that will be offered to NEST Clients and others within the i-GATE Region.

Discussion of adding i-GATE partner cities. Currently there are 8 partnering cities. Five additional cities have shown interest (San Leandro, Brentwood, Richmond, Walnut Creek, and Venecia).

Action Items:

i-GATE staff will create a memo to show why each of the five interested cities should be considered as a Municipal Partner.

CEO White stated that work on establishing a permanent facility for i-GATE is underway. As noted in the presentation, funding needs to be raised and an increase in tenancy needs to occur as well. The timeline in which goals need to be met is as follows:

- Ground lease/location planning to be completed by June 30, 2013
- It will take approximately 24 months of planning/design, financing, and construction to complete the entire project by June 30, 2015

CEO White continued discussion of the *Combined Projected Revenues and Expenditures Statement* that can be found within the presentation. An increase in sponsorship funds and tenancy will help reach the goal of a balanced budget by June 30, 2013. This can be achieved two ways: 1) sponsors are willing to be multi-annual sponsors and 2) client/tenancy list increases.

Action Items:

1. *Identify fixed and variable costs on the Financial plan.*

2. *A breakdown is needed to show how expenditures are funding the facility.*
3. *Cost of new i-GATE facility that is projected to be completed on June 30, 2014.*

Upon completion of the presentation, NEST Chairman Khiyara addressed the Boards with a question, “*Do we understand the strategy and risks?*”. Two areas of concern were cited.

1. i-GATE does not have the ability to provide funding for startups.
2. Our value proposition needs to be defined for all constituents.

An example of value proposition to the Municipal Partner was provided:

- Consortium: They will be working as a geographical cluster.
- Programmatic delivery can be achieved. An example is allowing each city to have a page on the i-GATE website that points the reader to that particular cities website. This will allow for both a physical and virtual presence.

Tenancy is one of the key components for increasing revenue. However, it was expressed that Board Members do not have a substantial amount of information to help them “sell” a start-up on i-GATE. There needs to be better Venture Capital relationships, and i-GATE needs a more effective accounting of the service offering they provide so prospective clients know what to expect.

This item closed at 1:22pm.

6.3 Recommendation to: 1) Adjust Bylaws to Increase Board seats on each Board, 2) Approve Municipal Board Members

CEO White addressed the Boards with the following action items that need to be addressed:

- Adjusting Bylaws to add four additional voting positions to each Board.
- Accepting Davis, Danville, and Pleasanton as Municipal Board member positions.
- Boards support acceptance of Brentwood and San Leandro as municipal Affiliates to the Mayors Advisory Committee (to be ratified by existing MAC cities).

Adjusting Bylaws to add four additional voting position to each Board

Board Member Kaye made a motion, Board Member Koonce seconded, and passes with one (1) nay. Board Member Engel suggested an amendment to establish a ratio of public sector and private sector board members. After discussion, the boards determined that while maintaining public sector and private sector balance is important, it does not need to be incorporated into the bylaws. (Amendment fails, no second).

Board Member Bjornulf White voted nay because he feels recommendations for changes to the bylaws should come from a governance committee, which has not yet been established.

Boards discuss Accepting Davis, Danville, and Pleasanton as Municipal Board members

Staff recommends the board accept Davis, Danville, and Pleasanton as Municipal Board members.

Board Member Lazansky made a motion, Board Member La Flash seconded, and passes unanimously.

Boards discuss adding partner cities to the i-GATE consortium

Staff recommends the board adding four voting positions to each board in order to accommodate the addition of four cities as board level municipal partners.

The Board recommends that there be a focal point for how to evaluate additional cities that want to join the i-GATE consortium. Brentwood makes sense to join due to the fact they have businesses that want to work with both National Laboratories. The Boards are less certain about San Leandro, but noted that the decision should be left to the Mayors Advisory Committee because neither Brentwood nor San Leandro is being considered for a Board Level seat.

Action Item:

Create a compare/contrast document of all cities wanting to join i-GATE, choose two cities that fit the model, and include their value proposition.

This item closed at 3:24pm.

7. MATTERS INITIATED

There were no matters initiated at 3:25pm.

8. ADJOURNMENT

NEST Chairman Khiyara and Dev. Corp. Chairman Hall adjourned the meeting at 3:26pm with a reminder about the next Joint Boards Meeting on August 2, 2012 from 1:00pm-3:00pm at the i-GATE NEST Commercialization Center, 7693 Longard Road, Livermore, California.