

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD JUNE 25, 2015**

1. CALL TO ORDER:

Vice Chair Mouet called the meeting to order at 9:01 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by Director Ruiz. Roll call taken by Jeff Willson.

4. DIRECTORS PRESENT:

Vice Chair Mouet, Director Tkaczyk, Director La Belle, Director Berardino, Director Bagneris, Director Cervantes, and Director Ruiz

DIRECTORS ABSENT/EXCUSED:

Chair Aitken and Director Nguyen

OTHERS PRESENT:

Kathy Kramer, OCFEC CEO; Sharon Augenstein, OCFEC CFO; Michele Richards, OCFEC Chief Business Development Officer; Doug Lofstrom, OCFEC; Jeff Willson, OCFEC; Jessica Zimmerman, OCFEC; Elaine Kumamoto, OCFEC Director of Finance; Joan Hamill, OCFEC Director of Community Relations; Jerry Eldridge, OCFEC Director of Facilities; Howard Sandler, OCFEC Director of Events; Robin Wachner, OCFEC Director of Communications; Jason Jacobsen, OCFEC Director of Planning and Presentation; Evy Young, Centennial Farm Supervisor; Nick Buffa, OCFEC Safety & Security Supervisor; Deborah Fletcher, Office of the Attorney General; Roger Grable, Manatt, Phelps & Phillips, LLP; Janet Taylor, stenographer; Reggie Mundekis; Theresa Sears; Beth Refakes; Stewart Suchman, OCMP; Ryan Miller, OCMP; Lisa Sabo; Larry Sassone; Bradley Zint, Daily Pilot; Mike Robbins; Jeanine Robbins; Bob Palazolla; Guy Leavitt, Ray Cammack Shows; Chris Epting

5. CEO'S OPERATIONAL UPDATE

Kathy Kramer, OCFEC CEO, introduced Jessica Zimmerman, the new OCFEC Executive Assistant.

Kramer discussed the excitement of Fair set up and the OCFEC Relay For Life Team which raised almost \$3,000 for an OCFEC employee battling cancer. She then spoke about the Centennial Farm Docents' Luncheon thanking over 100 docents who volunteer over 5,000 hours at the Farm, noting that over 90,000 school children visited the Farm this school year. She then thanked Director Berardino for his work securing a \$25,000

donation from the city of Costa Mesa for Heroes Hall. She discussed Fairtime security operations including the introduction of magnetic wanding at the entrance gates.

Kramer then introduced Chris Epting, author of "The Orange County Fair – A History of Celebration," a history of the OC Fair.

Epting then discussed the book and historical anecdotes about the OC Fair.

Director Berardino asked how much the Fair will make from sales of the book. Sharon Augenstein, OCFEC CFO, answered that OCFEC would receive the usual merchandise percentage of 17.5%.

Vice Chair Mouet congratulated Epting on the book stating that it is a win-win for the author and the Fair.

Augenstein then provided budget projections for the 2015 OC Fair.

Director Berardino asked about the average hourly wage for 119-Day employees and who approves their rate. Augenstein answered that staff sets rates for those employees. Director Berardino then asked counsel to look into whether staff can approve pay rates or whether the Board needs to approve that rate.

Deborah Fletcher, Deputy Attorney General, stated that she would look into the issue.

Nick Buffa, OCFEC Safety & Security Manager, presented a preview of the Friends of the Fair Day scheduled for July 24, 2015, which provides exclusive access to the OC Fair for special needs customers.

Director Berardino asked if the event accepts cash donations instead of services or products.

Buffa answered that the question had never been asked but he would look into it.

Director Ruiz asked if there was information that could be provided so that the Board members could reach out to groups they are involved with that might be interested in the program.

Director Berardino suggested reaching out to the special needs foster care children.

Kramer then discussed her recent trip to the San Diego County Fair and noted that their success might be an indicator of success for the OC Fair.

6. PUBLIC COMMENT

Beth Refakes thanked Director Berardino for working with the City to secure the \$25,000 donation for Heroes Hall. She asked about the status of the repeal of ABX4 22. She then complimented Epting on his previous work.

Theresa Sears spoke enthusiastically about the Epting book and reminded the Board of why it was important to stop the sale of the fairgrounds. She then commended Kathy on her work with the 4H community.

7. MINUTES:

A. Board Meeting held May 28, 2015

Action Item

ACTION: Director Cervantes motioned and Director Ruiz seconded to review and approve the minutes from the Board meeting held May 28, 2015. **MOTION CARRIED. AYES: Vice Chair Mouet, Director La Belle, Director Tkaczyk, Director Berardino, Director Bagneris, Director Cervantes, and Director Ruiz. NAYES: none.**

8. CONSENT CALENDAR

A. Standard Agreements: SA-103-15PA; SA-118-15FT; SA-119-15FT; SA-120-15FT; SA-121-15FT; SA-122-15PA; SA-123-15PA; SA-124-15AS; SA-125-15YR; SA-127-15PA; SA-128-15CS; SA-129-15PA; SA-130-15PA; SA-131-15PA; SA-132-15PA; SA-133-15FT; SA-134-15FT; SA-135-15GE; SA-136-15GE; SA-137-15GE; SA-138-15GE; SA-139-15FT; SA-141-15PA; SA-142-15FT; SA-143-15PA; SA-146-15PA; SA-147-15PA; SA-148-15SP; SA-149-15SP; SA-150-15SP; SA-153-15PA; SA-154-15PA; SA-155-15PA; SA-156-15PA; SA-157-15PA; SA-158-15PA; SA-159-15PA; SA-164-15FT; SA-165-15FT; SA-166-15FT; SA-169-15FT

B. Amendments: SA-108-15FT (Amend. #1); SA-182-10SP (Amend. #2)

C. Interagency Agreements: none.

D. Letters of Understanding: none.

- E. Rental Agreements: R-102-15; R-105-15; R-112-15; R-114-15; R-115-15; R-121-15; R-122-15; R-125-15; R-127-15; FT-062-15; FT-063-15; FT-064-15
- F. Active Joint Powers Authority Agreements: none.
- G. Commercial Rental Agreements: 15251; 15252; 15253; 15254; 15255
- H. Concession Rental Agreements: 15528
- I. Platinum Rental Agreements: 15707
- J. Judging Agreements: CA-016-15; CA-019-15; CA-020-15; CA-022-15; CA-023-15; CA-026-15; CA-028-15; CA-029-15; CA-030-15; CA-031-15; CA-032-15; CA-033-15; EX-001-15; EX-002-15; EX-003-15; EX-004-15; EX-005-15; GF-001-15; GF-002-15; GF-003-15; GF-004-15; GF-005-15; GF-006-15; GF-007-15; GF-009-15; GF-010-15; GF-011-15; GF-012-15; GF-013-15; HA-001-15; HA-002-15; HA-003-15; HA-004-15; HA-005-15; HA-006-15; HA-007-15; HA-008-15; HA-009-15; HA-010-15; HA-011-15; HA-012-15; HA-013-15; HA-014-15; HA-015-15; HA-016-15; HA-017-15; HA-018-15; HA-019-15; HA-020-15; HBL-001-15; VA-001-15; VA-002-15; VA-004-15; VA-005-15; VA-006-15; VA-007-15; VA-008-15; VA-009-15; VA-010-15; VA-011-15; VA-012-15; VA-014-15; VA-015-15; VA-016-15; VA-017-15; VA-018-15; VA-019-15; VA-020-15; VA-021-15; VA-022-15; VA-023-15; VA-025-15; VA-026-15
- K. Correspondence
Communications to the Board from the public in response to Board discussion or to comments made before the Board are to be listed on the meeting agenda and included in the Board materials as an item of public disclosure.
 - i. none.

Director La Belle asked that SA-148-15SP and SA-149-15SP be pulled from the Consent Calendar for further discussion.

ACTION: Director Cervantes motioned and Director La Belle seconded to review and approve the Consent Calendar with SA-148-15SP and SA-149-15SP pulled for further discussion. **MOTION CARRIED.**
AYES: Vice Chair Mouet, Director La Belle, Director Tkaczyk, Director Berardino, Director Bagneris, Director Cervantes, and Director Ruiz. **NAYES:** none.

Relative to SA-148-15SP and SA-149-15SP, Director La Belle then noted that he owned ninety-seven shares of Verizon stock that had been disclosed on his Form 700.

ACTION: Director La Belle motioned and Director Bagneris seconded to review and approve the SA-148-15SP and SA-149-15SP. **MOTION CARRIED. AYES:** Vice Chair Mouet, Director La Belle, Director Tkaczyk, Director Berardino, Director Bagneris, Director Cervantes, and Director Ruiz. **NAYES:** none.

9. GOVERNANCE PROCESS:

A. Committee/Task Force/Liaison Reports

Information Item

Vice Chair Mouet on behalf of the Centennial Farm Foundation announced the Poker Tournament fundraiser.

Michele Richards, OCFEC Vice President, Business Development, noted that Centennial Farm Foundation will not be meeting in June or July.

Director Berardino on behalf of the Heroes Hall Veterans Foundation Board discussed the \$25,000 donation from the City of Costa Mesa.

Director Berardino on behalf of the Workers Memorial Task Force spoke enthusiastically about the memorial.

Jason Jacobsen, OCFEC Director of Production, provided a recap of the construction of the workers memorial.

Director Berardino described the finished memorial and spoke of justice for the agriculture workers in the county. He then thanked the Board and staff for their efforts to complete this project.

Jacobsen thanked Joan Hamill, OCFEC Director of Community Relations, and her team and Jerry Eldridge, OCFEC Director of Facilities, and his team for all their work in completing this project.

Richards on behalf of the City Liaison Committee spoke about RSVPs for the morning flag raising ceremonies during the OC Fair.

Director Berardino provided Director Tkaczyk of the Consumer Initiatives Task Force a coupon book for the San Diego County Fair.

Jeanine Robbins described the San Diego coupon book.

B. Discussion of Board Ticketing Policy (Policy 4.8.5.E)
Action Item

Kramer introduced the item. Counsel recommended establishing an ad-hoc two person task force to review existing ticketing policy and make recommendations to the Board of Directors to ensure all policies are consistent and are aligned with the Fair Political Practices Commission regulations.

Vice Chair Mouet appointed Director Bagneris and Director Tkaczyk the ad hoc task force.

C. Discussion of Appointees to the Heroes Hall Veterans Foundation Board of Directors
Action Item

Director Berardino presented Julio Perez, OC Labor Federation Executive Director; Pat Lavin, IBEW Local 47 Business Manager; and Carina Franck-Pantone, President of the Franck Firm as nominees to the Heroes Hall Veterans Foundation Board of Directors.

Director La Belle presented Attorney David Brahms (USMC Retired); Attorney Douglas Applegate (USMC Retired); Tina Javid, Semptra Energy; and Darrell Miller, Vice President of Youth and Facility Development for Major League Baseball as nominees to the Heroes Hall Veterans Foundation Board of Directors.

Beth Refakes expressed concerns about whether or not any disabled veterans, female veterans or Costa Mesa residents had been nominated as Board members.

ACTION: Director Tkaczyk motioned and Director Cervantes seconded to approve the appointment of Julio Perez, Pat Lavin, Carina Franck-Pantone, David Brahms, Douglas Applegate, Tina Javid, and Darrell Miller to the Heroes Hall Board of Directors. **MOTION CARRIED.**
AYES: Vice Chair Mouet, Director La Belle, Director Tkaczyk, Director Berardino, Director Cervantes, and Director Ruiz.
NAYES: none. **ABSTENTIONS:** Director Bagneris

D. Review of Board of Directors All Access Policy
Action Item

Kramer presented the amended language of the All Access Policy and presented the All Access pass to each Board member.

B. Discussion of Board Ticketing Policy (Policy 4.8.5.E)

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ACTION: Director Tkaczyk motioned and Director Cervantes seconded to approve the appointment of Julio Perez, Pat Lavin, Carina Franck-Pantone, David Brahms, Douglas Applegate, Tina Javid, and Darrell Miller to the Heroes Hall Board of Directors. **MOTION CARRIED.**

AYES: Vice Chair Mouet, Director La Belle, Director Tkaczyk, Director Berardino, Director Cervantes, and Director Ruiz.

NAYES: none. **ABSTENTIONS:** Director Bagneris

D. Review of Board of Directors All Access Policy

Action Item

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E. Review and Approve Heroes Hall Architectural Design and CEQA Determination

Action Item

Director Berardino introduced the staff report.

Richards presented the draft architectural designs for Heroes Hall.

Director La Belle asked about the schedule regarding the bid package. Richards answered that the bid package will be released upon approval of the Board of Directors.

Richards noted that part of the recommendation before the Board is the approval of the determination of exemption from CEQA as restoration of a historic building.

Vice Chair Mouet suggested that staff research the inclusion of plant types from the original Memorial Gardens.

ACTION: Director Bagneris motioned and Director Cervantes seconded to approve Heroes Hall Architectural Design and CEQA Determination. **MOTION CARRIED. AYES: Vice Chair Mouet, Director La Belle, Director Tkaczyk, Director Berardino, Director Bagneris, Director Cervantes, and Director Ruiz. NAYES: none.**

10. CLOSED SESSION

Vice Chair Mouet adjourned to closed session at 10:50 a.m. Meeting resumed at 11:30 a.m.

Vice Chair Mouet announced that there were no reportable actions from Closed Session.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Director La Belle and Director Ruiz congratulated Jeff Willson for his new position and welcomed Jessica Zimmerman to OCFEC.

Director Bagneris noted that she was looking forward to the OC Fair.

Director Tkaczyk welcomed Zimmerman.

Director Cervantes welcomed Zimmerman to OCFEC.

Director Berardino asked to receive a weekly report on security matters at the OC Fair. Additionally, he asked for clarification regarding the

responsibility of the Board versus the responsibility of staff relative to operational duties.

Fletcher noted that any such report would be a matter of public record and recommended that the discussion be agendaized for the next Board meeting.

Director Berardino then asked that discussion related to WFA's opposition to a bill about elephants in light of the Board of Directors opposition to elephant rides at the OC Fair. Then Director Berardino asked that the CEO look into the status of Ovations' high school fundraising partnership and whether it had been extended to other Orange County schools and what schools would be participating this year.

Director Berardino noted that he was not sure if the trailer bill for ABx 422 had passed.

Director Berardino asked that staff agendaize a discussion regarding the possible hiring of a legislative advocacy firm.

Vice Chair Mouet welcomed Zimmerman and congratulated Willson on his new position.

12. NEXT BOARD MEETING: THURSDAY, AUGUST 27, 2015

13. ADJOURNMENT

Meeting adjourned at 11:50 p.m.



Ashleigh Aitken, Chair



Kathy Kramer, Chief Executive Officer

