



The mission of OCFEC is...
**CELEBRATION OF ORANGE COUNTY'S
COMMUNITIES, INTERESTS, AGRICULTURE AND HERITAGE**
(with results justifying resources expended)

NOTICE OF MEETING

32ND District Agricultural Association
OCFEC Board of Directors
Thursday, January 22, 2014
9:00 a.m.

Administration Building
OC Fair & Event Center
88 Fair Drive
Costa Mesa, California

Board of Directors

Ashleigh Aitken, Board Chair
Gerardo Mouet, Vice Chair
Stanley Tkaczyk, Member Barbara Bagneris, Member
Douglas La Belle, Member Sandra Cervantes, Member
Nick Berardino, Member Bao Nguyen, Member
Robert Ruiz, Member

Secretary-Treasurer
Kathy Kramer CFE, CMP
Chief Executive Officer, OCFEC

32nd DAA Counsel
Roger Grable
Manatt, Phelps and Phillips

Those persons wishing to attend the meeting and who may require special accommodations pursuant to the provisions of the Americans with Disabilities Act are requested to contact the office of the 32nd District Agricultural Association (714) 708-1500, at least five working days prior to the meeting to insure the proper arrangements can be made.

At the discretion of the Board of Directors, all items appearing on this Agenda, whether or not expressly listed for action, may be deliberated and may be subject to action by the Board of Directors. The Board may convene to closed session pursuant to Government Code section 11126, subdivisions (a) and (e) to consider personnel evaluation and/or possible litigation. Items may not necessarily be taken up in the order shown on this Agenda. This agenda, and all notices required by the Bagley-Keene Open Meeting Act are available on the Internet at: www.ocfair.com

AGENDA

1. CALL TO ORDER

All matters noticed on this agenda, in any category, may be considered for action as listed. Any item not so noticed may not be considered. Items listed on this Agenda may be considered in any order, at the discretion of the chairperson.

2. THE MISSION OF OCFEC IS...

Celebration of Orange County's Communities, Interests, Agriculture and Heritage (with results justifying resources expended).

3. PLEDGE OF ALLEGIANCE

4. ROLL CALL (Policy 4.5.2.B)

5. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

A. CEO Offer Letter

B. Other

6. MATTERS OF PUBLIC COMMENT

Speakers are requested to sign in prior to the start of the meeting and are limited to three minutes. Public comment is allowed on issues NOT on the current Agenda. However, no debate by the Board shall be permitted on such public comments, and no action will be taken on such public comment items at this time, as law requires formal public notice prior to any action on a docket item.

Comments will be accepted on Agenda items during the meeting. Speakers wishing to address the Board on items on the agenda are requested to sign in prior to the start of the meeting and identify the agenda item[s] on which you desire to address the Board. Speakers are limited to three minutes.

7. MINUTES:

A. Board Meeting held December 12, 2014

Action Item

A. Board Meeting held December 18, 2014

Action Item

8. CONSENT CALENDAR: (Policy 4.3.4)

All matters listed under Consent Calendar are operational matters about which the Board has governing policies, implementation of which is delegated to the CEO. They will be enacted in one motion. There will be no discussion of these items prior to the time the Board of Directors votes on the motion, unless members of the board, staff or public request specific items to be discussed separately and/or removed from this section. Any member of the public who wishes to discuss Consent Calendar items should notify the

Chair of the Board, at the time requested and be recognized by invitation of the Chair to address the Board.

- A. Standard Agreements: SA-005-15ET
- B. Amendments: SA-22-14MA (Amend. #2); SA-27-14TR (Amend. #1)
- C. Interagency Agreements: none.
- D. Letters of Understanding: none.
- E. Rental Agreements: R-221-14; R-013-15; R-029-15; R-031-15; R-035-15; R-037-15; R-049-15; R-051-15; R-052-15; R-053-15; R-057-15; R-060-15; R-063-15; FT-004-15; FT-005-15; FT-007-15; FT-012-15; FT-014-15; FT-021-15; FT-023-15; FT-024-15; FT-026-15; FT-027-15; FT-029-15; FT-039-15
- F. Active Joint Powers Authority Agreements: none.
- 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. Various emails written in opposition to changing OCFEC smoking policy

-End of Consent Calendar-

9. GOVERNANCE PROCESS

A. Committee / Task Force / Liaison Reports Information Item

To assure compliance with the Bagley-Keene Act, Committee reports are only for the purpose of the Committee chair, Task Force members or Liaison to provide a verbal update. Should the Board want to discuss any Committee work item not already on the agenda; those would need to be agendized for a future Board meeting.

- i. Centennial Farm Foundation Board (Vice Chair Mouet, Director Bagneris)
- ii. Workers Memorial Task Force (Director Berardino, Chair Aitken)
- iii. Financial Monitoring Committee (Vice Chair Mouet, Director Bagneris)
- iv. 2015 OC Fair City Liaison Committee (Director La Belle, Director Nguyen)
- v. Veterans Memorial Task Force (Director Berardino, Director La Belle)
- vi. OCFEC Educational & Agricultural Foundation Task Force Vice Chair Mouet, Director Bagneris)
- vii. Legislative Monitoring Task Force (Director Nguyen, Director Cervantes)
- viii. OCC/OCFEC Parking Structure Task Force (Director Tkaczyk, Director Ruiz)
- ix. Organizational Needs Assessment Task Force (Director La Belle, Director Ruiz)
- x. OCFEC Tenant Relations Task Force (Director Tkaczyk, Director Berardino)

B. Discussion of OCFEC Smoking Policy Action Item

C. Extension of Current Pepsi Sponsorship Contract

Action Item

D. Approval of Interim Consulting Services for Pacific Amphitheatre Project Management and Sound Mitigation

Action Item

E. Approve Named Delegation of Authority for Execution of Contracts

Action Item

F. Discussion of Legal Services

Action Item

G. Discussion of Options Related to the Establishment of a Foundation for Fundraising for Agricultural and Educational Projects

Action Item

10. CLOSED SESSION (Closed to the Public)

A. Pending Litigation – Pursuant to the provisions of Government Code Section 11126(e)(1) the board will meet with legal counsel for the purpose of considering whether or not to initiate litigation.

B. Pursuant to the provisions of Government Code section 11126(a)(1) the Board of Directors will meet in closed executive session to consider the evaluation of performance of a public employee.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

12. NEXT BOARD MEETING: FEBRUARY 26, 2015

13. ADJOURNMENT

Respectfully submitted,
OC Fair & Event Center

A handwritten signature in black ink, appearing to read "Kathy Kramer", with a stylized flourish at the bottom.

Kathy Kramer CFE, CMP
Secretary-Treasurer
Chief Executive Officer, OC FEC

Date of notice: 4:00 p.m. December 12, 2014