

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

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

Absent: Director Lilley

Guests: Dave Belmont, Heritage Foundation Board President  
Deana Nelson, Heritage Foundation CFO  
Brenda Fletcher, Heritage Foundation Board Member  
Tom Keffury, Fair Staff  
Kim Daily, Fair Staff  
Tisha Tucker, Fair Staff  
Ricky Brown, Fair Staff  
Mike Esser, Fair Staff  
Luis (Chico) Cerda, Fair Staff  
Colleen Bojorquez, Business Assistant

The meeting was called to order at 9:36 am by President Lacey.

Director Lacey asked Director Borjon 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; and Fair Staff Mike Esser, Ricky Brown, Tisha Tucker, Luis Cerda, and Kim Daily. Tom Keffury arrived after introductions.

Approval of Absences:

It was moved by Director Darway, seconded by Director Woodruff, and unanimously carried to approve the absence of Director Lilley who was out due to surgery.

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

Approval of Minutes

It was moved by Director Darway, seconded by Director Wheeler, and unanimously carried to approve the minutes from the October 16<sup>th</sup> Board Meeting.

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

Public Comment:

There were no public comments.

Consent Agenda:

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

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

Old Business

A. Strategic Plan/Master Plan

CEO Bradley presented an edited version of the MOU for the Conference Center (a copy attached hereto). The changes include a termination clause applicable to all three parties. CEO Bradley reiterated this is not an approval or commitment to the project.

It was moved by Director Boneso, seconded by Director Borjon, to approve the MOU as presented with edits.

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

Sabin	X		
Wheeler	X		
Woodruff	X		

New Business

A. Heritage Foundation

Deana Nelson noted the Heritage Foundation Board agreed to pay an additional \$100,000 to the Paso Robles Pavilion loan. Brenda Fletcher reported the Heritage Foundation will begin to accept payments for returning memberships January 1<sup>st</sup>. The cutoff day for payment is May 1<sup>st</sup>.

B. Committee Reports

Finance Committee Report

Director Darway reported on the Finance Committee meeting that met prior to the Board meeting. He said the Committee reviewed and approved the October 2019 Financials. He noted currently the end of the year shows a surplus of over \$200,000. Director Darway said the Finance Committee is recommending at year end, once the net reserve is at 15%, up to 50% of the net profit generated be put in a liability account for deferred maintenance projects.

It was moved by Director Borjon, seconded by Director Woodruff, and unanimously carried to approve the October Financials as presented.

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

It was moved by Director Borjon, seconded by Director Woodruff, and unanimously carried to approve the recommendation from the Finance Committee that once the net reserve is at 15%, up to 50% of the net profit generated be put in a liability account for deferred maintenance projects.

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

Woodruff	X		
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Director Darway noted the Committee reviewed the staff suggested interim event pricing increases over the next three years. He noted the increase is minimal at 2.5% due to the fact that the rental fees increased 15% over the last three years. Director Boneso expressed his concerns about raising the rates for the buildings. He suggests leaving the pricing the same due to other venues with nicer facilities are available. Tisha Tucker noted the increase is to cover the increase in labor costs due to the increase in minimum wage.

It was moved by Director Baldwin, seconded by Director Sabin, and yes votes by Director's Borjon, Darway, Sabin, Wheeler, and Woodruff, to increase the interim rental rates as suggested by staff (a copy which is attached hereto). Director Boneso voted against the motion.

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

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

It was moved by Director Sabin, seconded by Director Wheeler, 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 (absent)			
Sabin	X		
Wheeler	X		
Woodruff	X		

Executive Committee Report

There was no Executive Committee Report.

Agriculture Committee Report

There was no Agriculture Committee Report. The next Agriculture Committee meeting is set for December 16<sup>th</sup>.

Operations Committee Report

Director Baldwin reported on the Operations Committee meeting held October 20<sup>th</sup>. He noted the Association is in the running for SB 5 monies with all the paperwork submitted. The decision is expected to be made at the beginning of 2020. He said the Operations Committee reviewed the 2019 capital improvement projects. CEO Bradley said the capital improvement monies collected by the carnival (Helm and Sons Amusements) were not completely spent due to the abandonment of the "J" Cabinet electrical project. He said the monies will be carried over to 2020 to help fund the expansion of the RV space in the Clot and upgrade the "L" Cabinet located by the Frontier Stage.

It was moved by Director Boneso, seconded by Director Darway, and unanimously carried to move the balance of the 2019 carnival capital improvement monies to a liability account for 2020.

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

Director Darway said the Hugh Pitts family was in favor of the Livestock Gate project idea presented by staff. CEO Bradley said the project can go through CFSA for a charge of 3.5% but the Heritage Foundation (who holds the funds) would decide how the project proceeds. Director Boneso asked if the Board would be able to see drawings before the project starts. CEO Bradley said the conceptual and actual drawings would come back and the determine if the design fits the dollar amount. Brenda Fletcher noted if the Heritage Foundation Board approves the project, then a conceptual drawing can be done and brought back to the Association's Board.

Director Baldwin noted the Operations Committee reviewed various deferred maintenance projects including the beer booths at the Frontier Stage (deferred to 2021) and Skybox elevator costs for repair or replacement (bringing an expert in for a quote).

It was moved by Director Woodruff, seconded by Director Sabin, and unanimously carried to approve the Operations Report as presented.

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

Fair Programs Committee Report

Joint Committee meeting with Marketing Committee.

Marketing Committee Report

Director Woodruff said the Marketing Committee and Fair Programs Committee met Monday, November 18<sup>th</sup>. She said the Committees discussed various promotional and programmatic ideas for the 75<sup>th</sup> Anniversary, including a 75<sup>th</sup> Anniversary logo.

Director Woodruff said the Committees recommend approval of three 75<sup>th</sup> Anniversary gate promotions.

- Patrons 75 years or older receive free gate admission
- \$7.50 gate admission price prior to 4:00 pm
- \$8.00 gate admission for groups of 50 or more (arrangements must be made in advance)

It was moved by Director Boneso, seconded by Director Wheeler, and unanimously carried to approve promotion gate admission prices to include free admission for patrons 75 and older, \$7.50 entry prior to 4:00 pm, and \$8.00 gate admission for groups of 50 or more. Director Lacey abstained from the vote.

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

Director Woodruff noted the Wranglerettes will return to the Country Rodeo Finals and Tom Keffury and Director Woodruff will meet and gather historical data from the organization. Directors Lacey and Borjon met with the City to discuss the Cattle Drive and the City was excited to see it return.

Tom Keffury noted the Association will be providing video and photos throughout the day to media outlets. Past marketing efforts was videos and photos provided at 10:00 pm to reach the late-night broadcast. By providing the information throughout the day, Tom is hoping for coverage at all broadcast times.

Director Woodruff noted staff provided the cost of internet installation for Adelaide and Estrella Halls, and Frontier and Ponderosa Pavilions as \$2400 one-time fee for all buildings, \$150 monthly service fee, and \$125 retainer fee for support. Director Borjon suggested amending the contract to include a release of liability for loss due to internet service vulnerabilities.

Director Woodruff said the Community Partner meeting went very well. There were representatives from the Association's board (Directors Woodruff and Lacey), staff, wine alliance, City of Paso Robles manager and deputy, Paso Robles Chamber of Commerce, TravelPaso, and two hoteliers. Overall, the group agreed the parking lot, upgrading the frontage (Riverside Avenue), and providing internet to interim rentals were priorities. As a group, the partners would like to see larger multi-day, mid-week corporate events or trade shows.

CEO Bradley noted staff will be drafting the RFP for "The Marketplace" and will bring it back to the Board for review. Director Lacey appointed Directors Woodruff and Borjon to as Marketplace RFP review committee.

It was moved by Director Darway, seconded by Director Wheeler, and unanimously carried to accept the Marketing and Fair Programs Joint Committee report as presented.

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

Scholarship Committee Report

There was no Scholarship Committee report.

C. Task Force Committee Reports

Director Boneso reported on the Entertainment Task Force meeting. He noted the Entertainment Task Force is meeting every two weeks via conference call. The Entertainment Task Force recommends the Fort Frontier Stage budget increase and have one show versus two.

It was moved by the Director Borjon, seconded by Director Sabin, and unanimously carried to increase the Fort Frontier budget and decrease the number of shows per night to one.

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

Director Sabin reported the Country Rodeo Task Force met and reviewed suggestions from the September meeting which will be presented to the Agriculture Committee at the meeting in December.

Director Lacey said on the Annual Dinner Task Force met with staff and is moving forward with the Annual Dinner plans. She said the dinner will be capped at 630 people. The program and schedule will be on the December agenda.

Director Sabin reported on the Heritage Foundation Legal Task Force meeting which Director Baldwin, Sabin, Dave Belmont, Michael Torgerson, CEO Bradley, and Colleen Bojorquez attended. She noted it was a very productive meeting with the primary agenda item being the contract between the Heritage Foundation and the Association. The Task Force asked staff to draft a revised contract to review December 15<sup>th</sup>. She noted the current contract expires June 30, 2020.

### Matters of Information

#### A. Staff Reports

There were staff reports.

#### B. Manager's Report

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

1. The 2019 WFA Convention is January 19<sup>th</sup> through January 22<sup>nd</sup>, in Reno, NV.
2. CEO Bradley attended the WFA Manager's Conference in Sacramento November 6<sup>th</sup> and 7<sup>th</sup>. Much discussion around Public Safety, PG&E, SB 5 monies, ABC and Fire Marshall as well as other regulations for the future.
3. The SLO Chamber of Commerce Dinner at the Madonna Inn is January 18, 2020. Board Members are highly encouraged to attend as a guest of the Association's table.
4. The California Mid-State Fair had several winning entries in the Agricultural and Communications Division of the 2018 IAFE competitions.
5. Upcoming Interim Events:
  - a. District 7 High School Rodeo, Friday, November 22<sup>nd</sup> through November 24<sup>th</sup>
  - b. Cowgirl Christmas, Friday, November 29<sup>th</sup> through Saturday, November 30<sup>th</sup>
  - c. Zurn, Saturday, December 7<sup>th</sup>
  - d. Toy Bank Day of Giving, Saturday, December 14<sup>th</sup>
  - e. CC Gun Show, December 14<sup>th</sup> and 15<sup>th</sup>
  - f. Satwal Atwal, Private Party, December 19<sup>th</sup>
  - g. Early Bird Swap Meet, Every Saturday
  - h. Candy Cane Christmas Tree Lot, November 27<sup>th</sup> through December 25<sup>th</sup>
6. The Office will be closed at Noon on Wednesday, November 27<sup>th</sup> through Sunday, December 1<sup>st</sup> for the Thanksgiving Holiday.
7. Staff is working on an energy plan for Board review due to any potential loss of power for PG&E related shut down. This would be provided in the case of power loss for Fairtime and for interim. This will be brought to the Operations Committee first.
8. We completed our Brainstorming meeting with Community partners and staff for the development of a Non-Fair Interim Event Strategic Marketing Plan. Director's Woodruff and Lacey were present. There was great input from the group to help assist us moving forward.



9. ITB's (Intent To Bid) have been mailed out for Trash removal and for manure removal services on a year-round basis. Bids are due back Monday, November 25, 2019. A RFP for On-grounds Sound will be going out soon.
10. The Administration Office and Maintenance Department will be closed December 19<sup>th</sup>, 2018 through January 5<sup>th</sup>, 2019.
11. The next Finance Committee Meeting is scheduled for Monday, December 9<sup>th</sup> at 9:00 am. The main agenda item will be the 2020 Budget.
12. The Agriculture and Livestock Advisory Committee will meet Thursday, November 21, 2019 at 4:00 pm.
13. The next Agriculture Committee Meeting of the Board is set for 10:00 am, December 16, 2019.
14. The Operations Committee will meet December 18 at 1:00 pm.
15. The next Board Meeting is scheduled for **Wednesday, December 16<sup>th</sup>, 2018 at 9:30 am.**
16. The Annual Dinner is scheduled for Friday, January 31<sup>st</sup>, 2020.
17. The Crab Feed is scheduled for February 1, 2020.
18. Entertainment Update
19. Future Agenda Items: Strategic Plan, 2020 Budget, Election of 2020 Officers, Delegation of Authority

### C. Director's Discussion

Director Sabin said applications for the 2020 Country Rodeo Honoree are online. The deadline for nominees is February 1<sup>st</sup>, 2020.

### Closed Session

Closed Session was held to consider, under Government Code Section 11126 (a) (1), personnel: to consider the evaluation of performance

Closed session was informational only.

### Adjournment

With there being no further business, the meeting was adjourned at 12:18 pm.

Board of Director's Meeting  
November 20, 2019  
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Respectfully submitted:

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Michael H. Bradley, CEO

Approved by:

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Dee Lacey, President

Dated: \_\_\_\_\_