

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD June 22, 2017**

1. CALL TO ORDER:

Chair Berardino called the meeting to order at 9:02 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by Evan La Belle and Elle La Belle. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT:

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

DIRECTORS ABSENT/EXCUSED: Director Mouet

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; 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; Dan Gaines, OCFEC Director of Entertainment; Nick Buffa, OCFEC Director Security & Traffic; Evy Young, OCFEC Agriculture Education Supervisor; Raimundo Dominguez, OCFEC Events Operations Supervisor; Jennifer Olvera, Events Supervisor; Courtney Duran, OCFEC; Don Dolar, OCFEC; Stacey Stoner, OCFEC; Roxanne Hack, OCFEC; Josh Caplan, Office of the Attorney General; Sara Kamberian, Stenographer; Scott Bruno, Tandem; Even La Belle, Elle La Belle; Brian West, Vince Pollmeier, Reggie Mundekis; Beth Refakes; Jay Humphrey

5. CEO'S OPERATIONAL UPDATE

Kathy Kramer, OCFEC CEO, reported on the Centennial Farm Docent Luncheon held at Centennial Farm, recognizing several docents for their years of service.

Kramer shared details from the Flag Day celebration held at Heroes Hall on June 14th.

Kramer recounted her trip to Sacramento where she attended the California State Assembly Veterans of the Year 10th Annual Luncheon on June 21, 2017.

Kramer reported on the number of OCFEC's year round events and revenues through June 2017, which is estimated at 6.5 % over budget.

Kramer stated that there had been a setback on the efforts to move SB 741 along the legislative process. She reported the bill had been pulled until January 2018 and is expected to move forward at that time.

Adam Carleton, OCFEC VP Finance & Administration presented the May 2017 financials and introduced some new financial reports.

Kramer gave an overview of the fair vendor application, selection and placement process.

Kramer reported that since the May Board meeting, staff had spent an estimated 66 hours, at a cost of \$2,691.48, fulfilling public records requests. She also reported that since June 2016 to date staff had spent a total estimated 751.05 hours, at a total cost of \$33,623.47, fulfilling public records requests, as requested by the Board of Directors.

6. PUBLIC COMMENTS

Jay Humphrey, Costa Mesa resident, stated that he is looking forward to the fair. He discussed his concerns regarding the fair neighborhood ambassador program and the use of public street parking and the impact on the neighborhoods. He also voiced his concerns regarding events that reportedly had fights that occurred in the parking lot. Humphrey stated he is not against alcohol at events but that it has the potential to impact the neighborhoods. He also shared his frustration on locating more information about the public meetings for the master site plan and shared his opinion that all master site plan meetings should be open to the public.

Reggie Mundekis spoke in opposition of the reporting the cost of public records requests. She suggested that documents be posted online to reduce the amount of public records requests.

Vince Pollmeier criticized the Board of Directors for comments made at the May Board meeting regarding public records requests.

7. MINUTES:

A. Board Meeting held May 25, 2017

Director Aitken questioned a date in the May 25th minutes.

Kramer gave an explanation and confirmed that the date in the minutes were correct.

ACTION: Vice Chair Bagneris motioned and Director Ruiz seconded to review and approve the minutes from the Board meeting held May 25, 2017. **MOTION CARRIED. AYES: Chair Bernardino, Vice Chair Bagneris, Director Aitken, Director Tkaczyk, Director La Belle, Director Cervantes and Director Ruiz. NAYES: None. ABSENTIONS: Director Pham**

8. CONSENT CALENDAR

- A. Standard Agreements: SA-081-17FT; SA-083-17FT; SA-087-17GE; SA-140-17AS; SA-146-17PA; SA-147-17PA; SA-149-17PA; SA-150-17PA; SA-151-17PA; SA-152-17AS; SA-154-17PA; SA-161-17FT; SA-174-17SP; SA-176-17FT; SA-177-17FT; SA-178-17YR; SA-179-17FT; SA-180-17FT; SA-181-17FT; SA-182-17PA; SA-183-17PA; SA-184-17PA; SA-185-17PA; SA-186-17PA; SA-187-17PA; SA-188-17PA; SA-189-17PA; SA-190-17PA; SA-191-17PA; SA-192-17PA; SA-193-17FT; SA-194-17GE; SA-195-17PA; SA-196-17SP; SA-197-17FT; SA-198-17PA; SA-199-17FT; SA-200-17SP; SA-201-16PA; SA-202-17FT; SA-203-17FT; SA-204-17PA; SA-205-17PA; SA-206-17PA; SA-207-17PA; SA-208-17PA; SA-209-17PA; SA-210-17PA
- B. Amendments: SA-059-17FT (Amend. #1)
- C. Rental Agreements: R-048-17; R-049-17; R-086-17; R-087-17; R-097-17; R-110-17; R-116-17; R-120-17; R-124-17; R-125-17; 126-17; R-127-17; R-132-17; R-133-17
- D. Active Joint Powers Authority Agreements: None
- E. Commercial Rental Agreements: 17002; 17008; 17015; 17030; 17042; 17048; 17060; 17074; 17090; 17091; 17098; 17101; 17105; 17122; 17137; 17172; 17185; 17190; 17191; 17192; 17193; 17210; 17219; 17227; 17228; 17234; 17239;
- F. Concession Rental Agreements: 17579; 17595; 17596
- G. Platinum Rental Agreements: 17714
- H. Supplier Rental Agreements : 17661; 17662; 17663; 17664; 17665; 17666
- I. Judging Agreements: HA-001-17; HA-002-17; HA-003-17; HA-004-17; HA-005-17; HA-006-17; HA-007-17; HA-008-17; HA-009-17; A -010-17; HA-011-17; HA-012-17; HA-013-17; HA-014-17; HA-015-17; HA-016-17; HA-017-17; HA-018-17; HA-019-17; HA-020-17; LS-008-17; LS-008-17; LS-010-17; LS-011-17; LS-021-17

J. 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 review and approve the Consent Calendar. **MOTION CARRIED.**
AYES: Chair Berardino, Vice Chair Bagneris, Director Aitken, Director Tkaczyk, Director La Belle, Director Cervantes, Director Ruiz and Director Pham. **NAYES:** None.

9. **GOVERNANCE PROCESS:**

A. **Committee/Task Force/Liaison Reports**

- i. Centennial Farm Foundation Board (Director Cervantes)
- 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)
- xi. Equestrian Center Task Force (Director Aitken, Director Tkaczyk)

Chair Berardino, on behalf of the Heroes Hall Veterans Foundation Board, reported the success of the Army celebration on Flag Day at Heroes Hall.

Vice Chair Bagneris, on behalf of the Financial Monitoring Committee, stated that she was out of town but that Director Pham had met with staff on June 9th. Director Pham stated that the committee will continue to work with staff to roll out new and improved reports as they are implemented.

Director Aitken, on behalf of the Workers Memorial Task Force, announced plans to unveil the memorial on August 4th.

Director La Belle differed to Michele Richards to report, on behalf of the 2017 OC Fair City Liaison Committee. Richards reported that invitations had gone out inviting city officials to participate in community flag raising ceremonies that occur during the fair, honoring

the cities of Orange County.

Chair Berardino, on behalf of the Legislative Monitoring Task Force, stated that he is optimistic that Senate Bill SB 741 will do well in January.

Director Ruiz, on behalf of the Master Site Plan Task Force, said that they had made a lot of progress at a meeting on June 13th. Ken Karns, Karns, OCFEC VP of Operation, reported on the community partners stakeholder meeting that was held on June 2nd. He also reported on the public stakeholder meeting that was held on June 5th and spoke of plans for future committee meeting and workshop dates. Karns gave snapshot and estimated timeline for the master site plan process for the coming months.

Director La Belle emphasized that the master site plan process, over the next four to six months, will be a very public process leading up to the Board's final decision.

Chair Berardino stated that he attended the majority of the stakeholder meetings and shared his experience.

Director Tkaczyk, on behalf of the Tenant Liaison Committee, reported that they are in the process of gathering information for a new procedure to vet certain contracts for inclusion on the agenda versus including the consent calendar.

Vince Pollmeier discussed his concerns regarding potential conflicts of interest that may arise as a result of Board members also being members of the Centennial Farm Foundation and Heroes Hall Foundation.

Reggie Mundekis thanked the Master Site Plan Task force and consultants for a well-run meeting. She spoke of the problems of the past master site plans that had led to litigation.

Beth Refakis, Costa Mesa resident, stated that she attended the master site plan public meeting. She discussed her concern that, in her opinion, not enough was effort was being made to solicit input the other cities in Orange County. Refakis stated that she would like to see a list posted online of all the master site plan stakeholder meetings. She also stated that members of the public should be able to attend all master site plan meetings.

Chair Berardino reported that one of the master site plan meetings had included Orange County cities.

B. Discussion to Establish Board Policy for Defining Terms of Service Agreement Contracts
Action Item

Chair Berardino asked to table the agenda item be to allow the committee to continue their work on the issue.

ACTION: Director La Belle motioned and Director Cervantes seconded to table the Discussion to Establish Board Policy for Defining Terms of Service Agreement Contracts. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Aitken, Director Tkaczyk, Director La Belle, Director Cervantes, Director Ruiz and Director Pham. NAYES: None.**

Chair Berardino stated that agenda Item C will be moved to the end of the agenda.

D. Review and Approve Board of Directors Governing Policy 2.9.3.A Pertaining to the Annual OC Fair
Action Item

Chair Berardino presented the staff report. Chair Berardino recommended that the Chair and Vice Chair meet with security staff personnel and security providers before and midway through the fair each year.

ACTION: Vice Chair Bagneris motioned and Director Cervantes seconded to review and approve Board of Directors Governing Policy 2.9.3.A Pertaining to the Annual OC Fair. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Aitken, Director Tkaczyk, Director La Belle, Director Cervantes, Director Ruiz and Director Pham. NAYES: None.**

E. Sponsorship Update on Educational Programs (Heroes Hall, Centennial Farm and Imaginology)
Information Item

Michele Richard presented the sponsorship update.

C. What's new at the 2017 OC Fair
Information Item

Michele Richards gave a presentation of the new items coming to the 2017 OC Fair.

10. CLOSED SESSION

Meeting broke for closed session at 10:26 a.m. and resumed at 12:11 p.m.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Director Ruiz shared that he is looking forward to the fair. He thanked Kathy Kramer and staff for all of their efforts.

Director Pham commented on how fast the year had gone by.

Director Cervantes thanked staff and stated that she is looking forward to the fair.

Vice Chair Bagneris stated that she appreciated the 2017 OC Fair presentation and thanked CEO Kramer. She also thanked Chair Berardino for his efficiency moving through the meeting.

Director Tkaczyk thanked staff decorating the room. He shared that he looks forward to the fair presentation each year.

Director La Belle shared his appreciation to staff for all their hard work. He also thanked Chair Berardino for recognizing his grandchildren and allowing them to lead Pledge of Allegiance.

12. NEXT BOARD MEETING: AUGUST 24, 2017

13. ADJOURNMENT

Director Ruiz motion and Director Cervantes seconded to adjourn. All Board members said Aye.

Meeting adjourned at 12:16 p.m.



Nick Berardino, Chair



Kathy Kramer, Chief Executive Officer