

MINUTES OF THE BOARD OF DIRECTORS MEETING OF THE 16TH DISTRICT AGRICULTURAL ASSOCIATION, CALIFORNIA MID-STATE FAIR, HELD WEDNESDAY JANUARY 15, 2020 IN THE SKYBOX AT THE CALIFORNIA MID-STATE FAIR IN PASO ROBLES, CA.

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

Guests: Deana Nelson, Heritage Foundation CFO
Brenda Fletcher, Heritage Foundation Board Member
Denise Stornetta, Heritage Foundation Board Member
Tom Keffury, Fair Staff
Kim Daily, Fair Staff
Tisha Tucker, Fair Staff
Ricky Brown, Fair Staff
Chico Cerda, Fair Staff
Colleen Bojorquez, Fair Staff

The meeting was called to order at 9:31 am by President Lacey.

Director Lacey asked Director Baldwin to lead the flag salute.

Introduction of Guests:

Director Lacey introduced Deana Nelson, Heritage Foundation CFO; Denise Stornetta, Heritage Foundation Vice Chair; and Brenda Fletcher, Heritage Foundation Board Member. Fair Staff Ricky Brown, Tisha Tucker, Chico Cerda, Tom Keffury and Kim Daily arrived after introductions.

Approval of Absences:

There were no absences.

Approval of Minutes

Director Lilley noted the December minutes should reflect there were “no” staff reports. Director Wheeler noted she left after the Finance Committee Report and should not reflect a vote in the voting matrix chart and Director Baldwin noted in the Finance Committee Report Director Lilley reported on the Fair Programs Committee, recommendations not the Operations Committee.

It was moved by Director Darway, seconded by Director Boneso, and unanimously carried to approve the minutes from the December 18th Board Meeting, with the amendments to include: “no” staff reports, Director Wheeler as a non-voting member after the Finance Committee Report, and Director Lilley reporting on the Fair Programs Committee recommendations during the Finance Committee Report.

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:

Deana Nelson, pursuant to Heritage Foundation bylaws, presented the Association Board with the Foundation's 2019 annual report, including the year-end profit and loss statement and balance sheet. She introduced Denise Stornetta who is the newly elected Vice Chair for the Heritage Foundation Board. Deana noted the new Chair is Michael Torgerson.

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	X		
Sabin	X		
Wheeler	X		
Woodruff	X		

Old Business

A. Strategic Plan/Master Plan

There was no report.

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

Director Sabin reported the Agriculture Committee will meet in February. Director Lacey reported she, along with Director Baldwin, CEO Bradley, Randy Baxley (via phone), and Hailey Rose Switzer met with

Wood-Claeysens (WC) Foundation regarding the Junior Livestock Auction and Add-ons. She said the meeting went well and the WC Foundation was very complimentary to staff. She noted the WC Foundation participates in four (4) Junior Livestock Auctions, including the Association's. The WC Foundation has become aware the price they have set for the floor per species is too high. Director Lacey said staff will present a suggested floor price for each species to the Agriculture Committee before recommending the prices to the WC Foundation. CEO Bradley said the recommendation will be a plan to reduce the prices in phases and will take into consideration the cost of the animal, the cost of raising the animal, and a net profit amount for the exhibitor.

Operations Committee Report

Director Baldwin reported on the Operations Committee meeting held after the Board Meeting, December 18th. He noted the Association has received word from the State that the SB 5 project was approved at \$1.4 million as a "Deferred Maintenance" project, which is less restrictive and allows for more funding options. CEO Bradley noted the Association would utilize CFSA/CCA to prepare the RFP, complete the bid process, and manage the construction. Phased construction will begin in August 2020 with a March 2021 completion date.

Director Baldwin reported the Operations Committee reviewed the 2020 capital improvement and deferred maintenance projects as informational items. He noted the Committee discussed the Main Parking Lot and possible deferred maintenance monies being assigned to repaving the lot in upcoming years.

It was moved by Director Woodruff, seconded by Director Wheeler, 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	X		
Sabin	X		
Wheeler	X		
Woodruff	X		

Fair Programs Committee Report

Director Lilley reported on the Fair Programs Committee meeting held January 13th. He said staff updated the committee on the 75th Anniversary plans and the Annual dinner. He noted the Exhibits department has produced postcards for past and potential exhibitors reminding them to enter in the Fair. He said the Committee asked staff to work with the Entertainment partners regarding the study of non-fair entertainment costs and to negotiate terms to share in the cost of the study. Director Lilley said the Entertainment Task Force (Director Lilley and Boneso) meets every two weeks with staff and the promoters and it has helped keep the lines of communication flowing. He said the Association is looking for more variety in entertainment. CEO Bradley said there were nine interested candidates present at the "Marketplace RFP" site inspection. February 3rd the bids are due. Director Lilley noted he appreciated staff being present at the meetings.

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

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

Marketing Committee Report

Director Woodruff reported on the Marketing Committee meeting held Monday, January 13th. She reported the Committee received an update from staff regarding the 75th Anniversary celebration elements and discussed Fairtime and Non-Fair Marketing plans. She said CEO Bradley introduced a Paso Robles Event Center 2020-2023 strategic marketing plan which included the top priorities for marketing the facility. She noted the plan included partnering with Travel Paso to help market the facilities, various upgrades to the facility, and increasing mid-week facility rental. Tom Keffury reported on the 2020 Fairtime marketing plan noting the marketing is specific to what specific event(s) are bringing people to the Fair and which event(s) a customer is may enjoy once ongrounds. Tom Keffury said there are over 200 programs the Fair produces every year. Of the 200 items, the publicity department is taking three items (“The Big Three”) and putting marketing dollars targeting those events. The remaining items will be evaluated and narrowed to approximately 48 items which, once the Fair begins, will be pushed to local media and posted on social media to make sure people know the Fair is happening and what happens throughout the day. These documents will be brought back to the Board for approval in February.

It was moved by Director Baldwin, seconded by Director Lilley, 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	X		
Woodruff	X		

Scholarship Committee Report

There was no Scholarship Committee report.

C. Task Force Committee Reports

Annual Dinner Task Force Report

Director Lacey said she and Kim Daily met and discussed table reservations and the timeline of the program.
D. Annual Dinner

Director Lacey reviewed the program and who will be presenting. She noted Tom Keffury will MC the event off-stage and Kim Daily will hand the recipient the award at the bottom of the stairs before their photo is taken. She noted each Board Members receives a table of 10 and to get the names of their guests to Kim.

E. Resolution of Delegated Authority

It was moved by Director Darway, seconded by Director Baldwin, and unanimously carried to approve the 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 16th 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.

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

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. 2020 Board Roster – Review and update as needed
2. 2020 WFA Convention—CEO Bradley, and staff members Brown, Lucas, Sakaguchi, and Bojorquez will attend.
3. Upcoming Interim Events
 - a. Double R Cutting, January 16th through 19th

- b. Atascadero Winter Formal, February 1st
 - c. Central Coast Cutting Horse Association, February 5th through 9th
 - d. Extreme Backyards, February 6th through 9th
 - e. MGE Employee Appreciation Dinner, February 7th
 - f. Big Laugh, February 8th
 - g. Cal Poly's Western Bonanza, February 14th through February 16th
 - h. SLO County Cattlemen's Spring Meeting, February 20th
 - i. Simply Clear Marketing Home and Garden Show, February 22nd through February 23rd
 - j. Early Bird Swap Meet, Saturdays (weather permitted)
4. Annual Dinner, Friday, January 31st, 2020 at 5:00 pm. Please provide names of your table guests to Kim by January 24.
 5. The Heritage Foundation Crab Feed is Saturday, February 1st. See Director Darway regarding tickets.
 6. A staff-oriented Customer Service training session for Monday, April 13 from 8:30 AM – 12:30 PM.
 7. Staff has met with the State Fire Marshall's office for the first in a series of meetings. Our meeting took place on December 23, 2019. Items discussed were the need for additional doors having access in/out of the Hideout and Rico's Concession stands, gates in the Main Grandstand requiring "push bars" for exiting, an additional exit in the Skybox from the deck to the Suite, backstage area requirements, Davies Park requirements, and the approval of the Stockyard layout which includes the "Snakes Alive" feature exhibit. Our next meeting will include Midway layout, Davies Park, the Food Court, and South Gate.
 8. Chico Cerda, Mike Esser, and Brian Roberts will be attending the CFSA sponsored Maintenance Mania training program at the OC Fair and Event Center February 4th through 6th.
 9. The Intent To Bid (ITB) for ice during the Fair has been mailed.
 10. An RFP for Grounds Sound services is the next to be drafted.
 11. Next Board Meeting will be Wednesday, February 19th at 9:30 a.m. (Finance will meet before at 8:30 a.m.)
 12. Future Agenda Items: Form 700, Check Signing Authorization

CEO Bradley reported a correspondence has been received from Ca Department of Food and Agriculture in regards to Governor Newsom's executive order relative to the homeless crisis. He noted the extent of the order and what it means for the Association is unknown at this time. He will keep the Board updated on any further developments.

C. Director's Discussion

Director Lacey noted staff will be meeting with the Paso Robles Fire Chief to set a multi-year agreement for Fairtime EMT services.

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 12:28 pm.

Respectfully submitted:

Michael H. Bradley, CEO

Approved by:

Dee Lacey, President

Dated: _____