

MINUTES OF THE BOARD OF DIRECTORS MEETING OF THE 16TH DISTRICT AGRICULTURAL ASSOCIATION, CALIFORNIA MID-STATE FAIR, HELD WEDNESDAY MARCH 20, 2019, IN THE SKYBOX AT THE CALIFORNIA MID-STATE FAIR IN PASO ROBLES, CA.

Present: Directors Lacey, Baldwin, Boneso, Borjon, Darway, Lilley, Sabin, Woodruff, and CEO Bradley

Absent: Director Wheeler

Guests: Dave Belmont, Heritage Foundation Board President
Deana Nelson, Heritage Foundation CFO
Brenda Fletcher, Heritage Foundation Board Member
Frank Haselton, LSA and Associates
Steve Martin, Mayor Paso Robles
Patricia Harden, Courtyard by Marriott
Brittany Tomkin, Courtyard by Marriott
Victor Popp, Travel Paso
John Arnold, Holiday Inn Express
Ken Dewar, JB Dewar (JB YLF)
Todd Ventura, Poor Richard's Press (JB YLF)
Tom Frutchey, City Manager Paso Robles
Joel Peterson, Paso Robles Wine Alliance
Colleen Bojorquez, Business Assistant

The meeting was called to order at 9:34 am by President Lacey.

Director Lacey asked Director Sabin to lead the flag salute.

Introduction of Guests:

Director Lacey introduced Dave Belmont, Heritage Foundation Board President; Deana Nelson, Heritage Foundation CFO; Brenda Fletcher, Heritage Foundation Board Member; Frank Haselton, LSA and Associates; Steve Martin, Mayor Paso Robles; Patricia Harden, Courtyard by Marriott; Brittany Tomkin, Courtyard by Marriott; Victor Popp, Travel Paso; John Arnold, Holiday Inn Express; Ken Dewar, JB Dewar; Todd Ventura, Poor Richard's Press; Tom Frutchey, City Manager Paso Robles and Joel Peterson, Paso Robles Wine Alliance arrived after the introductions.

Approval of Absences:

It was moved by Director Darway, seconded by Director Boneso, and unanimously carried to approve the absence of Director Wheeler, who had a family emergency.

Board Member	Aye	No	Abstention
Lacey	X		
Baldwin	X		
Boneso	X		
Borjon	X		
Darway	X		
Lilley	X		

Sabin	X		
Wheeler (absent)			
Woodruff	X		

Approval of Minutes

It was moved by Director Lilley, seconded by Director Boneso, and unanimously carried to approve the minutes from the February 20th Board Meeting.

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

Public Comment:

There was no public comment.

Consent Agenda:

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

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

Old Business

A. Strategic Plan/Master Plan

CEO Bradley said the Master Plan Task Force (Directors Lacey and Boneso), several stakeholders, and staff met February 21st and 22nd with LSA and Associates to discuss the three (3) Master Plan topics: 1) the potential location of a Paso Robles Event Center conference center, 2) rendering of the conference center facility, and 3) the best use of the Pioneer Park property. Frank Haselton from LSA and Associates presented various findings for location sites of the convention center from the meeting. After reviewing

various location options including the Main Parking Lot on Riverside and the Pioneer Park property, he noted the Convention Center would be best located on-grounds and presented various options including Frontier/Ponderosa Pavilion sites and Adelaide/Estrella sites. Director Lacey noted the main concern of the Board is funding the project which will be researched in the next phase of the Task Force discussions. Mayor Steve Martin noted the partnership between the City of Paso Robles, the Association, Travel Paso, and local businesses is strong, and the Conference Center would drive tourism business to the City. Victor Popp reminded the Board that studies have shown a need for a Conference Center and the partners are willing to make sure it works financially for all involved.

It was moved by Director Darway, seconded by Director Boneso, and unanimously carried for the Association to continue the Conference Center analysis with the partners and retain a firm or individual to review funding of the Conference Center with a target price not to exceed 27 million dollars.

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

New Business

A. Committee Reports

Finance Committee Report

Director Darway reported on the Finance Committee meeting held prior to the Board Meeting. He said the Finance Committee reviewed and approved the financials from January 2019 and February 2019. He noted the Finance Committee reviewed the 2018 Statement of Operations which has been submitted to the State for approval. CEO Bradley noted a loss in 2018 which reflects the Board approved equestrian center stall purchase. He said the Association has seen a return on the stall investment as was projected. Director Lilley reminded the Board that the reserve amount should be completely restricted as it is expected to fall below the recommended 10% in 2019 after the purchase of the Pioneer property.

Director Darway said the February Event Cost Analysis was reviewed as an informational item.

It was moved by Director Baldwin, seconded by Director Woodruff, and unanimously carried to approve the Finance Committee report as presented.

Board Member	Aye	No	Abstention
Lacey	X		
Baldwin	X		
Boneso	X		
Borjon	X		
Darway	X		

Lilley	X		
Sabin	X		
Wheeler (absent)			
Woodruff	X		

Executive Committee Report

There was no Executive Committee Report.

Agriculture Committee Report

Director Sabin reported on the Agriculture Committee meeting held Monday, March 18th. She introduced Ken Dewar and Todd Ventura who presented on behalf of the James Brabeck Youth Legacy Foundation (JBYLEF). The JBYLEF would like to set up a fund to support youth through a scholarship for secondary education at the Association's Fair and Junior Livestock Auction. Partnering with the Community Foundation of San Luis Obispo, youth would apply to participate in a Livestock, Industrial Arts, Ornamental Horticulture or potentially Tractor Restoration project which would be funded by the JBYLEF. The project would be deemed "The Legacy Project" and exhibited at the Fair. The project would not be competitively judged through the Association, but instead evaluated by an official judge for quality and marketability. The project would go through the Auction process, but not sold in the traditional sense. The JBYLEF would have a predetermined amount and "purchase" the item. If all terms by the exhibitor are met, the exhibitor would receive a scholarship payable to a four-year or two-year college or trade school. The JBYLEF will retain 30% of the raised funds to cover the costs of the project and fund the scholarship, the Association will retain the auction commission rate, and the remaining funds will be donated to the CMSF Heritage Foundation for funding a future capital project agreed upon by the JBYLEF, Association, and CMSF Heritage Foundation. As an example, in 2019 the CMSF Heritage Foundation will receive 62.75% of the funds for a future capital project (30% to JBYLEF, 7.25% to Association, and 62.75% to CMSF Heritage Foundation). The funded capital projects would meet the Mission Statements of the Association and the CMSF Heritage Foundation.

It was moved by Director Darway, seconded by Director Borjon, and unanimously carried to approve the induction of the James Brabeck Youth Legacy Foundation to the 2019 Fair contingent on the approval and willingness of the Heritage Foundation Board of Directors to accept the funds.

Director Sabin noted the Committee reviewed and approved staff recommended uses for the 2019 JLA funds up to \$83,000 including: porta-cools and stand, hog pens, seating and tables for exhibitors, electrical, dusticide, shade cloth, and bio-security prevention. She noted a percentage of the \$83,000 would hit the general fund and would need to be reviewed by the Finance Committee.

It was moved by Director Boneso, seconded by Director Baldwin, and unanimously carried to approve the Agriculture Committee report as presented.

Board Member	Aye	No	Abstention
Lacey	X		
Baldwin	X		
Boneso	X		
Borjon	X		
Darway	X		
Lilley	X		

Sabin	X		
Wheeler (absent)			
Woodruff	X		

Operations Committee Report

There was no Operations Committee Report.

Fair Programs Committee Report

There was no Fair Programs Committee Report.

Marketing Committee Report

Director Woodruff reported on the Marketing Committee meeting held Tuesday, March 19th. She said the Committee discussed various challenges of the interim event program including identifying the best assets of the Association and the marketability of those assets, along with certain customer service issues, including Wi-Fi accessibility.

It was moved by Director Boneso, seconded by Director Darway, and unanimously carried to approve the Marketing Committee report as presented.

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

B. Task Force Committee Reports

Legal Task Force

Director Sabin said the Legal Task Force met March 18th. The meeting was informational and there was no report.

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. Form 700 – Due April 1st. Please get the completed form to Colleen today, March 20th.
2. Mission Marketplace applications are online and are being distributed to interested vendors. The interest is very high.
3. Entry materials are available online for the Showcase of Cities. To date there is commitments from Paso Robles, San Luis Obispo, Morro Bay, Arroyo Grande, and Oceano/Nipomo. The first deadline is April 16th.
4. Entry material is available online for the Central Coast Wine, Olive Oil, Vinegar, Home Wine, Home Brew, and Craft Spirits.
5. Still Exhibit entry is now available online. This year entries will be split and exhibited as “adult” and “youth” entries.
6. Staff members Chico Cerda, Mike Esser, and Hector Vergara participated in a statewide maintenance training program for Fairs in February called “Maintenance Mania”. Due to timing of interim events, this is the first time in recent years staff has been able to participate.
7. The Association has secured two (2) NEW sponsors for 2019. Both Sleep Number and REM Sleep Solutions have signed on as \$25,000 sponsors for Estrella Hall and Adelaide Hall. Their previous agreements were at the commercial space rate.
8. Staff has met with San Luis Obispo County Parks to expand their activities at the Fair specifically in relation to this year’s theme—Let’s Have S’more Fun.
9. Staff has met with food vendors Susan Sharp, Brett Butterfield/Heritage Foundation, Roger Sharp, and Bonnie and Claude Loftus to work toward long-term contracts which involve direct investment into the facility by our partners. Additional meetings are planned.
10. The deadline for all food and beverage concession vendors was March 15th. There is a waiting list that will fill any available space.
11. Upcoming Interim Events:
 - a. CC Paint Horse Association, March 21st through March 24th
 - b. Ca Spectacular Elite Pig Sale, March 23rd
 - c. SLO Bred Lamb Sale, March 23rd
 - d. Private Event, March 23rd
 - e. SLO Cattlemen’s Western Art Show, March 29th through 31st
 - f. Circus, April 5th through 7th
 - g. Templeton FFA Auction, April 6th
 - h. Private Event, April 6th
 - i. Sheriff’s Posse, April 10th
 - j. Santa Lucia Rockhounds, April 13th and 14th
 - k. AZ Foundation Dinner, April 13th
 - l. Spa Sale Event, April 13th and 14th
12. Interim RV Revenue: \$3095.00 (2018 = \$200)

13. Interim Parking Revenue: \$6105.00 (2018 = \$1860.00)
14. Fire Marshall Expense: \$0.00 (2018 = \$0.00)
15. Next Board Meeting, Wednesday, April 17th, 2019 at 9:30 a.m. (Finance will meet before at 8:30 a.m.)
16. Entertainment Update
17. Future Agenda Items: Strategic Plan, Check Signing Authorization Update

C. Director's Discussion

Director Lilley expressed his concern regarding the Task Force narrowing the scope of the Master Plan to the Convention Center. He noted there was no action taken by the Board to approve the change in the scope of work.

Closed Session

There was no Closed Session.

Adjournment

With there being no further business, the meeting was adjourned at 11:56 am.

Respectfully submitted:

Michael H. Bradley, CEO

Approved by:

Dee Lacey, President

Dated: _____