

MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD April 28, 2016

1. CALL TO ORDER:

Chair Mouet called the meeting to order at 9:03 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by Director Pham. Roll call taken by Jessica Zimmerman.

4. DIRECTORS PRESENT:

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

DIRECTORS ABSENT/EXCUSED:

OTHERS PRESENT:

Kathy Kramer, OCFEC CEO; Michele Richards, OCFEC VP of Business Development, Ken Karns, OCFEC VP Operations; Jessica Zimmerman, OCFEC; Jerry Eldridge, OCFEC; Deborah Fletcher, Office of the Attorney General; Josh Caplan, Office of the Attorney General; Janet Taylor, Stenographer; Evy Young, OCFEC; Joan Hamill, OCFEC; Reggie Mundekis; Beth Refakes; Kyle Woosley, President & CEO of Costa Mesa Chamber; Jennifer Farrell, Chair of Costa Mesa Chamber, Leslie Daigle; Jay Humphrey, Jennifer Farrell, Mike Robbins, Kevin Coleman, Theresa Sears

5. CEO'S OPERATIONAL UPDATE

Kathy Kramer, OCFEC CEO, requested Chair Mouet to introduce Director Pham to the Board and the public and provided a little background.

Chair Mouet introduced Director Pham and provided a short summary of his background.

Director Pham discussed a little about himself and his family background.

Kramer then introduced Ron Wallace, VP of Finance and Administration; and provided a quick background of Wallace; and asked Wallace to present the March financials.

Wallace discussed and provided information about the March financials to the Board and audience.

Kramer provided a recap of the report on AB1907 from Gonsalves & Son and stated that the bill was not heard by the Assembly Appropriations Committee. Once it passes out of Assembly it will go to Senate Policy Committee and lastly the Governor which has to be done by August 31.

Kramer also discussed travelling to Sacramento with Chair Mouet, as requested by the Board. They met with the Department of General Services Director Daniel Kim and staff about construction management options. They also met with Assembly Member Daly, the author of AB 1907. Lastly they stopped by Lieutenant Governor Gavin Newsom's office and presented an invitation for the Lieutenant Governor to attend the OC Fair this coming summer.

Chair Mouet thanked Director Tkaczyk and discussed their main reason for traveling to Sacramento. He believes that AB 1907 bill will be signed by August.

Michele Richards, OCFEC VP of Business Development, discussed Imaginology and how successful it was this year.

Director Cervantes shared her experience at Imaginology with her grandkids.

Director Berardino shared his experience at Imaginology and how organized the event was here at the OCFEC. He was elated to see the facility being used as a big public space for a strong public purpose.

Director Bagneris shared her experience and she shared the information with colleagues about Imaginology and how much positive feedback she received from them.

Director Tkaczyk thanked the staff for putting this event together every year. He had a great experience and was very impressed with the attendance mark for Imaginology.

Director La Belle complimented Michele Richards and the entire staff on Imaginology, stating that it was a great event. He shared his experience he had with his grandkids, suggested if they can provide a jumper for next year.

Director Ruiz asked if in the 106 busloads we had surrounding counties such as Riverside.

Richards stated yes we had surrounding counties such as Riverside as well as Los Angeles County and Orange County.

Director Pham shared his experience for the first time and stated that he loved and enjoyed the event very much.

Chair Mouet suggested more food concessions to decrease the lines during Imaginology event for next year.

Vice Chair Berardino would like for staff to come to the Board for any approval and changes for food concessions.

Director La Belle also suggested we should have a similar program that he worked on when he was a City Manager called Big Yellow Bus Program.

Richards provided an update to everyone on the historic event that took place on the month of April: the moving of the former Memorial Gardens building to its permanent foundation in between Centennial Farm and the Pacific Amphitheatre.

Richards also stated the building will be restored, renovated, and reborn into Heroes Hall to be publicly dedicated on Veterans Day, November 11.

Richards discussed about upcoming events for the month of May.

Kramer discussed the last minute event of Donald Trump Campaign Rally and then asked Jerry Eldridge, OC FEC Director of Facilities, to give a recap of the construction.

Eldridge provided a construction update on the Memorial Garden's building.

Kramer thanked everyone in the involvement of the relocation of the Memorial Garden's building. She also provided a recap of hosting of the California State Athletic Commission Board Meeting. They met with the commission chair and their executive director to discuss ways they could work together to promote the fairgrounds to regional and national combat sports promoters.

Kramer provided a recap of public records request from last board meeting to present; stated this past month 52 hours were logged on public records request worked by staff members. There is a currently a part-time position posted to recruit someone to assist with filling these requests.

Beth Rafakes thanked the staff and Board for the relocation of the building for Heroes Hall. She also mentioned the political rally scheduled for April 28. She does not have a problem with it. She is only concerned that Mr. Trump's rallies can get a little out of hand.

Vice Chair Berardino further discussed about public records request and stated he is a great advocated about public records request.

Vice Chair Berardino suggested discussing with Kramer and counsel about inviting the requesters in and sit down and answering questions they might have, finding a more efficient way to address concerns.

6. PUBLIC COMMENT

Theresa Sears thanked the board and agreed with Vice Chair Berardino about the importance of the public records request and recommended that we should have a meeting so it won't be an expensive thing to do.

Chair Mouet thanked the staff and further discussed about the 3rd party events.

Josh Caplan, Office of the Attorney General, further discussed about the rules of the public request.

Reggie Mundekis discussed about the issues arising from the use of NAFTA TN classification and H-B1 visa statuses for employment of full-time Civil Service employees at this state agency. Also discussed about the Trump Rally stating the event falls under 2012 Pac Amp settlement agreement.

Jay Humphrey stated he is a strong supporter of the Fair and supporter of the good neighbors program. His concerns are the way the news spreads out to the neighbors. He suggested that OCFEC makes sure that before an event happens that contracts are signed and appropriately enforced.

Beth Rafakes agreed with Humphrey about the noise ordinance and the good neighbor program. Another concern she stated was that not everyone is fully aware of the terms of the settlement agreement and has agreed to them in writing prior to the event.

Kevin Coleman thanked the Kramer for her hard work and dedication she has accomplished at OCFEC. He also thanked staff for all the great teamwork everyone plays a role in. He suggested that High School Inc. has the ability to come and partner with OCFEC due to the facilities these grounds have that can help the kids expand a program that was started in Santa Ana that can now migrate down to this end of the county and service more kids and grow more.

Mike Robbins expressed his concerns about the Trump rally in the Pacific Amphitheatre.

7. MINUTES:

A. Board Meeting held March 24, 2016

ACTION: Vice Chair Berardino and Director Ruiz seconded to review and approve the minutes from the Board meeting held March 24, 2016.

MOTION CARRIED. AYES: Chair Mouet, Vice Chair Berardino, Director La Belle, and Director Tkaczyk, Director Ruiz, Director Bagneris, Director Pham and Director Aitken. NAYES: None

8. CONSENT CALENDAR

A. Standard Agreements: SA-069-16BB; SA-071-16GE; SA-075-16PA; SA-084-16BB; SA-085-16GE; SA-086-16GE; SA-072-16IO; SA-073-16IO; SA-074-16YR; SA-076-16IO; SA-077-16YR; SA-079-16YR; SA-080-16YR; SA-081-16FT; SA-082-16FT; SA-083-16IO; SA-087-16FT; SA-090-16FT; SA-091-16FT

- B. Amendments: none
- C. Interagency Agreements: none
- D. Letters of Understanding: none
- E. Rental Agreements: R-003-16; R-022-16; R-024-16; R-068-16; R-070-16; R-073-16; R-074-16; R-075-16; R-076-16; R-080-16; R-081-16; R-082-16; R-090-16; R-096-16; R-099-16; R-101-16; R-102-16; R-104-16; R-105-16; 16 IO-01; 16 IO-FE 02; 16 IO-FE 03; 16 IO-FE 04; 16 IO-FE 05; 16 IO-FE 06; 16 IO-FE 07; 16 IO-FE 08; 16 IO-FE 09; 16 IO-FE 10; 16 IO-FE 11; 16 IO-FE 12; 16 IO-FE 13; 16 IO-FE 14; 16 IO-FE 15; 16 IO-FE 16; 16 IO-FE 17; 16 IO-FE 18; 16 IO-FE 19; 16 IO-FE 20; 16 IO-FE 21; 16 IO-FE 22; 16 IO-FE 23; 16 IO-FE 24; 16 IO-FE 25; 16 IO-FE 26; 16 IO-FE 27; 16 IO-FE 28; 16 IO-FE 29; 16 IO-FE 30; 16 IO-FE 31; 16 IO-FE 32; 16 IO-FE 33; 16 IO-FE 34; 16 IO-FE 35; 16 IO-FE 36; 16 IO-FE 37; 16 IO-FE 38; 16 IO-FE 39; 16 IO-FE 40; 16 IO-FE 41; 16 IO-FE 42; 16 IO-FE 43; 16 IO-FE 44; 16 IO-FE 45; 16 IO-FE 46; 16 IO-FE 47; 16 IO-FE 48; 16 IO-FE 49; 16 IO-FE 50; 16 IO-FE 51; 16 IO-FE 52; 16 IO-FE 53; 16 IO-FE 54; 16 IO-FE 55; 16 IO-FE 56; 16 IO-FE 57; 16 IO-FE 58; 16 IO-FE 59; 16 IO-FE 60; 16 IO-FE 61; 16 IO-FE 62; 16 IO-FE 63; 16 IO-FE 64; 16 IO-FE 65
- F. Active Joint Powers Authority Agreements: none
- G. Correspondence
 - i. none.

ACTION: Director Ruiz motioned and Director Bagneris seconded to review and approve the Consent Calendar. **MOTION CARRIED.**
AYES: Chair Mouet, Vice Chair Berardino, Director La Belle, Director Tkaczyk, Director Cervantes and Director Pham. **NAYES:** None.

9. GOVERNANCE PROCESS:

A. Committee/Task Force/Liaison Reports

- i. Centennial Farm Foundation Board (Chair Mouet)
- ii. Heroes Hall Foundation Board (Vice Chair Berardino, Director La Belle)
- iii. Financial Monitoring Committee (Chair Mouet, Director Bagneris)
- iv. Workers Memorial Task Force (Vice Chair Berardino, Director Aitken)
- v. 2016 OC Fair City Liaison Committee (Director La Belle, Director Cervantes)
- vi. Legislative Monitoring Task Force (Vice Chair Berardino, Director Aitken)
- vii. Organizational Needs Assessment Task Force (Director La Belle, Director Ruiz)
- viii. Tenant Liaison Committee (Director Tkaczyk, Director Berardino)
- ix. Consumer Initiatives Task Force (Director Tkaczyk, Director Bagneris)

Chair Mouet has announced that the Centennial Farm Foundation meeting has been canceled.

Vice Chair Berardino discussed how busy it has been in regards of the foundation for Heroes Hall and provided an update to the audience and Board. Also mentioned about the presentation he did with Richards that was presented to the Newport Beach City Council.

Director La Belle discussed the presentation he and Richards will be presenting to the Orange County City Managers Association regarding the Heroes Hall Project. Vice Chair Berardino will be working on the communication that he's going to forward as Chair or President of the Foundation to all of the cities in Orange County.

Chair Mouet stated it was pleasure of having their first financial meeting with Wallace.

Director Bagneris welcomed Wallace to OCFEC and enjoyed having her first meeting with our VP of Finance and Administration; stated that it was a good meeting and that they have new processes that will be put in place.

Chair Mouet has stated he will be stepping down from the Financial Committee and Director Pham will be the one taking over his position.

Director Aitken stated there was no update regarding Workers Memorial.

Richards provided a quick update on the 2016 OC Fair City Liaison Committee.

Director Aitken thanked Kramer on the updated she provided back in her CEO update in regards of what is going on with Assemblyman Daly and his work on the bill.

Director Ruiz stated there is no update regarding Organizational Needs Assessment or the Master Plan; asked to have an ONA meeting for the next month with Kramer and Director La Belle.

Director Tkacyzk provided a quick recap on the status of the Tel Phil agreement and the Spectra agreement has been completed and the transition has been made.

Director Tkacyzk stated there is nothing to report on both Consumer Initiatives and Ticketing Policy.

Chair Mouet he has eliminated 'Ticketing Policy Review Task Force' and suggested to add an 'Agriculture Committee.'

Director Cervantes and Chair Mouet will be the responsible for the Agriculture Committee.

B. Initiative to Require Voter Approval on Certain Development Projects (City of Costa Mesa)

Kramer shared more detailed information regarding this item.

Kyle Woosley, CEO/President of Costa Mesa Chamber, thanked the Board and staff and further discussed this voter approval report.

Reggie Mundekis discussed the potential of the new master plan process.

Jennifer Farrell discussed the no growth initiative, something that can kill jobs and businesses in the community if it passes; and on behalf of the Costa Mesa Chamber she proposed and encouraged the Board to join them in opposing this initiative.

Kevin Coleman further discussed the growth and benefits the the city and how it will affect the fairgrounds.

Jay Humphrey discussed the impacts that are going to happen from the project compared to what is good for the character of Costa Mesa. This will not stop growth and won't stop development from happening; which is not going to stop business in Costa Mesa. He suggested keeping in mind that the impact OCFEC is going to see from this is not going to affect OCFEC directly because OCFEC is controlled by the state.

C. Megan's Law Policy

Richards discussed detail regarding the Megan's Law Policy and provided some background on this policy. At the June 2006 meeting, the Board of Directors adopted the Megan's Law policy. A year later in April 2007, the policy was modified by the then Board of Directors requiring contractors to assume responsibility for screening and certifying that their employees and volunteers were in compliance with the policy. Now staff would like to recommend that the following language be added to the existing policy, allowing management to require certain year-round promoters to abide by the policy:

"In addition, all entities conducting business with OCFEC during the annual Orange County Fair will be required to conduct screening of each of the entity's employees, agents, servants, volunteers, subcontractors, and/or independent contractors who will be performing job-related duties on OCFEC premises. This screening will include searches for sex offender registration. Entities will certify in writing that they will conduct the required screening, and will indemnify OCFEC for any negligence, passive or active, arising out of or in any way connected with their obligation pertaining to the required screening."

ACTION: Director Cervantes motioned and Director Ruiz seconded to

approve Megan's Law Policy. **MOTION CARRIED. AYES: Chair Mouet, Vice Chair Berardino, Director La Belle, Director Tkaczyk, Director Cervantes, Director Bagneris and Director Pham. NAYES: None**

- D. The 32nd District Agricultural Association Board of Directors delegates authority to execute all forms of agreements, contracts, and purchase orders without further authorization from the Board of Directors (Policy 2.3.5). All such agreements, contracts and purchase orders are to be submitted to the Board of Directors for review at subsequent meetings. This delegation is subject to board review at each annual meeting**

The action is administrative and would update the delegation signing authority to include the new VP of Finance & Administration, Ronald Wallace.

Director Bagneris suggested if we can only add the title instated of the person's full name.

Director La Belle agreed with Director Bagneris, to have only the title and not the person's full name.

ACTION: Vice Chair Berardino motioned and Director Ruiz seconded to approve the 32nd District Agricultural Association Board of Directors delegates authority to execute all forms of agreements, contracts, and purchase orders without further authorization from the Board of Directors (Policy 2.3.5). All such agreements, contracts and purchase orders are to be submitted to the Board of Directors for review at subsequent meetings. This delegation is subject to board review at each annual meeting. **MOTION CARRIED. AYES: Chair Mouet, Vice Chair Berardino, Director La Belle, Director Tkaczyk, Director Cervantes and Director Pham. NAYES none.**

10. CLOSED SESSION

NO CLOSE SESSION

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Director La Belle welcomed and congratulated Director Pham to the Board. He also mentioned how Imaginology was a great event and how much his grandkids loved it.

Director Bagneris welcomed Director Pham to the Board; she also shared her excitement of the Fair coming up and the concerts. Thanked Kramer for her year being here and thanked all staff for their hard work.

Director Tkaczyk thanked the staff and Board for all of their hard work.

Director Aitken apologized to the staff and the audience for the event that is happening today.

Vice Chair Berardino thanked everyone for their hard work and staff how they have done a great job on the all the projects at OCFEC. Thanked Kramer about taking care of the fairgrounds; also requested to have full access to OCFEC events year round. Lastly he wanted to give thanks to Caplan for the outstanding response and how great job he is doing with us.

Director Ruiz stated there are only 78 days until the Fair and has his Fair face on; also welcomed Director Pham for joining the board.

Director Cervantes thanked the staff and Board, welcomed Director Pham.

Director Pham thanked everyone for the warm welcome, also 78 days and counting for the Fair. He cannot wait to be well connected with everyone.

Chair Mouet stated he bought his own ticket to the gun show and walked thru to have a better understanding of the event. Also stated he will be coming to the Trump Campaign Rally and requested not for a reserved sitting he would like to sit with staff and the audience as his responsibility as a Chair Man. Another major thing he mentioned was safety, consensus building safety model. And welcomed Director Pham.

12. NEXT BOARD MEETING: THURSDAY, MAY 26, 2016

13. ADJOURNMENT

Meeting adjourned at 11:44 a.m.

Gerardo Mouet, Chair

Kathy Kramer, Chief Executive Officer