

MINUTES OF THE BOARD OF DIRECTORS MEETING OF THE 16<sup>TH</sup> DISTRICT AGRICULTURAL ASSOCIATION, CALIFORNIA MID-STATE FAIR, HELD WEDNESDAY, OCTOBER 21, 2020 VIA CONFERENCE CALL/ZOOM MEETING IN PASO ROBLES, CA. DUE TO COVID-19 STATE MANDATED MEETING LIMITATIONS.

Present: Directors Baldwin, Boneso, Borjon, Darway, Lacey, Sabin, Wheeler-Nichols, Woodruff, and Interim CEO Bojorquez

Absent: Director Lilley

Guests: Kim Daily, Deputy Manager  
 Tisha Tucker, Fair Staff  
 Tom Keffury, Fair Staff  
 Ricky Brown, Fair Staff  
 Sabrina Sakaguchi, Fair Staff  
 Caitlin Stanton, Fair Staff  
 Jo Ann Switzer, Fair Staff  
 Brenda Fletcher, Heritage Foundation Board Member  
 Michael Torgerson, Heritage Foundation Board Chair  
 Deana Nelson, Heritage Foundation CFO  
 Denise Stornetta, Heritage Foundation

The meeting was called to order at 9:36 am by President Baldwin. President Baldwin noted that this meeting will be conducted through Zoom per state meeting guidelines due to COVID-19 shelter at home orders.

Introduction of Guests:

Director Baldwin acknowledged and thanked all guests who were attending on the Zoom meeting format.

Approval of Absences:

It was moved by Director Darway, seconded by Director Lacey, and unanimously carried to approve the absence of Director Lilley due to a family emergency.

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

Approval of Minutes

It was moved by Director Sabin, seconded by Director Lacey, and unanimously carried to approve the September 16<sup>th</sup> Board Minutes.

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

Public Comment:

There was no public comment.

Consent Agenda

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

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

Old Business

A. Strategic Plan/Master Plan

Director Boneso said the Strategic Plan Task Force (Directors Boneso and Lacey) will reach out to the City of Paso Robles next month.

It was moved by Director Lacey, seconded by Director Woodruff and unanimously carried to approve the Strategic Plan/Master Plan

Board Member	Aye	No	Abstention
Baldwin	X		

Boneso	X		
Borjon	X		
Darway	X		
Lacey	X		
Lilley (Absent)			
Sabin	X		
Wheeler-Nichols	X		
Woodruff	X		

New Business

Heritage Foundation Report

Michael Torgerson said the Heritage Foundation Board elections are in progress right now with nominations closing at the end of the month. He added the Heritage Foundation Board approved the process of purchasing the Pioneer Property from the City of Paso Robles.

Brenda Fletcher stated the Heritage Foundation membership is in a holding pattern at this time until plans for the 2021 Fair are confirmed.

Heritage Foundation Liaison Report

There was no report.

Finance Committee Report

Director Sabin reported on the Finance Committee meeting held prior to the Board meeting. She said the Committee reviewed the September financials including the balance sheet, income and expense statement, and supporting documents reporting that expenses were down for the month. She added Interim CEO Bojorquez has submitted all necessary PPP Loan forgiveness paperwork to Mission Bank. Currently, there is no known time frame for approval. Director Sabin stated Kim Daily is working on securing the remainder of the monies due from Junior Livestock Auction buyers and will be reaching out via email and phone.

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

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

Director Sabin noted used by the County of San Luis Obispo as a COVID-19 testing site. The state has waived the rental fee but approved a consumable fee to be charged to the county. She said upcoming approved events include the election polling site, Christmas tree farm and Toys for Tots.

Director Sabin added Director Baldwin, Interim CEO Bojorquez and Supervisor John Peschong met with the County Health Department regarding Horse Shows at the Fairgrounds. Interim CEO Bojorquez stated that Tisha Tucker is reviewing restrictions with all interested parties and reaching out to the County on specification and clarifications to these guidelines per her conversations. Interim CEO noted events may choose to move their shows to counties that have less stringent guidelines. Interim CEO said Tisha Tucker is also in the process of revising and updating the interim contract to include all changes and restrictions due to Covid.. Director Sabin has agreed to help with the review of the contracts.

Director Sabin noted the Finance Committee reviewed the rates for Commercial/Concession, Interim, and Box Office and agreed with the staff recommendation that no rates changes were needed at this time.

It was moved by Director Lacey, seconded by Director Wheeler-Nicholas, and unanimously carried to approve the Finance Committee Report as presented.

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

#### Executive Committee Report

There was no Executive Committee Report.

Director Baldwin stated as an informational item that per the direction of the Board, he, Supervisor John Peschong, and Interim CEO Bojorquez met with the Penny Borenstein and Rita Neal to discuss the 2021 event schedule and, in particular, horse shows. The county's main concern is public gathering (participants and spectators). The Association received some guidance and staff is working on a plan to present to the County.

#### Agriculture Committee Report

Director Lacey reported the Agriculture Committee met on October 19<sup>th</sup> to discuss the 2020 Junior Livestock virtual auction, virtual sale and the awards presentation. The virtual show and sale was a great success and the Association received some great feedback. Staff is considering incorporating some of the virtual elements in the 2021 show and auction. Director Lacey thanked all of the volunteers for your continued support and to our exhibitors who stuck with the program and definitely learned a lot this year.

Director Lacey added the Ag Committee discussed changes for the Livestock Department and schedule for 2021 and will meet in November to discuss.

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

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

#### Operations Committee Report

There was no Operations Committee Report.

#### Fair Programs Committee Report

Director Boneso reported that the Fair Programs Committee did not meet however Director Boneso has been in contact with the Association's entertainment partners Ron Pateras, Jerry Mickelson and Mike Evans. He noted the entertainment industry is updating contract language to include Covid and force majeure.

It was moved by Director Borjon, seconded by Director Wheeler-Nicholas, and unanimously carried to approve the Fair Programs Committee Report as presented.

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

#### Marketing Committee Report

There was no Marketing Committee Report.

#### Annual Dinner Task Force Report

Director Lacey reported that the Annual Dinner Task Force (Directors Lacey and Woodruff) recommend an exception to the Annual Meeting Bylaws for the 2021 year. The current bylaw states: "The regular annual meeting of the 16<sup>th</sup> District Agricultural Association Board of Directors shall be at the facility of the

Association in the first quarter of each year.” Director Lacey noted staff and the Task Force recommend the 2021 Annual Meeting take place in the second quarter.

It was moved by Director Lacey, and seconded by Director Boneso to make an exception to the Association bylaws for the 2021 year only, and hold the Annual Meeting in the second quarter or before the end of June due to current Covid-19 restrictions.

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

Director Lacey noted the Task Force discussed a possible format change including: moving the event outside, informal programming, and multiple food serving stations. Director Woodruff added the 2021 dinner may be the year to pivot from a formal event to a celebration of the roots of the Fair.

It was moved by Director Sabin, seconded by Director Darway to approve the Annual Dinner Task Force Report as presented.

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

2020-2023 CHP Contract

Interim CEO Bojorquez noted the CHP Contract for 2020-2023 exceeds the CEO Delegation of Authority and requires Board approval. An annual invoice is prepared at the conclusion of the annual Fair event and billing rates vary. The contract reflects the estimated maximum billing of \$251,206.80 over the three (3) year term. All hours worked must be mutually agreed upon between the CEO of the Association and the CHP.

It was moved by Director Darway, seconded by Director Boneso, and unanimously carried to approve a three -year Reimbursable Service Contract Request between the 16<sup>th</sup> District Agricultural Association (“Association”) and the California Highway Patrol (“CHP”). The agreement is for traffic control duties and law enforcement security during the annual Ca. Mid-State Fair. Billing rates may vary and hours must

be mutually agreed upon between the "Association's" CEO and "CHP" representative. The maximum amount to be billed is:

Fiscal year 2020-2021: \$83,735.60  
 Fiscal year 2021-2022: \$83,735.60  
 Fiscal year 2022-2023: \$83,735.60

For a maximum billing of \$251,206.80 over the three (3) year term.

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

Review of Rates:

Interim CEO Bojorquez stated the staff recommends no changes in the Commercial/Concessions fees, Box Office fees, and Interim rates for 2021 as presented at this time. Changes will only be requested by staff if Covid guidelines change.

It was moved by Director Boneso, seconded by Director Darway to approve the 2021 rate sheets as presented.

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

Staff Reports

The following items were presented by Association staff as informational items:

1. Kim Daily – Box Office and Administration Office Report

Working 2021 programming and continuing collection of buyer's invoices from the Junior Livestock auction.

2. Tisha Tucker – Interim Events and Exhibits Department Report

Ricky did a great job taking over the Central Coast Wine Competition (CCWC) this year. Working on Interim contract restructuring.

3. Ricky Brown – Exhibits Report

Just completed a successful Central Coast Wine Competition with over 500 wines judged.

4. Sabrina Sakaguchi – Commercial and Concessions Department Report

No Report.

5. Tom Keffury – Sponsorship Report

Daou Vineyards sponsorship contract has been agreed upon in principal at this time which will be a multi-year agreement beginning in 2021. There is some new sponsor interest for 2021.

6. Caitlin Stanton – Marketing Report

No Report

B. Management Report

Interim CEO Bojorquez presented the following informational items:

1. Director Lacey, Tisha Tucker, Chico Cerda, and Interim CEO Bojorquez met with Jake Parnell and Curtis Bayne regarding a Livestock Show in 2021 and possibly beyond.
2. Director Baldwin and Interim CEO Bojorquez met with Supervisor John Peschong and local health officials regarding events on-grounds, in particular horse shows. The County asked for a plan from each show addressing particular COVID related safety measures to include: 24-hour monitoring, retail guidelines for indoor spaces, 3-day negative COVID tests, and no spectators.
3. Chico Cerda and Interim CEO Bojorquez met with Cal Fire representatives and Supervisor Debbie Arnold regarding the Fire House and area on the north end of the grounds. Cal Fire has money earmarked for upgrading the property and would like to enter into a long-term agreement with the Association.
4. Interim CEO Bojorquez was asked to provide an update on the 2021 year at Travel Paso's Board Meeting Tuesday, October 20<sup>th</sup>.
5. Correspondence—Open Sheep and CDFA Deferred Maintenance
6. Kim will be out of the office November 3<sup>rd</sup> through November 5<sup>th</sup>



7. Colleen will be out of the office November 9<sup>th</sup> through November 13<sup>th</sup>
8. The Fairgrounds will be closed Wednesday, November 11<sup>th</sup> in honor of Veteran's Day.
9. The next Board Meeting is scheduled for Wednesday, November 18<sup>th</sup>, 2020.

C. Items to be Added to the Next Agenda

No items to be added to the next agenda

D. The next Board Meeting is Wednesday, November 18, 2020 at 9:30 am.

E. Director's Discussion

No Director comments at this time.

Recess at 11:12 am to Closed Session.

Closed Session

The Board is permitted to meet in closed session to discuss:

- A. Real Property (Gov. Code § 11126.3)
- B. Personnel (Gov. Code § 11126.1)

Reconvene into Open Session

The Closed Session discussion was informational only.

Adjournment

With there being no further business, the meeting was adjourned at 11:28 am.

Respectfully submitted and approved by:

\_\_\_\_\_  
David Baldwin, President

\_\_\_\_\_  
Colleen Bojorquez, Interim CEO

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