

**LLC Managing Committee Meeting Agenda
Zoom Meeting**

Tuesday, April 5, 2022
3:00 PM

Committee Members (8):

Mike Boer (CAWG Past Director), Chair (July 1, 2021 - June 30, 2022)
John Aguirre (CAWG President), Jim Harbertson (ASEV Technical Program Director), Dan Howard (ASEV Executive Director), Anita Oberholster (ASEV Past Board Member), Bill Pauli (CAWG Past Chair), Tom Slater (CAWG Chair) Keith Striegler (ASEV 1st Vice President)

LLC Managing Committee Meeting Agenda

1. **Call to Order**
2. **Approval of April 5 Meeting Agenda**
3. **Approval of March 8 Meeting Minutes***
4. **New Business**
5. **Old Business**
 - a. Sheraton Hotel Attrition
 - b. John Aguirre's Replacement Discussion Continued: Interim Replacement Discussion & Agreement Document*
 - c. Program Development Committee Update
 - d. Keynote Speaker: Second Discussion
 - i. Status: Danica Patrick, <https://www.somniumwine.com/Our-Team/Danica-Patrick>
 - ii. Back-Up Speaker: Dusty Baker, <https://www.bakerfamilywines.com/>
 - e. Oregon Wine Symposium: Oregon Winegrowers Association and The Oregon Wine Board Email and Discussion regroup
6. **Next Meeting Date and Time**
7. **Adjournment**

**documents attached*

**LLC Managing Committee Meeting Minutes
Zoom Meeting**

Tuesday, March 8, 2022

3:00 PM

Committee Members (8):

Mike Boer (CAWG Past Director), Chair (July 1, 2021 - June 30, 2022)

John Aguirre (CAWG President), Jim Harbertson (ASEV Technical Program Director), Dan Howard (ASEV Executive Director), Anita Oberholster (ASEV Past Board Member), Bill Pauli (CAWG Past Chair), Tom Slater (CAWG Chair) Keith Striegler (ASEV 1st Vice President)

Others Present

Jenny Devine (CAWG Staff)

LLC Managing Committee Meeting Agenda

1. **Call to Order.** Mike Boer called this meeting to order at 3:01 PM.
2. **Approval of March 8 Meeting Agenda.** Tom Slater requested to amend the meeting agenda to add under New Business, 4 a. to include a discussion on John Aguirre's replacement upon his retirement on May 31, 2022, and Dan Howard requested to add under New Business, 4 b. the email received from the Oregon Winegrowers Association. Jim Harbertson moved to approve the agenda as amended, second by Tom Slater. Motion was approved.
3. **Approval of February 4 Meeting Minutes.** Bill Pauli moved to approve the February 4 meeting minutes, second by Jim Harbertson. Motion was approved.
4. **New Business**
 - a. **Hotel Attrition:** The Hyatt was very kind to waive their hotel room attrition (90%). However, the Sheraton is sticking to their guns and sent over a preliminary bill for \$92,000 in attrition. In order for Unified to secure rooms at a discounted room rate, we have to guarantee 80% in hotel room attrition, and if we fall below 80%, we are responsible for rooms unsold.
 - i. John Aguirre expressed frustration and stated that we should take away as much business from the Sheraton as we can. Dan Howard agrees, but it would unfortunately hurt our attendees, they would have to pay for a higher room rate, and we unfortunately do not have any other facility to host our luncheon or reception. The contract is under review with the lawyer to see what we can do. If not, Dan will go back to see if there is another arrangement such as 50/50.
 - ii. Having to pay the full amount is the worst-case scenario.
 - b. **John Aguirre's Replacement Discussion:** Tom Slater stated that John Aguirre's last day will be May 31 and he would like to know what actions need to take place if there is not a replacement in time of John's departure. Dan Howard asked if there was an interim president identified, Tom Slater stated that there is not just yet.
 - i. The way that the operating agreement is written, it is the president who is the representative, and it does not cover an interim. However, the LLC Managing Committee can vote on an individual who will serve as the interim. It currently states that the interim replacement will need to be either a staff member who is the interim president or a board member who is appointed as interim president, unless the managing partner brings forth another name, and the LLC Managing Committee votes and approves the suggested interim replacement and agreement.

ii. Bill Pauli, asked about John Aguirre's Proxy. The proxy is technically for someone who is on the committee, but not present to vote during the meeting. Because John will no longer be on the committee, he cannot have a proxy. However, Dan Howard will investigate this.

c. **Email from Oregon.** The Oregon Winegrowers Association is looking to expand the Oregon Wine Symposium and reached out to discuss the potential opportunity to partner on education seminars or promotion. The discussion included: The Oregon Wine Board and Oregon Winegrowers Association currently partner to produce the Oregon Wine Symposium. There is a bit of frustration on the Oregon Winegrowers Association side in their partnership with the Oregon Wine Board to produce the symposium. They are looking for potential partners to produce a show in the northwest. We do not know what the proposal is or what the back story is, but that Brook Delmas Robertson, on the executive board, and Jana McKamey, executive director, reached out to CAWG to discuss. This is a heads up to the LLC Managing Committee, and John and Dan will discuss this with Jana.

5. Old Business

a. **Program Development Committee Co-Chairs Update.** Leticia Chacón-Rodríguez is available and interested in participating once again. We reached out to Alisa Jacobson to see if she would be interested in being co-chair with Leticia, as she was the first name that was suggested to be the new co-chair. She is available and interested if the LLC Managing Committee approves. Unless there are additional names to suggest, we would like to move forward with a motion. Bill Pauli moved to approve Leticia Chacón-Rodríguez and Alisa Jacobson as co-chairs of the 2023 Unified Program Development Committee, second by Tom Slater. Motion was approved.

b. **Keynote Speaker: Second Discussion**

i. **Danica Patrick,** <https://www.somniumwine.com/Our-Team/Danica-Patrick>

1. Mike Boer stated that he was in an educational session earlier in the day and there was interested in having Danica Patrick as the keynote speaker. John Aguirre asked what the appeal was, and it is true celebrity and name appeal. Dan Howard asked if there was a connection, and John stated that CAWG's lobbyist represents NASCAR in addition to CAWG and could assist with reaching out. The only concern is going through her PR firm and a potential speaker fee. Bill Pauli stated that he could reach out to the staff at her winery and vineyard. He will be in Napa this coming weekend and could put feelers out to see if we could get a connection to her.

ii. **Other Potential Names**

1. Celebrities who are into the wine industry

a. Dusty Baker, <https://www.bakerfamilywines.com/>

b. Drew Bledsoe, Walla Walla Wine, WA, Bledso Family Winery - <https://www.bledsoefamilywinery.com/>

c. Dwyane Wade, Basketball - <https://dwadecellars.com/>

d. The McBride Sisters. A great story on diversity and about opening doors for a more optimistic future. <https://www.mcbridesisters.com/>

e. The Roots Organization. Self-made story of growing students in university. <https://www.therootsfund.org/>

2. We could do a panel of high level/celebrity speakers

6. **Next Meeting Date and Time.** The next LLC Managing Committee Meeting will take place on April 5 at 3:00 PM.

7. **Adjournment.** Jim Harbertson made a motion to adjourn the meeting, second by Tom Slater. Meeting was adjourned at 3:43 PM.

AGREEMENT FOR APPOINTMENT OF INTERIM MANAGING COMMITTEE MEMBER
OF UNIFIED WINE & GRAPE SYMPOSIUM, L.L.C. (“LLC”)

Effective Date: June 1, 2022

[INSERT NAME] (“Interim Managing Committee Member”) and the LLC Members THE AMERICAN SOCIETY FOR ENOLOGY AND VITICULTURE, a California nonprofit corporation (“ASEV”) and CALIFORNIA ASSOCIATION OF WINEGRAPE GROWERS, a California nonprofit corporation (“CAWG”) agree as follows:

RECITALS

A. Section 5.8(a)(i) of the LLC First Amended Operating Agreement provides that the President of CAWG shall serve on the Managing Committee of the LLC so long as they hold the position.

B. John Aguirre, CAWG’s current President, will hold the position of President through May 31, 2022 and effective June 1, 2021 there will be a vacancy on the LLC Managing Committee.

C. CAWG plans to conduct a search for a new permanent President and in the interim CAWG desires to nominate the Interim Managing Committee Member until CAWG appoints a new permanent President. ASEV agrees to accommodate this request.

D. This is intended as a temporary appointment and not an amendment of the LLC’s First Amended Operating Agreement.

AGREEMENT

The Interim Managing Committee Member will temporarily hold the position of the President of CAWG on the LLC Managing Committee effective June 1, 2022 through the date that CAWG appoints a new permanent President to replace John Aguirre. During this term, the Interim Managing Committee Member will have the same duties and voting rights as the President of CAWG while serving on the LLC managing committee pursuant to the terms of the LLC’s First Amended Operating Agreement.

ASEV, CAWG, and the Interim Managing Committee Member agree that the appointment of the Interim Managing Committee Member ends immediately and terminates upon CAWG appointing a permanent President to replace John Aguirre.

The Members of the LLC are authorized to execute this Agreement only if the Managing Committee of the LLC a Vote of the Members appoints the Interim Managing Committee Member.

IN WITNESS WHEREOF, the Members have executed this Agreement effective as of the Effective Date.

AMERICAN SOCIETY FOR ENOLOGY AND VITICULTURE

BY: Dan Howard, Executive Director

CALIFORNIA ASSOCIATION OF WINEGRAPE GROWERS

BY: John Aguirre, President

[INSERT NAME], Interim Managing Committee Member