

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD FEBRUARY 23, 2017**

1. CALL TO ORDER:

Chair Berardino 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 Cervantes. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT:

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

DIRECTORS ABSENT/EXCUSED: Director Aitken, Director Ruiz and Director Pham.

OTHERS PRESENT:

Kathy Kramer, OCFEC CEO; Michele Richards, OCFEC Vice President, Business Development, Ken Karns, OCFEC Vice President, Operations; Adam Carleton, OCFEC Vice President, Finance & Administration; Summer Angus; Bianca Kulback, OCFEC Director of Human Resources; Jerry Eldridge, OCFEC Director of Facilities; Jason Jacobsen, OCFEC Director of Planning & Presentation; Joan Hamill, OCFEC Director of Exhibits & Education; Terry Moore, OCFEC Director of Communications; Howard, Sandler, OCFEC Director of Events; Elaine Kumamoto, OCFEC Director of Finance; Ruby Lau, OCFEC Director of Marketing; Nick Buffa, OCFEC Director Security & Traffic; Thane Hollman, OCFEC Guest Experience Supervisor; Evy Young, OCFEC Agriculture Education Supervisor; Kelly Vu, OCFEC; Mariana Sanchez, OCFEC; Aubrey Reese, OCFEC; Stephen Anderson, OCFEC; Christine Gunst, OCFEC; Josh Caplan, Office of the Attorney General; Denise Herft, Stenographer; Scott Bruno, Tandem; Adela Generally, Spectra; Fran Gitsham, OC Wine Society; Theresa Sears; Reggie Mundekis; Beth Refakes; Jeanine Robbins; Lisa Sabo; Carol Russo; Cherie Cassara; Gibran Stout; Jaya Mayne; Jay Humphrey

5. CEO'S OPERATIONAL UPDATE

Kathy Kramer, OCFEC CEO, announced the closure of the fairgrounds on March 25th and 26th, in the interest of public safety, due to a planned political march and counter protests on the streets adjacent to the fairgrounds on March 25th.

Kramer also announced the progress of Senate Bill SB-741, legislation to add fairs to the 50-50 style charitable raffles.

Adam Carleton, OCFEC VP Finance & Administration presented the 2016 year end financials and January 2017 financials.

Carleton clarified Director Tkaczyk's question of Heroes Hall as a capital expense that will be depreciated over several years.

Ken Karns, OCFEC VP Operations, clarified that aside from the capital expense, Heroes Hall will have new day-to-day operating expenses.

Kramer reported on the finalization of the Bio-Swale project agreement and payment made to the City of Costa Mesa.

Kramer gave a recap of the Heroes Hall grand opening on February 15, 2017.

Kramer stated that she attended a luncheon hosted by the LA Chargers.

Michele Richards, OCFEC VP of Business Development, provided an overview of upcoming events.

Kramer reported that since the January Board meeting, staff had spent an estimated 28 hours, at a cost of \$1,141.00, fulfilling public records requests.

6. PUBLIC COMMENT

Jeanine Robbins, OC Market Place vendor, spoke in opposition of the Fairgrounds closure on March 25th and 26th.

Chair Berardino stated that the decision to close the Fairgrounds on March 25th and 26th was made in the interest of public safety due to a political march and counter protests that were planned for March 25th. He also complimented staff on their outstanding efforts regarding this issue.

Beth Refakes, Costa Mesa resident, congratulated the Board and staff on the Heroes Hall opening. She also spoke her concerned about the OC Sherriff's invoice incurred from the Trump Rally being paid by the Orange County taxpayers. Refakes agreed with the decision to close the Fairgrounds on March 25th and 26th for the safety of the community.

Chair Berardino thanked Beth Refakes for her generous donation to Heroes Hall Veterans Foundation.

Reggie Mundekis spoke in opposition of the OC Sherriff's invoice incurred from the Trump Rally being written off by the OC Sherriff's office.

Jay Humphrey, Costa Mesa resident, stated he'd like to see more

community meetings in the Master Plan process. He also spoke in opposition of the OC Sherriff's invoice incurred from the Trump Rally being forgiven by the OC Sherriff's office.

Carol Russo, OC Market Place vender, spoke in opposition of the closure of the Fairgrounds on March 25th and 26th.

Director Mouet stepped out of the meeting.

7. MINUTES:

A. Board Meeting held January 26, 2017

ACTION: Director Cervantes motioned and Director La Belle seconded to approve the minutes from the Board meeting held January 26, 2017.
MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Tkaczyk, Director La Belle and Director Cervantes.
NAYES: None.

8. CONSENT CALENDAR

A. Standard Agreements: SA-009-17HB; SA-030-17HB; SA-031-17HB; SA-032-17HB; SA-033-17HB; SA-034-17GE; SA-036-17HB; SA-037-17BB; SA-038-17GE; SA-041-17HB; SA-045-17PA; SA-046-17PA; SA-049-17BB; SA-042-17YR; SA-043-17YR; SA-044-17FT; SA-057-17FT ; SA-019-17SP; SA-020-17IO; SA-021-17IO; SA-022-17IO; SA-023-17IO; SA-024-17IO; SA-025-17IO; SA-026-17IO; SA-027-17IO; SA-035-17CF; SA-039-17IO; SA-040-17IO; SA-047-17SP; SA-048-17SP; SA-063-17IO

B. Amendments: None

C. Rental Agreements: R-003-17; R-006-17; R-017-17; R-018-17; R-019-17; R-020-17; R-021-17; R-024-17; R-029-17; R-035-17; R-039-17; R-053-17; R-055-17; R-056-17; R-057-17; R-058-17; R-059-17; R-060-17; R-063-17; R-070-17; R-071-17; R-073-17; R-079-17; R-082-17

D. Active Joint Powers Authority Agreements: None

E. Commercial Rental Agreements: 17175

F. Platinum Rental Agreements: 17700; 17701; 17702; 17703; 17704; 17705; 17707; 17708; 17709; 17711; 17712; 17713; 17716; 17717; 17718; 17719; 17721; 17722; 17723; 17724; 17725; 17727; 17730; 17731; 17733; 17734; 17735; 17736; 17737; 17738

G. 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.

-End of Consent Calendar-

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

9. GOVERNANCE PROCESS:

A. Committee/Task Force/Liaison Reports

- i. Centennial Farm Foundation Board (Director Mouet)
- ii. Heroes Hall Veterans Foundation Board (Chair Berardino, Director La Belle)
- iii. Financial Monitoring Committee (Vice Chair Bagneris, Director Pham)
- iv. Workers Memorial Task Force (Chair Berardino, Director Aitken)
- v. 2017 OC Fair City Liaison Committee (Director La Belle, Director Cervantes)
- vi. Legislative Monitoring Task Force (Chair Berardino, Director Aitken)
- vii. Master Site Plan Task Force (Director La Belle, Director Ruiz)
- viii. Tenant Liaison Committee (Director Tkaczyk, Chair Berardino)
- ix. Consumer Initiatives Task Force (Director Tkaczyk, Vice Chair Bagneris)
- x. Agricultural Committee (Director Mouet, Director Cervantes)

Chair Berardino, on behalf of the Heroes Hall Veterans Foundation Board, invited Theresa Sears, of Voice of OC to speak. Sears commented on a video project that the Voice of OC created featuring the Congressional Medal of Honor recipients.

Sears presented a poster with 50,000 signatures from the community representing the efforts against the sale of the Fairgrounds.

Vice Chair Bagneris, on behalf of the Financial Monitoring Committee, spoke about revising some of the financial reports to include more detail and better understanding.

Ken Karns, on behalf of the Workers Memorial Task Force, stated that the bid process to fix the Agricultural Workers Memorial has been started. He is optimistic that the project will be done by the 2017 Fair.

Director La Belle, on behalf of the Master Site Plan Task Force, stated that they are currently working on several outreach efforts. Ken Karns reported that the OCFEC Board of Directors kicked off the first of many robust Master Site planning meetings last month. He announced that a link has been placed on the OCFEC website for all community

members to submit their input.

Director Mouet resumed the meeting.

Chair Berardino appointing a special committee for the Equestrian Center with regard to the Master Site Plan, members to include Director Aitken, Director Tkaczyk and Theresa Sears.

Director Mouet applauded Chair Berardino for his leadership regarding the Equestrian Center Committee and shared how horses had a positive impact on his.

Director La Belle suggested the new committee tour the Chino Hills Equestrian Center to observe their operation.

Director Tkaczyk, on behalf of the Tenant Liaison Committee, reported that they had a meeting earlier in the week, the result of which was reported in the CEO's update at the beginning of the meeting regarding the closure of the fairgrounds March 25th and 26th.

B. Equestrian Center Community Service Programs Discussion

Action Item

Lisa Sabo praised the efforts of Theresa Sears to stop the sale of the Fair. Sabo spoke of the impact horses have on people and of the programs she offers at the Equestrian Center.

Jaya Mayne, Newport Mesa Pony Club, gave some history on the Pony Club and the impact the Pony Club and Equestrian Center has had on her life.

Gibran Stout spoke in favor of the new Equestrian Center Committee and is looking forward to seeing more community outreach efforts.

Cherie Cassara, marriage and family therapist, spoke regarding her equine assisted counseling.

Theresa Sears thanked Chair Berardino for the appointment to the Equestrian Center Committee. She gave her own history with horses and how she became involved with the Equestrian Center at the OC Fair & Event Center.

Chair Berardino directed staff to find out what percentage of paid programs versus free community programming are currently offered at the Equestrian Center. He directed staff to compile the information and return it to committee Chairman, Director Aitken, within 14 days.

No vote was taken.

C. OC Market Place Update
Information Item

Kramer announced postponement of this item.

**D. Centennial Farm Foundation Memorandum of Understanding and
CEO Cover Letter**
Action Item

Kramer presented staff report.

Richards presented the changes to item 6 of the Memorandum of Understanding (MOU) which focuses on fundraising and co-sponsored events between the Foundation and OCFEC.

Chair Berardino further clarified that the MOU states co-sponsored events between the Foundation and OCFEC will be agendized for approval by the Board. Chair Berardino congratulated all who contributed to the MOU.

Reggie Mundekis thanked the Board and staff for their work on the MOU. She asked for a definition of the term "proceeds" be included in the MOU.

ACTION: Director Tkaczyk motioned and Director Mouet seconded to approve the Centennial Farm Foundation Memorandum of Understanding and CEO Cover Letter. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Tkaczyk, Director La Belle and Director Cervantes. NAYES: None.**

**E. Haunted Halloween Fundraiser for Heroes Hall Veterans
Foundation, October 28, 2017**
Action Item

Chair Berardino stated that even though there is not yet a Memorandum of Understanding (MOU) between the Heroes Hall Veterans Foundation and the OCFEC, that agendizing this item conforms to the action that the MOU would require for co-sponsored events.

ACTION: Director Cervantes motioned and Director La Belle seconded to approve the Haunted Halloween Fundraiser for Heroes Hall Veterans Foundation, October 28, 2017. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Tkaczyk, Director La Belle and Director Cervantes. NAYES: None.**

F. Facility Event Rental Rates Discussion

Action Item

Reggie Mundekis stated that event rental rate increases should take place during the budget process. Mundekis suggested an implementation of tiered rental rates to include lower rates for community groups.

Director La Belle shared his experience with city tiered rates. He stated he would like OCFEC to have tiered rates for community users.

Director Mouet shared the City of Santa Ana's rental rates increase process and tiered rate schedule process.

Director La Belle stated he would like to see a detailed rental rate structure.

Chair Berardino suggested the Tenant Liaison Committee schedule a meeting to discuss the rental rates and bring back recommendations.

No vote was taken.

G. California Department of Food and Agriculture 2015 OC Fair & Event Center Economic Impact Study

Information Item

Kramer presented staff report that highlights OCFEC's impact on the state and local economy.

Director Mouet asked for supporting documents to report.

10. CLOSED SESSION

No closed session.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Vice Chair Bagneris announced she will not be attending the March Board meeting. She would like to agendize "The Stan Tkaczyk Perfect Attendance Award" be extended to include the public Fair goers. She thanked Chair Berardino for his leadership.

Director Mouet congratulated the Board on the opening of Heroes Hall.

Chair Berardino congratulated Director Mouet on his promotion as Santa Ana City Manager.

Director Tkaczyk stated that he is proud of the Board, staff and community of what has been accomplished in the last four years.

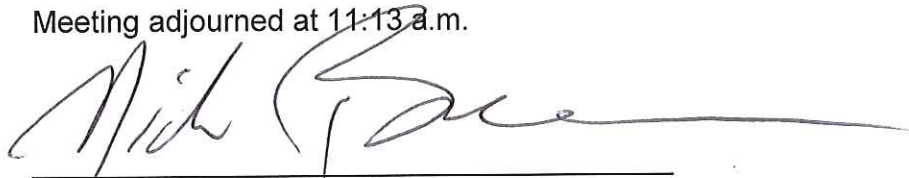
Director La Belle congratulated Director Mouet on his promotion of City Manager of Santa Ana. La Belle complimented the Board, staff and community on all the hard work over the past few years.

12. NEXT BOARD MEETING: MARCH 23, 2017

13. ADJOURNMENT

Director La Belle motioned and Director Tkaczyk seconded to adjourn. All Board members said Aye.

Meeting adjourned at 11:13 a.m.



Nick Berardino, Chair



Kathy Kramer, Chief Executive Officer