

MINUTES OF THE BOARD OF DIRECTORS MEETING OF THE 16<sup>TH</sup> DISTRICT AGRICULTURAL ASSOCIATION, CALIFORNIA MID-STATE FAIR, HELD WEDNESDAY, DECEMBER 16, 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, Lilley, Sabin, Wheeler-Nichols, Woodruff, and Interim CEO Bojorquez

Guests: Kim Daily, Deputy Manager  
Tisha Tucker, Fair Staff  
Tom Keffury, Fair Staff  
Sabrina Sakaguchi, Fair Staff  
Caitlin Stanton, Fair Staff  
Brenda Fletcher, Heritage Foundation Board Member  
Michael Torgerson, Heritage Foundation Board Chair  
Deana Nelson, Heritage Foundation CFO  
Susan Beebe, Heritage Foundation Board Member  
Kalia Mitchell, CDFA  
The Community Foundation, San Luis Obispo

The meeting was called to order at 9:33 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 Minutes

It was moved by Director Lilley, seconded by Director Wheeler, and unanimously carried to approve the November 18, 2020 Board Minutes.

Board Member	Aye	No	Abstention
Baldwin	X		
Boneso	X		
Borjon	X		
Darway	X		
Lacey	X		
Lilley	X		
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 Sabin, and unanimously carried to approve the Consent Agenda.

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

Old Business

A. Strategic Plan/Master Plan

There was no update to the Strategic Plan/Master plan at this time.

New Business

Heritage Foundation Report

Michael Torgerson reported that the Heritage Foundation and the City of Paso Robles are both moving forward with the discussions regarding purchasing the Pioneer property.

Brenda Fletcher reported the Heritage Foundation will be extending the membership payment due date until the end of June. She added the Heritage Foundation is an Amazon Smile charity and encouraged everyone to add them as the charity of choice when making Amazon purchases. In addition, the Heritage Foundation is working on a virtual auction fundraiser scheduled for the end of March 2021.

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 November financials including the balance sheet, income and expense statement, and supporting documents reporting that expenses were down for the month with no new revenue generated in November.

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

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

Director Sabin reported the County of San Luis Obispo will continue using the Association as a COVID-19 testing site. CDFA has waived the rental fee but approved a consumable fee to be charged to the County. She said upcoming approved events include the Christmas Tree farm and Toys for Tots. Daniels Woodland is currently moving into the Adelaide Building to begin a PPE gown manufacturing facility. Production is scheduled to begin on Monday and will run 6 days per week, 20 hours per day. Their contract is through the end of June with extension options through September. The contract covers all expenses incurred by the Association and a 10% building rental fee. January scheduled horse shows have canceled due to the stringent guidelines provided by the County of SLO, and the remaining events are on hold until restrictions have eased.

Director Sabin reported the Finance Committee will meet Tuesday, January 19<sup>th</sup> to discuss the 2021 budget.

It was moved by Director Lacey, seconded by Director Woodruff, 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	X		
Sabin	X		
Wheeler-Nichols	X		
Woodruff	X		

Executive Committee Report

There was no Executive Committee Report.

Agriculture Committee Report

Director Lacey reported the Ag Advisory Committee met and discussed the current decline in 4-H enrollment and the prospects of FFA enrollment once school is back in session. She noted the Association will move forward planning a live Junior Livestock show for 2021 and incorporating the positive elements of the virtual program used in 2020.

Director Lacey said Ken Dewar reported the James W. Brabeck Youth Legacy Fund (JWBYLF) will continue their scholarship program as well as their support through the Junior Livestock Buyers Coalition in 2021. Director Lacey said if the Board decides to move the 2021 Fair dates, the Ag Advisory Committee is recommending not moving the dates for the Livestock Show and Sale. She noted the project animals have already been purchased.

It was moved by Director Boneso, seconded by Director Sabin, 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	X		
Sabin	X		
Wheeler-Nichols	X		
Woodruff	X		

Operations Committee Report

Director Lilley stated staff is working on various projects and improvements on grounds utilizing supplies on hand.

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

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

Fair Programs Committee Report

Director Boneso said he has talked to the Association's entertainment partners Ron Pateras, Jerry Mickelson, and Mike Evans. He suggested the Association consider moving the 2021 Fair dates to the fall in hopes of a less restrictive climate for entertainment. He noted many entertainers are not currently making any commitments.

It was moved by Director Lacey, seconded by Director Woodruff, 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	X		
Sabin	X		
Wheeler-Nichols	X		
Woodruff	X		

#### Marketing Committee Report

There was no Marketing Committee Report.

#### HEAP/Motel 6 Discussion

Director Woodruff reported the HEAP facility is currently serving approximately 20 patrons per night. She reported the transition has gone very well and better than expected. She said a tour of the facility can be arranged if any Board members are interested.

#### Election of 2021 Officers

Director Borjon reported on the Nominating Committee's recommendation for the slate of officers: Director Baldwin to continue as President and Director Sabin to continue as Vice President for the 2021 year.

It was moved by Director Lacey, seconded by Director Darway, and unanimously carried to elect Director Baldwin as President and Director Sabin as Vice President for the 2021 year.

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

#### Delegation of Authority

This is a State requirement that is done annually or upon change in the CEO position as presented.

“Consider resolution of Delegation of Authority authorizing the CEO to execute Rental Agreements up to \$75,000 and Standard 2 Agreements for service up to \$75,000. Standard 2 Agreements for Main Grandstand entertainment would require a majority rule of the Board of the

Directors of the 16<sup>th</sup> District Agricultural Association. The CEO is authorized to execute Standard 2 Agreements for Main Grandstand opening entertainment for service up to \$75,000. Any and all such executed agreements, however, would be submitted to the Board of Directors for review at the subsequent Board meeting. The duration of the delegation would be authorized for one (1) year period of time, or upon a change in the CEO position.”

It was moved by Director Lilley, seconded by Director Darway, and unanimously carried to approve the Delegation of Authority as presented.

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

Resolution Regarding Worker's Compensation Coverage for Board of Directors, Junior Fairboard Members, and Other Volunteers for 2021

This is a State requirement that is done annually.

“Resolution that members of the Board of Directors and Junior Fairboard of the 16<sup>th</sup> District Agricultural Association, and any volunteers donating time for the 16<sup>th</sup> District Agricultural Association, be covered by the 16<sup>th</sup> District Agricultural Association's Workers' Compensation insurance while performing their volunteer work for the year 2021”.

It was moved by Director Darway, seconded by Director Boneso, and unanimously carried to approve the Resolution Regarding Worker's Compensation Coverage for Board of Directors, Junior Fairboard Members, and Other Volunteers as presented.

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

2021 Fair Discussion

Interim CEO Bojorquez reported the topic of moving 2021 Fair dates to later in the year has been brought up but not discussed with staff. She pointed out numerous scheduling conflicts and financial conditions that need to be considered prior to moving Fair dates and suggested, as staff has in the past, hosting a second event later in the year instead. Director Boneso noted Supervisor Peschong and SLO County Health Director, Penny Borenstein, also suggested looking at later dates. Director Baldwin requested staff review and report several budget scenarios, recommendations for 2021 Fair, and the possibility of a second event for 2021.

### 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 collection of JLA buyer's payments from the Junior Livestock auction. Kalia Mitchell, CDFA commented that their office would assist the Association with any uncollected JLA debts.

2. Chico Cerda—no report
3. Mike Esser—no report
4. Tisha Tucker—no report
5. Ricky Brown—no report
6. Sabrina Sakaguchi—no report
7. Tom Keffury—no report
8. Caitlin Stanton—no report

### B. Management Report

Interim CEO Bojorquez presented the following informational items:

1. The 2021 WFA Convention will be virtual and is January 4<sup>th</sup> through January 6<sup>th</sup>. Please let me know if you would like to attend. Currently no staff has decided to attend.
2. Director's Baldwin, Boneso, Darway, Wheeler and Interim CEO Bojorquez attended the CDFA Bagley-Keene Training. I forwarded the handouts last month. It was very informative.
3. The last of the CDFA Consortiums regarding the transitions of Fair's was November 23<sup>rd</sup>. Director's Sabin and Darway were on the call. The last call was much more "civil".
4. The Administration Office is closed December 14<sup>th</sup> through January 3<sup>rd</sup>, 2021. COVID testing continues through December and Daniel's Woodland will be manufacturing gowns in Adelaide Hall through June 30<sup>th</sup>.

### C. Items to be Added to the Next Agenda

2021 Annual Dinner and Awards  
2021 Fair Dates

D. The next Board Meeting is Wednesday, January 20, 2021 at 9:30 am.

E. Director's Discussion

Directors wished the staff a Happy Holiday and thanked Directors Baldwin and Sabin for their leadership.

Director Sabin thanked the directors for their confidence and support and the Heritage Foundation for their continued support and working relationship.

Director Baldwin thanked Director Sabin for her assistance, support and insight, all board members for their hard work, Interim CEO Bojorquez and Deputy Manger Daily for their leadership and to the Heritage Foundation for their partnership and support.

Closed Session

There was no Closed Session held.

Adjournment

With there being no further business, the meeting was adjourned at 11:20 am.

Respectfully submitted and approved by:

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

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

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