

MINUTES OF THE BOARD OF DIRECTORS MEETING OF THE 16TH DISTRICT AGRICULTURAL ASSOCIATION, CALIFORNIA MID-STATE FAIR, HELD WEDNESDAY JANUARY 16, 2019, IN THE SKYBOX AT THE CALIFORNIA MID-STATE FAIR IN PASO ROBLES, CA.

Present: Directors Darway, Boneso, Lacey, Lilley, Sabin, Wheeler, and CEO Bradley

Absent: Directors Baldwin, Borjon, Woodruff

Guests: Dave Belmont, Heritage Foundation Board President
Deana Nelson, Heritage Foundation CFO
Brenda Fletcher, Heritage Foundation Board Member
Colleen Bojorquez, Business Assistant

The meeting was called to order at 9:33 a.m. by President Darway.

Director Darway asked Director Lilley to lead the flag salute.

Introduction of Guests:

Director Darway introduced Dave Belmont, Heritage Foundation Board President; Deana Nelson, Heritage Foundation CFO; and Brenda Fletcher, Heritage Foundation Board Member.

Approval of Absences:

It was moved by Director Boneso, seconded by Director Wheeler, and unanimously carried to approve the absences of Director Baldwin (ill), Director Borjon (ill), and Director Woodruff (out of the country).

Board Member	Aye	No	Abstention
Darway	X		
Lacey	X		
Baldwin (Absent)			
Boneso	X		
Borjon (Absent)			
Lilley	X		
Sabin	X		
Wheeler	X		
Woodruff (Absent)			

Approval of Minutes

It was moved by Director Lacey, seconded by Director Boneso, and unanimously carried to approve the minutes from the December 19th Board Meeting.

Board Member	Aye	No	Abstention
Darway	X		
Lacey	X		
Baldwin (Absent)			
Boneso	X		
Borjon (Absent)			

Lilley	X		
Sabin	X		
Wheeler	X		
Woodruff (Absent)			

Public Comment:

Deana Nelson, pursuant to Heritage Foundation bylaws, presented the Association Board with the Foundation's 2018 annual report, including the year-end profit and loss statement and balance sheet.

Consent Agenda:

It was moved by Director Lacey, seconded by Director Sabin, and unanimously carried to approve the Consent Agenda.

Board Member	Aye	No	Abstention
Darway	X		
Lacey	X		
Baldwin (Absent)			
Boneso	X		
Borjon (Absent)			
Lilley	X		
Sabin	X		
Wheeler	X		
Woodruff (Absent)			

Old Business

A. Strategic Plan/Master Plan

CEO Bradley said the Association has secured LSA and Associates to conduct the Master Plan. A two (2) day discussion meeting will be set for February for Task Force members and stakeholders to attend and provide input on the three (3) discussion topics: 1) the potential location of a conference center, 2) rendering of the conference center facility, and 3) the best use of the Pioneer Park property. Director Lilley asked if the funding piece of the conference center will be discussed. CEO Bradley said the cost of the conference center will be discussed but not the funding nor how it is will be governed.

New Business

A. Committee Reports

Finance Committee Report

There was no Finance Committee Report.

Executive Committee Report

There was no Executive Committee Report.

Agriculture Committee Report

There was no Agriculture Committee Report.

Operations Committee Report

There was no Operations Committee Report.

Fair Programs Committee Report

There was no Fair Programs Committee Report.

Marketing Committee Report

There was no Marketing Committee Report

B. Task Force Committee Reports

Country Rodeo Task Force

Director Sabin said the next Country Rodeo Task Force meeting is set for February 4th.

C. Election of 2019 Officers

It was moved by Director Lilley, seconded by Director Boneso, and unanimously carried to elect Dee Lacey as President and Director Baldwin for Vice President for the 2019 year.

Board Member	Aye	No	Abstention
Darway	X		
Lacey	X		
Baldwin (Absent)			
Boneso	X		
Borjon (Absent)			
Lilley	X		
Sabin	X		
Wheeler	X		
Woodruff (Absent)			

D. Annual Dinner

Director Lacey reminded the Board each member will be provided a table for 10 guests and the names of each guest will need to be given to Kim Daily or her as soon as possible.

E. Resolution Regarding Workers Compensation Coverage for Board of Directors, Junior Fairboard Members, and Other Volunteers for 2019

CEO Bradley said this is an annual resolution to provide Workers' Compensation coverage should any volunteer, including Board members and Junior Fairboard members, be injured while volunteering on the grounds.

It was moved by Director Boneso, seconded by Director Wheeler, and unanimously carried to approve to accept the resolution regarding Workers' Compensation coverage for the year 2019 for members of the Board of Directors and Junior Fairboard of the 16th District Agricultural Association, and any volunteers donating time for the 16th District Agricultural Association, insomuch as be covered by the 16th District Agricultural Association's Workers' Compensation insurance while performing their volunteer work for the year 2019.

Board Member	Aye	No	Abstention
Darway	X		
Lacey	X		
Baldwin (Absent)			
Boneso	X		
Borjon (Absent)			
Lilley	X		
Sabin	X		
Wheeler	X		
Woodruff (Absent)			

Matters of Information

A. Staff Reports

There were no Staff Reports.

B. Manager's Report

The following items were presented by CEO Bradley as informational items:

1. 2018 Event Cost Analysis
2. Your attendance is requested:

As we have noted in past board meetings, We are sponsors of two very important dinners in our community and because of our leadership position, we are asking that Board Members attend with spouses (and/or other guests such as a business partner of yours or contributor of the fair) to provide support for the historic, current and future contributions we make to the City, the County, the Region and the State. I cannot emphasize how important this is for our continued success.

The SLO Chamber 114th Annual Dinner- set for Saturday, January 19, start time 6:00 pm at the Madonna Expo Center. This features the SLO Citizen of the Year, entertainment and the introduction of our new President and CEO Jim Dantona. I have served as a Board member for the past year. We have a sponsor table of 10. Board Members confirmed as attending with spouses as of 1/15/19 are Darway and Lilley, CEO Bradley will also be in attendance with his wife Kim. We have four seats open.

Paso Robles Chamber of Commerce Gala- set for Saturday, January 26, start time 6:00 pm at the Paso Robles Inn Ballroom. Matt Masia is being honored as the Roblan of the Year. We have a

table of eight (8) as a sponsor. The event includes a live and silent auction. Out table of eight is full. Board Members Lacey, Sabin, Woodruff and Baldwin will be present with spouses.

Please email or call Colleen or me to in the next few days to RSVP with your name and guest(s) for the SLO Chamber dinner no later than Wed Jan 16 at 1 PM.

3. 2019 Board Roster – Review and update as needed
4. 2019 WFA Convention—Directors Darway and Baldwin, CEO Bradley, and staff members Brown, Lucas, Tucker, and Bojorquez will attend.
5. The California Mid-State Fair has been nominated as a finalist for a Merrill Award by WFA for “‘Hands-On Farming’ The Joe Sabol Experience”. Winners will be announced at the WFA conference this month. This exhibit was honored by IAFE with the Best of Division Trophy at the San Antonio meetings in November.
6. Sabrina Sakaguchi has been hired as the Commercial/Concessions and Contracts manager, responsible for all food/beverage concessions, commercial vendors, and the Association’s contract production responsibilities. Sabrina starts her work this month.
7. LSA and Associates has been selected as our Master Plan Firm to work with our team on locating the Conference Center on site as well as the best use for the Pioneer Park Property. Final reports maps and renderings are expected in April.
8. Upcoming Interim Events
 - a. Double R Cutting, January 17th through January 20st
 - b. Atascadero High School Winter Formal, January 19th
 - c. Dinosaur Planet, February 1st through February 3rd
 - d. Central Coast Cutting Horse Show, February 6th through February 10th
 - e. Cal Poly’s Western Bonanza, February 15th through February 17th
 - f. Simply Clear Marketing Home and Garden Show, February 23rd through February 24th
9. Annual Dinner, Friday, February 1st, 2019 at 5:00 pm. Please provide names of your table guests to Kim Daily no later than January 28th.
10. The Heritage Foundation Crab Feed is Saturday, February 2nd. See Director Darway regarding tickets.
11. Next Board Meeting will be Wednesday, February 20th at 9:30 a.m. (Finance will meet before at 8:30 a.m.)
12. Future Agenda Items: Form 700, Check Signing Authorization

C. Director’s Discussion

Director Lilley said the Association needs to be conscious of the gift of public funds as it relates to the Heritage Foundation and the various benefits provided to its members. He noted as part of the Heritage Foundation analysis, the Board needs to be thoughtful of the proper approach and policy to protect the Association.

Director Lilley said he met with staff regarding budget reserve policies. Staff is in the process of putting language together and he will report back when it is ready for review.

Director Darway thanked the Board for his time as President the last two (2) years.

Recess

Closed Session

Closed Session will be held to consider, under Government Code Section 11126(a), personnel.

There was no action

Closed Session

Closed Session will be held to consider, under Government Code Section 11126(a), litigation.

There was no action.

Adjournment

With there being no further business, the meeting was adjourned at 11:05 am.

Respectfully submitted:

Michael H. Bradley, CEO

Approved by:

Chris Darway, President

Dated: _____