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MEETING OF THE OCFEC BOARD OF DIRECTORS  
32nd District Agricultural Association

Thursday, March 23, 2017

Reported by: , CSR #12983

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Meeting of the OCFEC Board of Directors, reported by Denise Herft, a Certified Shorthand Reporter for the State of California, with principal office in the County of Orange, commencing at 9:01 a.m. and ending at 12:39 p.m., Thursday, March 23, 2017, in the Administration Building, Orange County Fairgrounds, Costa Mesa, California.

APPEARANCES OF BOARD MEMBERS:

- Nick Berardino, Chair
- Gerardo Mouet, Member
- Douglas La Belle, Member
- Stanley Tkaczyk, Member
- Sandra Cervantes, Member
- Ashleigh Aitken, Member
- Robert Ruiz, Member
- Newton Pham, Member

STAFF:

- Kathy Kramer, CEO
- Michele Richards, VP of Business Development
- Ken Karns, VP of Operations
- Adam Carleton, VP of Finance and Administration
- Jerry Eldridge, Director of Facilities
- Jeff Willson, Entertainment Supervisor
- Summer Angus, Executive Assistant

APPEARANCE OF COUNSEL:

OFFICE OF THE CALIFORNIA ATTORNEY GENERAL  
BY: JOSHUA CAPLAN, ESQ.  
600 West Broadway  
Suite 1800  
San Diego, California 92186-5266  
(619) 645-2070  
(619) 645-2271 Facsimile

PUBLIC SPEAKERS:

- Reggie Mundekis
- Mike Robbins
- Carol Russo
- Jeanine Robbins
- Greg Silva
- Theresa Sears
- Gibran Stout
- Lisa Sabo

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Thursday, March 23, 2017  
Costa Mesa, California  
9:01 a.m. - 12:39 p.m.  
\* \* \* \*

CHAIR NICK BERARDINO: We'll call the meeting to order. Good morning, everybody, welcome.

DIRECTOR DOUGLAS LA BELLE: Good morning.

CHAIR NICK BERARDINO: If I can direct your attention behind me to the mission statement, which we'll have some discussion about later on in the agenda. And the pledge of allegiance, I'll ask Kelly Shelton from the City of Costa Mesa if you would kindly lead us in the pledge.

(Pledge of Allegiance conducted.)

CHAIR NICK BERARDINO: Thank you. Madam Secretary, if you would please call the roll this morning.

MS. SUMMER ANGUS: Chair Berardino?

CHAIR NICK BERARDINO: Here.

MS. SUMMER ANGUS: Director Mouet?

DIRECTOR GERARDO MOUET: Here.

MS. SUMMER ANGUS: Director Aitken?

DIRECTOR ASHLEIGH AITKEN: Present.

1 MS. SUMMER ANGUS: Director Tkaczyk?  
2 DIRECTOR STANLEY TKACZYK: Here.  
3 MS. SUMMER ANGUS: Director La Belle?  
4 DIRECTOR DOUGLAS LA BELLE: Here.  
5 MS. SUMMER ANGUS: Director Cervantes?  
6 DIRECTOR SANDRA CERVANTES: Here.  
7 MS. SUMMER ANGUS: Director Ruiz?  
8 DIRECTOR ROBERT RUIZ: Present.  
9 MS. SUMMER ANGUS: Director Pham?  
10 DIRECTOR NEWTON PHAM: Here.  
11 CHAIR NICK BERARDINO: Thank you very  
12 much. We do have a quorum. We can proceed.  
13 Next item is the CEO's operational  
14 announcement's and updates, Madam CEO.  
15 MS. KATHY KRAMER: Thank you, Chair  
16 Berardino. Good morning.  
17 CHAIR NICK BERARDINO: Good morning.  
18 MR. ROBERT RUIZ: Good morning.  
19 MS. KATHY KRAMER: I would like to  
20 congratulate Sandra Cervantes and Doug La Belle  
21 for their reappointment to the OCFEC Board of  
22 Directors. Glad to have you. This announcement  
23 came last Friday from the governor's office.  
24 Our 2016 OC Fair television commercial  
25 not only caught the eye of our fair goers, but has

1 won the prestigious ADDY award given by the  
2 American Advertising Federation. We'll hear  
3 tonight at the annual Gala if we won the gold,  
4 silver, or bronze. In any case, it's a great  
5 honor to be recognized in the first level of a  
6 three-tiered national contest with over 40,000  
7 entries, so congratulations team on that accolade.

8 Our bill SB741 just passed the  
9 requirement to being print for 30 days prior to  
10 being heard for the policy committee. Gonsalves &  
11 Sons continue to work with key stakeholders for  
12 support of this bill.

13 Staff is in full production mode focusing  
14 on delivering Imaginology, which happens in less  
15 than 30 days, and the OC Fair, which opens in  
16 exactly 113 days. Later in the meeting staff will  
17 provide an update and all the new things happening  
18 in Imaginology. That said, I'd like to share some  
19 highlights of how our summer concert series is  
20 shaping up for this OC Fair.

21 That slide, please. We have 14 shows  
22 already on sale, including two pre-fair  
23 performances, Gabriel Iglesias, AKA, Fluffy, and  
24 Steve Miller Band performing with Peter Frampton  
25 are racing towards a sellout. Both shows, Kenny

1 Loggins and the B-52s featured in the Pacific  
2 Symphony are selling very well.

3 We have a 12 percent increase in the  
4 number of concert tickets sold year to date over  
5 2016, and a 30 percent increase in gross revenue  
6 year to date over 2016.

7 One of our goals for this year's OC Fair  
8 was to expand the Hispanic programming. I'm  
9 excited to share a couple of new initiatives to  
10 support this goal. We added another performance,  
11 Mariachis Sol de Mexico on August 6. There now  
12 will be two performances in the hangar, one at  
13 1:30 p.m. and the other at 6:30 p.m. Sol, for  
14 short, has been performing here for the past seven  
15 years, and they generally sell out. So we felt  
16 this was a perfect opportunity to expand this  
17 entertainment.

18 Another new initiative this year is the  
19 partnership with the organizers of the Mariachi  
20 Youth Nationals and Summer Institute. This event  
21 brings around 150 to 175 mariachi students from  
22 around the world, and I do mean "around the  
23 world," if you go to their Website, quite  
24 impressed with the countries that are interested,  
25 they come together with some of the best

1 professional mariachis in the country. This year  
2 the winners from the competition have been invited  
3 to perform on stage August 6th with Sol.

4 The organizers of the Youth Mariachi  
5 Nationals and Summer Institute are thrilled to  
6 have their students be part of the OC Fair. We  
7 are going to continue to work with them to develop  
8 additional programming next year to include having  
9 their competition here on that Saturday before.  
10 So we are very excited about that partnership and  
11 connecting with them.

12 At this time I'd like to ask Adam  
13 Carleton VP of finance to provide the February  
14 financials.

15 MR. ADAM CARLETON: For February 2017 we  
16 had actual revenues for --

17 CHAIR NICK BERARDINO: You might want to  
18 move that mic a little closer.

19 MR. ADAM CARLETON: February of 2017 we  
20 had actual revenues of a million 295 versus a  
21 budget of a million 222, so almost a \$73,000  
22 favorable variance. Primarily the great weather  
23 helped the Tet Festival be a very successful  
24 event.

25 Expenses are also favorable. We had

1 2.8 million -- 2.88 budgeted, the actuals for the  
2 budget was roughly 4.1 million, so we're  
3 1.2 million ahead on favorable to budgeted  
4 expenses and primarily from labor and taxes and  
5 associated benefits that go with that, also some  
6 timing issues with insurance. So year to date we  
7 have a negative net proceeds of 1.6 million versus  
8 a budget of 2.8 million, so we're favorable of  
9 1.2.

10 So just to explain that almost all the  
11 months of the year we don't make that much money,  
12 but during the few months of the fair, we do very  
13 well.

14 Next slide is our pending cash position.  
15 Currently there's \$36,460,000 cash on hand  
16 equivalence. This time last year there was  
17 31.8 million. That's it. Thank you.

18 MS. KATHY KRAMER: Thank you, Adam.

19 I'd now like to ask Ken Karns, VP of  
20 operations to provide an operational update.

21 MR. KEN KARNS: I'm going to give both  
22 updates during the committee --

23 MS. KATHY KRAMER: Oh, perfect,  
24 absolutely.

25 MR. KEN KARNS: Sorry.



1 MS. KATHY KRAMER: No, that's okay.

2 Thanks, Ken.

3 We're putting the finishing touches on  
4 the renovation of the building formerly occupied  
5 by the All American Boys Chorus. As you recall,  
6 we did not renew their lease last summer, as we  
7 needed this building for additional office space.  
8 The exhibits and education team will be the new  
9 occupants of this building and will make the move  
10 after Imaginology.

11 I've had several meetings with the City  
12 of Costa Mesa Councilman John Stevens and city  
13 staff to discuss hosting a City of Costa Mesa 4th  
14 of July celebration at the fairgrounds this  
15 summer. Their goal is to create a safe family  
16 friendly event for the city that all the residents  
17 can enjoy. We'll continue to work with the city  
18 as well as the Pacific Symphony and the OC Market  
19 Place to explore opportunities for all the  
20 organizations to work together to be part of this  
21 4th of July celebration.

22 Speaking of the Pacific Symphony, staff  
23 is in the process of drafting a rental agreement  
24 with the Pacific Symphony and we anticipate  
25 bringing this agreement forward by the May board

1 meeting.

2 We had an opportunity earlier this week  
3 to provide a tour of the fairgrounds for the Los  
4 Angeles Chargers vice president that oversees  
5 their community relations and their foundation  
6 activities. She plans many of events for their  
7 organization and shared how impressed she was with  
8 our facilities. We also discussed ways that they  
9 could participate in the OC Fair this year.

10 On Tuesday I attended a Costa Mesa City  
11 Council meeting where they voted unanimously to  
12 enter into a ten-year contract with the Chargers  
13 to use Jack Hammett Sports Complex for their  
14 practice training site beginning this summer. If  
15 you don't know, this complex is about a block away  
16 from the fairgrounds on Fairview Street and  
17 located behind the Costa Mesa High School.

18 I want to thank Tom Hatch, Costa Mesa  
19 city manger for inviting us to the table during  
20 the negotiations of this contract. The Chargers  
21 practice training schedule is July and August and  
22 will overlap with the OC Fair dates. The contract  
23 language provides for City oversight in preparing  
24 the traffic and parking operations plan that will  
25 work for all organizations.

1 Director La Belle who is on the board of  
2 directors for Boys Republic along with Chair  
3 Berardino and I toured Boys Republic in Chino  
4 Hills earlier this month. The Boys Republic is a  
5 nonprofit privately endowed agency providing  
6 residential and nonresidential youth services to  
7 disadvantaged,  
8 at risk youth in California. One of their  
9 training programs is a teaching bakery where their  
10 students run a full service bakery operation. We  
11 actually got to sample some of them and they were  
12 quite tasty, that sell products to the community.  
13 We're in discussions with them about being our  
14 supplier for bread and dessert items as well as  
15 have their culinary students participate and  
16 include demonstrations during the OC Fair.  
17 They're also very excited about participating in  
18 our new program, OC Fair Kids Club, which you'll  
19 hear more about on the agenda. I'd now like to  
20 turn it over to Michele Richards, VP of business  
21 development, to provide an events update.

22 MS. MICHELE RICHARDS: We just finished a  
23 very busy March, and we're rolling right into an  
24 even busier event season beginning in April and  
25 May. I wanted to just highlight those events in

1 April; starting on Saturday, April 1st, our  
2 Centennial Farm garden classes continue with a  
3 class on homegrown tomatoes. It's an advanced  
4 class, \$5 to the general public just to cover  
5 materials, and preregistration is required. You  
6 can do that on our Website at OCFair.com.

7 We have a brand-new event happening at  
8 the fair on April 1st and 2nd, Saturday and  
9 Sunday, Discover the Dinosaurs. Guests can  
10 experience up-close encounters with a life-like  
11 stegosaurus, velociraptors, and the king T-Rex in  
12 a thrilling walkthrough exhibit. Also includes  
13 dino rides, a fossil dig, crafts and games.  
14 Tickets are \$19 and \$16 for seniors.

15 Also, that same Sunday, April 2nd, is the  
16 Sand Sports Super Swap. This is a one day  
17 opportunity for off road enthusiasts to swap their  
18 sand toys and equipment. Tickets are \$10, and 12  
19 and younger are free.

20 Fight Club OC is back again on Thursday,  
21 April 6 with boxing and MMA together on the same  
22 night inside the same ring in the hangar. Tickets  
23 are \$60.

24 We will once again welcome back on  
25 Saturday, April 8th, the Night Nation Run. Night

1 Nation Run is the world's first running music  
2 festival. You can run, walk, or skip your way  
3 through a 5K course with live music, lights, and  
4 lasers. This event also supports Stand Up to  
5 Cancer, and registrants can donate when they  
6 register for the event. Registration is online  
7 for \$60.

8 Easter weekend, Thursday, Friday, and  
9 Saturday, April 14th through the 16th -- sorry,  
10 that will be Friday, Saturday, and Sunday Calvary  
11 Chapel will be celebrating Easter at the Pacific  
12 Amphitheater.

13 And I'll be back with more details later  
14 about Imaginology. That will be April 21st  
15 through the 23rd here at the OC Fair and Events  
16 Center. And then we wrap up the month with  
17 America's family Pet Expo, a great returning event  
18 here at the OC Fair and Event Center. It's the  
19 world's largest pet and pet product expo with  
20 exhibitors, like retailers, groomers, hobbyists,  
21 Humane Society, rescue organizations, breeders, et  
22 cetera, plus top notch entertainment. And I know  
23 Director Tkaczyk is quite fond of this event. You  
24 found a family member there.

25 DIRECTOR STANLEY TKACZYK: My dog Sasha.

1 MS. MICHELE RICHARDS: Tickets are \$15,  
2 \$13 for seniors, and \$10 for kids 6 through 10.

3 And then on an ongoing basis, just to  
4 remind everybody to visit Centennial Farm. It's  
5 open to the public Monday through Friday from 1:00  
6 to 4:00, Saturday and Sunday from 9:00 to 4:00,  
7 Heroes Hall open daily from 11:00 to 5:00, and  
8 then of course, The Market Place every Saturday  
9 and Sunday from 7:00 to 4:00 with cars and coffee  
10 every Saturday from 7:00 to 9:00, and please don't  
11 forget about our certified farmer's market here  
12 every Thursday 9:00 to 1:00 in front of the Pac Am  
13 box office. Now we'll wrap it up for April.

14 CHAIR NICK BERARDINO: Any questions?

15 DIRECTOR ROBERT RUIZ: I have a question  
16 on the Discover the Dinosaurs, you mentioned the  
17 ticket prices, is that for all ages? I know some  
18 of them had ages as far as 6 and above, is that  
19 the same thing?

20 MS. MICHELE RICHARDS: It's \$19. There  
21 is a discount for seniors, but they have some  
22 great package deals too on the Website.

23 DIRECTOR ROBERT RUIZ: All right. Thank  
24 you.

25 CHAIR NICK BERARDINO: Any other

1 questions from any other board members?

2 MS. KATHY KRAMER: Thank you, Michele.

3 At the board's request I'm providing the  
4 number of hours staff has spent fulfilling public  
5 records request since last month's board meeting,  
6 total hours 46.5 at the cost of \$1,896.27. That  
7 concludes my report.

8 CHAIR NICK BERARDINO: Thank you, Madam  
9 CEO. Any board members that have any questions  
10 for the CEO?

11 Hearing none, we will move on to matters  
12 of the public comment. We'll begin, and we have  
13 some folks speaking, so I would invite your  
14 attention to the timer here, that's going to help  
15 us keep things on track, and this is our first  
16 time with it, so we may have a glitch here or  
17 there, and be patient while we work them out.

18 DIRECTOR STANLEY TKACZYK: Who has the  
19 button to start it?

20 CHAIR NICK BERARDINO: That's a secret.  
21 You just exposed our major secret. If you want to  
22 know what goes on, in our closed session, there  
23 you have it, who has the button.

24 Mr. Robbins, Mike Robbins, you're number  
25 one. First guy on the timer ever in history.

1 MR. MIKE ROBBINS: Yes, we are talking  
2 about history, right. This is the history of  
3 fairgrounds. Mike Robbins, swap meet vendor for  
4 the fairgrounds, played here for 37 years now, of  
5 course we're talking about the closing of the  
6 weekend today. I want to remind you that horrible  
7 things happened in London, that is yesterday, and  
8 this is what Teresa May said, In London people  
9 will get up and go about their days as usual --  
10 but not at the Orange County Fairgrounds this  
11 weekend -- they will work these streets -- they  
12 won't go to the Orange County Fairgrounds this  
13 weekend -- they will live their lives -- I assume  
14 so too -- we all move forward together, we will  
15 never give into terror -- not here, though --  
16 never allowing the voices of hate to drive us  
17 apart.

18 Thank you very much.

19 CHAIR NICK BERARDINO: Thank you, Mike.  
20 Next on public comment, Jeanine Robbins.

21 MS. JEANINE ROBBINS: Good morning. My  
22 name is Jeanine Robbins. This weekend, this  
23 weekend is critical. It was canceled because of  
24 an event that was scheduled. However, that event  
25 is no long a viable option. That event has been



1 moved, permits have been pulled, they have all  
2 been by notified. There is no event happening  
3 this weekend around the fairgrounds, yet The  
4 Market Place is still closed. There has been no  
5 form of advertising for the customers that The  
6 Market Place will be closed.

7 I was on the OC Fair Website. I've been  
8 on it every day for the last two weeks. That's  
9 not a common thing for me, I very rarely go on the  
10 Website; however, on the Website it shows under  
11 events on the calendar: The Gun Show, event  
12 canceled; the Wine Event, event canceled. There  
13 was no mention of the Orange County Market Place  
14 at all. In fact, after further looking at the  
15 Website, under events on the calendar there's no  
16 mention of The Market Place at all.

17 So I went under weekly events to see, the  
18 only event mentioned under the weekly events is  
19 the Farmer's Market. There is no mention of the  
20 Market Place anywhere. So people have no idea  
21 that this event is canceled. Last weekend we had  
22 somebody come all the way from Visalia. Visalia  
23 is by Fresno. Imagine if they had driven all that  
24 way this coming weekend, and there's no Market  
25 Place. Imagine all the customers who are coming

1 from all around Southern California, whether it be  
2 San Diego County, whether it Riverside County, and  
3 they come, and the fairground is closed. There is  
4 no notice anywhere that this event is not  
5 happening.

6 We need to sell. We need to be allowed  
7 to run our businesses. Our customers count on it.  
8 From the very beginning when you canceled this  
9 event, I argued, please let us sell on Sunday, the  
10 event was on Saturday, yet you chose to close the  
11 whole weekend. Now there's no reason we can't  
12 sell both days Saturday and Sunday.

13 You have to understand when you give in  
14 to something like this, it becomes a habit.  
15 What if this event was scheduled for a week during  
16 the fair? What if it was scheduling during the  
17 opening weekend of the fair, would you cancel the  
18 fair? We can't give in to the possibility of what  
19 may or may not happen. We just we need to be  
20 allowed to work. Our customers need to know that  
21 we will be there. It's going to be chaos this  
22 weekend. It's going to be absolute chaos, and  
23 we're all going to suffer. The customer may never  
24 come back, and the vendors are losing another  
25 weekend after 18 days of rain since November 20th.

1           Please, please let us sell. Thank you.  
2       Again, please note, nowhere on the Website of the  
3       fair does it mention that the Market Place is  
4       closed. Thank you.

5           CHAIR NICK BERARDINO: Thank you,  
6       Jeanine.

7           Reggie Mundekis.

8           MS. REGGIE MUNDEKIS: Good morning, and  
9       thank you for this opportunity to address you. On  
10      March 3rd I requested documents regarding the  
11      shutdown of the fairgrounds on March 25th and 26.  
12      The California Public Records Act requires records  
13      to be produced in ten days. On March 13, ten days  
14      after my request I received a letter from CEO  
15      Kramer stating a long list of nonsense and excuses  
16      for not producing the documents I requested. I  
17      will now share some of those ridiculous excuses  
18      with you.

19           CHAIR NICK BERARDINO: Before you share,  
20      can you move the mic just a little bit away.  
21      There you go.

22           MS. REGGIE MUNDEKIS: Better?

23           CHAIR NICK BERARDINO: Yeah.

24           MS. REGGIE MUNDEKIS: The letter states,  
25      The district is authorized to dispose of documents

1 after specified time period and under certain  
2 circumstances, therefore, some of the records you  
3 seek may no longer be available as they have been  
4 disposed of consistent with law and the district's  
5 document retention policy.

6 CEO Kramer has stated that between  
7 February 23rd, the date of the disclosure of the  
8 fairgrounds being closed and March 3rd, the day of  
9 my request, documents relating to the disclosure  
10 of the fairgrounds on March 25, 26th have been  
11 destroyed. The letter states additionally in many  
12 instances the description of the documents sought  
13 in the request is vague and imprecise and is  
14 unclear to the district as to the nature of the  
15 records requested.

16 CEO Kramer has stated that she is unable  
17 to understand the statement, please provide all  
18 documents, writings, and/or communications  
19 regarding the Make America Great Again rally  
20 scheduled for March 25 and 26th, 2017, or any  
21 proposed Make America Great Again rallies proposed  
22 for February, March, or April of 2017, and please  
23 provide all documents, communications, and  
24 writings regarding the closure of the OC  
25 Fairgrounds on March 25, 26, 2017.

1           The letter further continues, to the  
2 extent the request seeks documents that are in  
3 custody or control of another state or local  
4 agency and not in the custody or control of the  
5 district, you would need to direct your request to  
6 that district.

7           The California Public Records Act  
8 requires the Fairgrounds assist me in locating  
9 those documents responsive to my request, and I'm  
10 asking CEO Kramer to assist me in locating the  
11 documents I request by clearly stating the name of  
12 the state or local agency holding the documents I  
13 seek.

14           The Supreme Court of California has  
15 stated openness in government is essential to the  
16 functioning of a democracy. Insistent in the  
17 democratic process is the notion that the  
18 government should be accountable for its actions.  
19 In order to verify accountability, individuals  
20 must have access to government files. Such access  
21 permits checks against the arbitrary exercise of  
22 official power and secrecy in the political  
23 process.

24           For over a year now executive management,  
25 with the support of the board, have offered up the

1 same silly nonsense excuses for not providing  
2 records and documents, which are clearly in their  
3 possession. It is time now for both executive  
4 management and the board to consider the  
5 ramifications of their decision to consistently  
6 and constantly obstruct a delay in nearly every  
7 public records request made. Thank you.

8 CHAIR NICK BERARDINO: Thank you, Reggie  
9 Next, Carol Russo.

10 CHAIR NICK BERARDINO: Come in.

11 MS. CAROL RUSSO: When Spectra took  
12 over --

13 CHAIR NICK BERARDINO: Hold on a second.  
14 You get two seconds extra.

15 Now you got your two seconds, go.

16 MS. CAROL RUSSO: When Spectra took over,  
17 we actually formed a committee of vendors to work  
18 with the, you know, new owners to try to make it  
19 work smoothly and, you know, talk about issues  
20 that we can fix The Market Place. I don't know  
21 what can be done about this weekend, but the  
22 marathon weekend is coming up, and we don't want  
23 to lose that. When customers ask us what's being  
24 done, you know, they love The Market Place, what's  
25 being done to bring it back, and then they find

1 out we're losing weekends, and they look at us and  
2 the number one comment we get, Is it be sabotaged?  
3 Do they want you to work? Do they want it to  
4 continue?

5 I want to say, of course they do,  
6 everybody does, it's an institution. The city  
7 loves it, we love it, but when things like that  
8 happen, I question it, I have to be honest,  
9 because this weekend, just this weekend, I'm  
10 contacting customers that I've been working with,  
11 I'm going to lose \$18,000 in sales this weekend  
12 for people that want to come out one last time,  
13 touch it, feel it, and buy it. I had to tell them  
14 today we're not going to be there. I offered to  
15 meet them somewhere else, it's difficult. I  
16 understand this weekend we can't do anything, but  
17 the marathon is a weekend we can all work together  
18 on. See if we can work something out. Let's do  
19 it, move forward. Anyway, that's all. Thank you  
20 so much.

21 CHAIR NICK BERARDINO: Thank you, Carol.

22 Next is Greg Silva, Greg.

23 MR. GREG SILVA: Good morning.

24 CHAIR NICK BERARDINO: Good morning.

25 GREG SILVA: Greg Silva, California

1 Clothing Company out of Orange County Swap Meet  
2 for 30 years, also at the fair for maybe the last  
3 eight years. These are a few comments I heard  
4 from customers. Every customer I tried to let  
5 them know we're going to be closed, and these are  
6 words I heard: dumb, unbelievable, stupid, knee  
7 jerk, silly, and others I can't repeat.

8 CHAIR NICK BERARDINO: Were you talking  
9 to my wife or --

10 MR. GREG SILVA: And not one of my  
11 customers were aware that it was closed, and I  
12 have a big booth out there, one of the biggest  
13 ones out there, so I deal with a lot of people,  
14 and not one customer knew that we were closed. I  
15 even had a call from my brother-in-law last night,  
16 and he's on Facebook page, which I've already  
17 posted, "Greg, I'm going to come out and buy some  
18 shorts this weekend." I said, "We're closed."

19 "You are?" He didn't even know. That's  
20 family. You know, there's going to be thousands  
21 of people showing up this weekend getting off that  
22 Fair Drive exit. What's going to happen? They're  
23 going to drive around mindlessly, wondering what's  
24 going on. Speaking of thousands, thousands of  
25 dollars lost in revenue for the state, the city,



1 for myself, my other vendors, sales tax.

2 This is going to run into hundreds of  
3 thousands of dollars, not just my money, everybody  
4 else's money. This is coming into the city and  
5 the state, so I don't know if they're aware of  
6 that closure, whoever you guys need to talk to  
7 or -- I lost my thought there, but anyways,  
8 there's a lot of money there.

9 I know we'll say, It's not about the  
10 money, it's about safety. Well, for us it is  
11 about the money, because we've had so many days  
12 that we were unable to sell for the last four  
13 months, and the last two weekends have been great.  
14 If anyone has been out here at the fairgrounds the  
15 last few weeks, the reconfiguration they did, the  
16 crowd was happy, it was great. And we're like,  
17 Finally, you know, I can call my vendors, I can  
18 finally pay you. It's not raining.

19 Now this week I said, I can't pay you  
20 this week because I'm not working.

21 Why? It's not going to rain, even though  
22 it might, but we need to take those chances.  
23 Other than that, you know, we would love to sell  
24 this weekend. We're ready to move at a moment's  
25 notice. Hey, you know what, we're going to be

1 open.

2 People are going to show up anyways, and  
3 we would love to be there. Also, speaking of  
4 that, I heard a rumor that there is going to be a  
5 protest or some type of rally the opening weekend  
6 of the OC Fair, so I guess you guys will deal with  
7 that then, maybe cancel that too. All right,  
8 thank you.

9 CHAIR NICK BERARDINO: Thank you.

10 Very good. Let's move on to the minutes  
11 of the board meeting for February 23, 2017.  
12 Parties had an opportunity to review them and see  
13 them, so is there a motion to accept.

14 DIRECTOR SANDRA CERVANTES: I move  
15 forward and we accept.

16 DIRECTOR DOUGLAS LA BELLE: Second.

17 CHAIR NICK BERARDINO: Moved by Sandra,  
18 seconded by Director La Belle. Any discussion?

19 If not, Madam Secretary, please call the  
20 roll.

21 MS. SUMMER ANGUS: Chair Berardino?

22 CHAIR NICK BERARDINO: Yes.

23 MS. SUMMER ANGUS: Director Mouet?  
24 Director Aitken?

25 DIRECTOR ASHLEIGH AITKEN: Abstain.

1 MS. SUMMER ANGUS: Director Tkaczyk?  
2 DIRECTOR STANLEY TKACZYK: Yes.  
3 MS. SUMMER ANGUS: Director La Belle?  
4 DIRECTOR DOUGLAS LA BELLE: Yes.  
5 MS. SUMMER ANGUS: Director Cervantes?  
6 DIRECTOR SANDRA CERVANTES: Yes.  
7 MS. SUMMER ANGUS: Director Ruiz?  
8 DIRECTOR ROBERT RUIZ: Abstain.  
9 MS. SUMMER ANGUS: Director Pham?  
10 DIRECTOR NEWTON PHAM: Yes.  
11 CHAIR NICK BERARDINO: Motion carries.  
12 Move on to consent calendar. First,  
13 members of the board, any directors have any items  
14 they wish to pull?  
15 Seeing none, Madam CEO, any items we need  
16 to pull?  
17 MS. KATHY KRAMER: Yes, we're pulling two  
18 items from the consent calendar as matter of  
19 information. The first one is Amendment SA25-13CT  
20 from the consent calendar. It's for ticketing  
21 services and marketing.  
22 CHAIR NICK BERARDINO: Okay. Next one.  
23 MS. KATHY KRAMER: I want to talk about  
24 this one.  
25 CHAIR NICK BERARDINO: We'll talk about

1 it, but we have to move for the remainder.

2 MS. KATHY KRAMER: Sorry. And Michele  
3 Richards is pulling the second contract.

4 MS. MICHELE RICHARDS: I'm pulling Rental  
5 Agreement R-008-17.

6 CHAIR NICK BERARDINO: Okay. Two items  
7 have been pulled pursuant to the request of staff.  
8 Board had no other items to pull. Is there a  
9 motion to approve the remainder?

10 DIRECTOR SANDRA CERVANTES: I so approve  
11 the remainder of the consent.

12 CHAIR NICK BERARDINO: Director Cervantes  
13 has moved to approve the remainder of the consent.  
14 Is there a second?

15 DIRECTOR DOUGLAS LA BELLE: Second.

16 CHAIR NICK BERARDINO: Seconded by  
17 Director La Belle.

18 Madam Secretary, please call the roll.

19 MS. SUMMER ANGUS: Chair Berardino?

20 CHAIR NICK BERARDINO: Yes.

21 MS. SUMMER ANGUS: Director Mouet?

22 DIRECTOR GERARDO MOUET: Yes.

23 MS. SUMMER ANGUS: Director Aitken?

24 DIRECTOR ASHLEIGH AITKEN: Yes.

25 MS. SUMMER ANGUS: Director Tkaczyk?

1 DIRECTOR STANLEY TKACZYK: Yes.

2 MS. SUMMER ANGUS: Director La Belle?

3 DIRECTOR DOUGLAS LA BELLE: Yes.

4 MS. SUMMER ANGUS: Director Cervantes?

5 DIRECTOR SANDRA CERVANTES: Yes.

6 MS. SUMMER ANGUS: Director Ruiz?

7 DIRECTOR ROBERT RUIZ: Yes.

8 MS. SUMMER ANGUS: And Director Pham?

9 DIRECTOR NEWTON PHAM: Yes.

10 CHAIR NICK BERARDINO: Remainder of the

11 consent calendar has been approved.

12 Madam CEO.

13 MS. KATHY KRAMER: Thank you. The

14 Ticketmaster contract for this amendment will

15 extend the last option year to an eight-month

16 agreement and will expire on November 30th. The

17 reason this amendment is for eight months and not

18 the full one-year term is to ensure as we go

19 through the RFP process and if the current vendor

20 were not the winning bid, it could cause an

21 interruption of services that would impact our

22 customers. March is very active with concert

23 sales through the Ticketmaster system and if we

24 would have extended it its full term when it would

25 have expired leading up to the fair through the

1 sales.

2 Staff has taken a comprehensive look at  
3 all areas of this very important and complex  
4 contract as we prepare the scope of work for a new  
5 RFP. We're planning to issue the RFP before the  
6 OC Fair so potential bidders can experience the  
7 complexity of The Fair operations and business  
8 needs.

9 CHAIR NICK BERARDINO: Therefore, Madam  
10 CEO, do you recommend after your comments that the  
11 board approve this matter?

12 MS. KATHY KRAMER: I do.

13 CHAIR NICK BERARDINO: We've heard the  
14 CEO's explanation for pulling it, are there any  
15 questions from any directors?

16 If not, motion is in order to approve  
17 this item.

18 DIRECTOR DOUGLAS LA BELLE: So move.

19 DIRECTOR SANDRA CERVANTES: Second.

20 CHAIR NICK BERARDINO: Moved by Director  
21 La Belle, seconded by Director Cervantes.

22 Madam Secretary, please call the roll.

23 MS. SUMMER ANGUS: Chair Berardino?

24 CHAIR NICK BERARDINO: Yes.

25 MS. SUMMER ANGUS: Director Mouet?

1 DIRECTOR GERARDO MOUET: Yes.

2 MS. SUMMER ANGUS: Director Aitken?

3 DIRECTOR ASHLEIGH AITKEN: Yes.

4 MS. SUMMER ANGUS: Director Tkaczyk?

5 DIRECTOR STANLEY TKACZYK: Yes.

6 MS. SUMMER ANGUS: Director La Belle?

7 DIRECTOR DOUGLAS LA BELLE: Yes.

8 MS. SUMMER ANGUS: Director Cervantes?

9 DIRECTOR SANDRA CERVANTES: Yes.

10 MS. SUMMER ANGUS: Director Ruiz?

11 DIRECTOR ROBERT RUIZ: Yes.

12 MS. SUMMER ANGUS: Director Pham?

13 DIRECTOR NEWTON PHAM: Yes.

14 CHAIR NICK BERARDINO: Thank you very  
15 much. Madam CEO, the next item that was pulled.

16 MS. KATHY KRAMER: I'll turn it over to  
17 Michele Richards.

18 MS. MICHELE RICHARDS: Rental Agreement  
19 R-008-17, this is a five-year agreement with the  
20 Orange County Marathon. We completed our first  
21 five-year agreement with the marathon last May.  
22 This has been an important partnership with the OC  
23 Fair and Event Center. It brings a great  
24 community event, the Orange County Marathon to the  
25 fairgrounds, and the fairgrounds is the hub for

1 the -- it's the finish line and the center for the  
2 Orange County Marathon.

3 Staff is recommending approval of the  
4 five-year agreement, and I'd like to invite Gary  
5 Kutscher, the director the OC Marathon.

6 CHAIR NICK BERARDINO: Not yet.

7 MS. MICHELE RICHARDS: He wanted to say a  
8 few words.

9 CHAIR NICK BERARDINO: Not yet. I got  
10 confused, so this is the last year of a five-year  
11 agreement?

12 MS. MICHELE RICHARDS: No. The last  
13 five-year agreement ended with the marathon in  
14 May 2016, so this is to approve a new five-year  
15 agreement, which will begin with the marathon  
16 agreement this May.

17 CHAIR NICK BERARDINO: Okay.

18 MS. MICHELE RICHARDS: So includes the  
19 marathon for 2017, '18, '19, '20, and '21.

20 CHAIR NICK BERARDINO: I was confused  
21 about that. Five-year agreements I think, first  
22 of all, let me just comment before we ask Gary to  
23 come up, I think that we've had a great run, and  
24 congratulations to Gary and your team. I think  
25 it's been a really good run. We had a discussion



1 at a previous board meeting about five-year  
2 agreements and about five-year agreements needing  
3 to be called out and have discussions. So I  
4 find -- I mean, we had a fairly good discussion  
5 about five-year agreements, we talked about how in  
6 the public sector that under best practices now  
7 there's much more discussion about limiting  
8 agreements to, and I think you may know something  
9 about this, three-year type agreements getting  
10 into five-year agreements, getting into three-year  
11 agreements with options to approve, we talked  
12 about it in relation to Tandem, and this is I  
13 don't -- I definitely don't want to impede what's  
14 going on at the marathon. I'm saying I think it's  
15 a great program, but I am not prepared myself,  
16 however the rest of the board can do what it  
17 likes, I'm not prepared to approve a five-year  
18 agreement without lengthy negotiations between the  
19 parties. Five-year agreements coming into the  
20 public sector now are not looked upon kindly, so I  
21 don't -- I mean, it's just reached a time in  
22 history in terms of public/private partnerships  
23 that these long-term agreements -- what happens is  
24 you get into a long-term agreement, and we talked  
25 about this at -- recently at a board meeting, that

1 we get into having to approve, you know, options  
2 or optional extensions.

3 I think the reason why the studies  
4 haven't been done about this point now is the  
5 optional extensions become almost automatic  
6 because what are you going to do? It's tough to  
7 do it. I'm just talking about it as a matter of  
8 process, and I don't know what the rest of the  
9 board members comfort level is. I won't be  
10 supporting it, but I will be supporting for sure  
11 doing something to ensure that this year we get  
12 this going and that we continue to have a great  
13 relationship with the marathon, because I think  
14 they've done a great job. But I certainly have  
15 some things that I want to talk about in relation  
16 to this.

17 Director Ruiz.

18 DIRECTOR ROBERT RUIZ: I agree with what  
19 you're saying, Nick, five-year is a long  
20 commitment and so maybe the board can look for  
21 other options, maybe like a three-year and open it  
22 up for re-opener the last two years and see if we  
23 want to move forward with it. Five years, I'm in  
24 a negotiating business with our contractor and  
25 five years is a long commitment. If we could do

1 like a three-year, and maybe like a two-year  
2 re-opener after that, that's something we can look  
3 at, but I want to hear from the rest of the board  
4 members to see what they think.

5 CHAIR NICK BERARDINO: Go ahead, Director  
6 Aitken.

7 DIRECTOR ASHLEIGH AITKEN: I know that I  
8 spoke with the chair about this, and I know we  
9 haven't had the presentation yet, but I would like  
10 to really explore and -- about what the  
11 partnership is going to be with the fairgrounds.  
12 We have the OC Fair -- I'm sorry, the fairgrounds  
13 obviously has two educational outlets on its  
14 property, both Centennial Farm and Heroes Hall are  
15 benefitting school children, and I know that the  
16 OC Marathon, which I'm running in six weeks, it  
17 markets itself on supporting children's charities,  
18 but I would really like to see something  
19 solidified in working with the executive director  
20 of the marathon about benefitting and making both  
21 Centennial Farm and Heroes Hall our own children's  
22 charities a beneficiary of their work to raise  
23 money for children's outlets, and I don't think  
24 that's actually been explored. I would like to  
25 make sure that when we do renegotiate something,

1 that we make sure that we see that type of  
2 benefit.

3 CHAIR NICK BERARDINO: Excellent, and  
4 good public policy I think too.

5 Director, shall I call you city manager,  
6 sir, or just director?

7 DIRECTOR GERARDO MOUET: His Honor. My  
8 wife calls me Harry.

9 Question for staff, with regards to the  
10 fee, so I'm assuming that we just finished the  
11 five years and that in year one, first year, we  
12 got X number of dollars for the participation, and  
13 year two might have been the same, year three, so  
14 can you explain that with regards to the revenue  
15 and then if there's any difference in the new one  
16 being proposed?

17 MS. MICHELE RICHARDS: The base fee for  
18 the marathon starts at minimum \$100,000 owed to  
19 the OC Fair and Event Center. There's a built-in  
20 3 percent escalator each year. The fairgrounds  
21 keeps all of the parking revenue, food and  
22 beverage, and then the facility fees, and the  
23 hundred thousand dollars minimum does not include  
24 reimbursement for personnel and equipment. That's  
25 a guaranteed reimbursement, correct.

1           DIRECTOR GERARDO MOUET: So this new  
2 proposed agreement, that's the history, right, is  
3 it the same?

4           MS. MICHELE RICHARDS: It starts at that  
5 same base \$100,000 minimum.

6           DIRECTOR GERARDO MOUET: My question is,  
7 have they grown from year one to the fifth year  
8 and now that we're entering the sixth year, are  
9 they doing better business-wise? Have they grown?  
10 Can they afford to pay more? I know we have a 3  
11 percent for every year, but if they had X number  
12 of runners and they generated a certain number of  
13 revenue year one and it's been growing, I don't  
14 know, is the question, then if that's the case,  
15 was there enough room for staff to negotiate a  
16 higher fee for the sixth year?

17           MS. MICHELE RICHARDS: I think I can have  
18 Gary add more detail, but registrations are down  
19 year over year for the race. They're up in the  
20 kids race, the kids run the marathon, but I think  
21 registrations are down for the general marathon on  
22 Sunday.

23           DIRECTOR GERARDO MOUET: I don't --

24           CHAIR NICK BERARDINO: Excuse me  
25 clarification, clarifying question, because I

1 didn't understand, I think was there an increase  
2 at all in our charges, or is it the same format as  
3 we had before?

4 MS. MICHELE RICHARDS: There have been  
5 increases in the rental facilities.

6 CHAIR NICK BERARDINO: No, no, the terms  
7 of the agreement?

8 MS. MICHELE RICHARDS: From the first  
9 five years to the second?

10 CHAIR NICK BERARDINO: Yes.

11 MS. MICHELE RICHARDS: No, the starting  
12 base of 100,000.

13 DIRECTOR GERARDO MOUET: Plus 3 percent.

14 MS. MICHELE RICHARDS: Plus 3 percent.

15 DIRECTOR GERARDO MOUET: So year one was  
16 a hundred thousand, year two was a hundred  
17 thousand plus 3 percent, year three --

18 MS. MICHELE RICHARDS: Correct.

19 DIRECTOR GERARDO MOUET: So if you add  
20 those 3 percents, it's probably now more than a  
21 hundred.

22 MS. MICHELE RICHARDS: Right.

23 DIRECTOR GERARDO MOUET: So we're  
24 starting at that new base for year six?

25 MS. MICHELE RICHARDS: Correct.

1           DIRECTOR GERARDO MOUET: We're not  
2 starting back at 100?

3           MS. MICHELE RICHARDS: We are starting  
4 back at -- so the base for the first five years  
5 was \$100,000.

6           DIRECTOR GERARDO MOUET: Plus every year  
7 3 percent. So what I'm saying, if you add the 3  
8 percent every year, the last year was a hundred  
9 thousand times 15 percent, would it be, right? 3,  
10 3, 3, and so are we now starting in year six a  
11 hundred thousand.

12           DIRECTOR DOUGLAS LA BELLE: Plus, plus,  
13 plus.

14           MS. MICHELE RICHARDS: I understand what  
15 you're saying.

16           DIRECTOR DOUGLAS LA BELLE: That's the  
17 question. I'm not trying to renegotiate, but I do  
18 believe with regards to the terms is that it's if  
19 you do three-year with two options to renew and  
20 then you have a process where you do actually  
21 bring it to the board and have an update before  
22 the renewal of year four, so that it's not  
23 automatic and people forget. You structure some  
24 kind of a mechanism where you really have to bring  
25 it back to the board to see how it's going on year

1 four so you can approve a three with options with  
2 two more years with the direction to staff to  
3 bring it back before it's automatically renewed  
4 and have presentation.

5 CHAIR NICK BERARDINO: Right, you can.

6 DIRECTOR GERARDO MOUET: That would deal  
7 with the concern of the five-year agreement as  
8 being too excessive. I'm just saying that's an  
9 option.

10 The other thing is -- it's just a  
11 negotiation. I don't have any -- necessarily any  
12 issues with regards to the fee, I'm just saying  
13 that I wanted to know. It's just information what  
14 it was because it's relevant, I think.

15 CHAIR NICK BERARDINO: Thank you. Did I  
16 miss you?

17 MR. NEWTON PHAM: I was going to say  
18 pricing escalators are built to counter inflation,  
19 so over those five years we've had inflation, not  
20 necessarily 3 percent per year, but to start back  
21 at the beginning at 100,000, comes to kind of a  
22 lesser fee but hearing that, enrollment is down  
23 year over year.

24 DIRECTOR GERARDO MOUET: I don't know  
25 what your point is.



1 MR. NEWTON PHAM: The same exact thing  
2 you're saying is that every year it increases and  
3 for the escalator is because of inflation.

4 DIRECTOR GERARDO MOUET: I see.

5 DIRECTOR NEWTON PHAM: But you already  
6 covered that.

7 CHAIR NICK BERARDINO: Thank you. Any  
8 other comments?

9 Director Tkaczyk.

10 DIRECTOR STANLEY TKACZYK: Yes. First I  
11 want to thank my members for the comments that  
12 I've heard them make already. I want to say to  
13 staff in all the years that I've been here, this  
14 is one of the first times I've been disappointed,  
15 and I'll tell you why, I, myself, and Director  
16 Berardino are on the tenant liaison committee.  
17 The history has been that we had the opportunity  
18 to sit with staff and -- with the person that has  
19 the contract and sit down and go over it and be a  
20 part of that negotiation. I've been waiting to  
21 hear from staff when the tenant liaison committee  
22 would be invited in to discuss this contract. The  
23 only time I've heard about it from staff is today.

24 CHAIR NICK BERARDINO: Thank you.

25 DIRECTOR STANLEY TKACZYK: That speaks

1 volumes of disappointment. That speaks to why we  
2 set up the tenant liaison committee. It was to  
3 have board members involved, so a lot of  
4 discussion that we've already had at the table  
5 would have been answered, would have been  
6 discussed, would have been brought to the table by  
7 us supporting you, supporting the action. We did  
8 that with the swap meet. We did a long term  
9 contract there. I'll say I have no problem with  
10 long term commitments, in fact, I favor them as a  
11 businessman. I certainly respect the other  
12 opinions, and I think in negotiations there is  
13 room to find something that would work for all  
14 parties.

15 But this particular contract and the way  
16 that it has been presented, I'm thoroughly  
17 disappointed, and you've heard why. My  
18 recommendation would be this, that we table this,  
19 bring it back.

20 CHAIR NICK BERARDINO: Thank you,  
21 Director Tkaczyk.

22 Director La Belle.

23 DIRECTOR DOUGLAS LA BELLE: Yes. I share  
24 Director Tkaczyk's comments as well as the rest of  
25 the board. For the record, I was here along with

1 several of us, I think Chair Berardino and Gerardo  
2 were here when the original five-year agreement  
3 came up, and I was a no vote at that point in time  
4 for the reasons that it was a pioneering effort,  
5 we had not been through this before, and I felt we  
6 ought to do it one year at a time and see how it  
7 worked itself through. I was not in the majority  
8 in terms of the vote at that time, but those are  
9 my reasons for wanting to look at it in less than  
10 five years.

11 I'm going to share those same thoughts  
12 now. I would think, again, Stan is correct, I'm  
13 not against long term agreements, but I think they  
14 need to be obviously well thought out and  
15 negotiated, and I would certainly support the  
16 recommendation to table this matter. I do think  
17 we need to make it very clear that obviously this  
18 year is a go and we have no intent to not move  
19 forward with the marathon, but I would like to --  
20 for the tenant liaison committee to have some time  
21 to engage in the discussion with the user and  
22 bring back a recommendation at a future meeting,  
23 hopefully April.

24 CHAIR NICK BERARDINO: Thank you,  
25 Director La Belle. I think one of the things that

1 I think would make sense and, Counsel, you know  
2 this is where you're going to have to help here,  
3 definitely we don't want to impede this year the  
4 people that are planning on it, and runners who  
5 are planning on it, and the vendor, and I don't  
6 want to do anything to negatively impact that, but  
7 there's a lot more discussion that has to be done  
8 on this contract, and two, I guess, I'm, you know,  
9 somewhat -- you know this five-year contract, as  
10 you know, was -- you don't know, was very  
11 controversial. It was a major -- there was a lot  
12 of discussion. The discussion was that people  
13 felt board members at the time, myself in  
14 particular, in fact, it was myself, and I don't  
15 remember who else it was, it was shoved down our  
16 throat because what happened was we got it on very  
17 short notice, it was a feeling some deals had been  
18 made given the history of it and we were forced to  
19 vote on it, created quite a consternation.

20 I think we've all been looking forward  
21 to -- we've all learned from the event. My  
22 feeling is I hear all kinds of positive things  
23 about it, but, you know, we needed to discuss it.  
24 So what I would like to do is approve a contract  
25 term for, you know -- table the five-year thing,

1 get this so we can -- so the event can go. I  
2 don't know if we can table it until May, give them  
3 the comfort level to do it, and then I would like  
4 to ask, although the tenant liaison committee  
5 would normally do it, I would recuse myself from  
6 this one because there's so many others, and I  
7 think Director Aitken has some pretty good ideas  
8 about the marathon and how to -- how to really  
9 get -- we'll be talking about it on item 10 about  
10 the very thing you're talking about, those  
11 synergies, so I would like to have Director  
12 Tkaczyk and Director Aitken then begin the  
13 discussions and meeting with that.

14 First of all, before we bring that item  
15 to the board, that idea to the board, can we do  
16 that, Counsel?

17 MR. JOSH CAPLAN: Well, I'm presuming  
18 that the rental agreement with the marathon has  
19 several teams including a price term and including  
20 the duration of the agreement, so if board is  
21 going to approve a contract today, the board needs  
22 to be clear as to what all those terms are going  
23 to look like, in other words, if the event  
24 agreement is going to be identical to the way it  
25 is now, but it's only going to include the first

1 year of the contract, it looks like on the  
2 contract the first -- for the marathon May 3rd  
3 through May 8th, 2017, so if the board is going to  
4 adopt the agreement as is with the sole change  
5 being the term of the contract, that would be  
6 appropriate, but if the board has concerns  
7 regarding other terms of the agreement, needs to  
8 make additional changes, those changes need to be  
9 on the record and subject to a vote at the meeting  
10 today.

11 CHAIR NICK BERARDINO: When is the  
12 marathon?

13 MS. MICHELE RICHARDS: May 3rd, first  
14 weekend of May.

15 DIRECTOR ASHLEIGH AITKEN: My concern is  
16 are we comfortable with the fact that there are no  
17 terms in this contract that if we do not vote no,  
18 there is an automatic renewal for five years?  
19 Having not read the contract, a lot of times if  
20 you don't vote on an option, you decide to  
21 basically what we're doing is not exercise that  
22 option, there's an automatic renewal, are we  
23 comfortable that those terms are not in there?

24 MS. MICHELE RICHARDS: Well, it is a  
25 five-year rental agreement.

1           DIRECTOR ASHLEIGH AITKEN: Right. Under  
2 what contract are we operating the marathon that  
3 I've been training very hard for, Gary. Under  
4 what options if we don't do anything today, what  
5 happens?

6           MS. MICHELE RICHARDS: Then there's no  
7 rental agreement in place.

8           CHAIR NICK BERARDINO: Comes back in --

9           DIRECTOR ASHLEIGH AITKEN: That doesn't  
10 make any sense to me.

11           DIRECTOR GERARDO MOUET: I have a  
12 question to Josh, is it possible to make a motion  
13 to extend the existing contract for one more year,  
14 that means that the 100 plus the 3 percent, plus 3  
15 percent is now 100 plus in the same terms that  
16 we've been -- it's just for one year, then it has  
17 time to go to the tenant liaison committee, is it  
18 possible to just extend the old agreement for one  
19 year?

20           MR. JOSH CAPLAN: I think the answer I'm  
21 going to give you're not going to want to hear,  
22 which is no, because the current rental agreement  
23 is not on the agenda, as a matter of notice under  
24 Bagley-Keene, you can't make a motion to amend  
25 that contract. It is also presumes that the

1 contract has two parties, so the OC Marathon  
2 promoters would also have to agree with those  
3 amendments, so I think for those reasons the board  
4 cannot amend the rental agreement that expired at  
5 the close of the marathon last year.

6 CHAIR NICK BERARDINO: Thank you.  
7 Director Tkaczyk, then Director La Belle, first  
8 Director Tkaczyk.

9 DIRECTOR STANLEY TKACZYK: I think I'm  
10 going to ask the same question the Director Aitken  
11 asked, I'm of the mind to move forward and have  
12 this tabled today, now. Theoretically, I do that,  
13 theoretically, the vote is taken, it's tabled  
14 unanimously, what happens?

15 MR. JOSH CAPLAN: That means there's no  
16 event agreement between the 32nd DAA and the  
17 promoters of the OC Marathon, and until the board  
18 votes on that contract, there is no contract,  
19 which means to me that the marathon that is  
20 scheduled May 3rd to May 8, 2017, will not move  
21 forward until some form of contract is approved by  
22 this board, at least for the marathon this year.

23 DIRECTOR STANLEY TKACZYK: Okay. So the  
24 earliest approval from the board what you said  
25 would be at the next board meeting, which means it



1 would be before the marathon?

2 DIRECTOR GERARDO MOUET: A couple weeks  
3 before.

4 DIRECTOR ROBERT RUIZ: A couple weeks

5 DIRECTOR STANLEY TKACZYK: I'm just  
6 saying, I'm talking this out.

7 MR. JOSH CAPLAN: Under Bagley-Keene you  
8 can notice a board meeting on ten days' notice.  
9 It doesn't have to be on the fourth Thursday of  
10 every month. Now, I know given constraints of  
11 everyone sitting around this table, everyone has  
12 significant commitments throughout the month, and  
13 this is the one time that they make available to  
14 meet, but there are no limitations on noticing a  
15 meeting for another day, if the board deems it  
16 appropriate.

17 DIRECTOR ASHLEIGH AITKEN: You're  
18 comfortable in this contract there are no  
19 automatic renewal clauses?

20 MR. JOSH CAPLAN: This contract is  
21 standalone five-year rental agreement. There is  
22 no automatic renewal provisions. It's my  
23 understanding, the formal rental agreement also  
24 did not include any automatic renewal provisions.  
25 This is the standalone agreement that would start

1 for the 2017 marathon and the conclusion of the  
2 2021 marathon.

3 CHAIR NICK BERARDINO: So we have --

4 DIRECTOR DOUGLAS LA BELLE: Chair?

5 CHAIR NICK BERARDINO: I apologize,  
6 Director La Belle.

7 DIRECTOR DOUGLAS LA BELLE: Getting back  
8 to Josh. Assuming the board is in support of this  
9 and assuming the user is in support of this, the  
10 Orange County Marathon, can we simply modify the  
11 term limit of the agreement from five years to  
12 one year, and approve it one year today if both  
13 parties agree, and then we can move forward in a  
14 subsequent effort over a period of months to look  
15 at what we want to do in terms of a three-year,  
16 five-year, or four-year, to a two-year agreement?  
17 Can we change the five-year to one-year, can the  
18 board do that?

19 MR. JOSH CAPLAN: Yes.

20 CHAIR NICK BERARDINO: So I want to --  
21 thank you, Director La Belle.

22 So I think in terms of follow-up, follow  
23 up on everyone's comments, we could then say we  
24 approve it for one year under -- the only thing  
25 we're changing in this contract for this year is

1 term, and then the committee, which would be  
2 Director Aitken and Director Tkaczyk, then could  
3 begin negotiations for a longer term agreement.

4 MR. JOSH CAPLAN: Yes.

5 CHAIR NICK BERARDINO: And that way --  
6 that way we can have the marathon, et cetera, and  
7 go forward. So I would ask --

8 DIRECTOR ASHLEIGH AITKEN: I'm sorry, I  
9 know --

10 CHAIR NICK BERARDINO: Former U.S.  
11 Attorney --

12 DIRECTOR ASHLEIGH AITKEN: Sorry, instead  
13 of -- throwing this out there, don't we really  
14 need to approve this contract for eight weeks?  
15 Why are we giving anyone authority to negotiate  
16 anything for a full calendar year when we're going  
17 to run into this problem an exact calendar year  
18 from now, six weeks before marathon? Why can't we  
19 approve the contract, because I agree, there's too  
20 many people showing up, and I support it a hundred  
21 percent, don't we just really need to approve the  
22 contract for eight weeks?

23 CHAIR NICK BERARDINO: I'm going to let  
24 you know, Counselor --

25 DIRECTOR ASHLEIGH AITKEN: And then I'll

1 start the day after the marathon, Monday, when I'm  
2 grumpy and sore, then talk to me about what --

3 MR. JOSH CAPLAN: You can. When I say  
4 you're approving the contract for a year, what I  
5 meant by that is you're approving the contract for  
6 this marathon year, the 2017 marathon.

7 DIRECTOR ASHLEIGH AITKEN: Okay. I want  
8 to make sure this Monday morning we're free and  
9 clear, and that that's, to me, the appropriate  
10 time. Thank you for clarifying that.

11 CHAIR NICK BERARDINO: Counselor, as a  
12 point of privilege, you talk to the other lawyer,  
13 so we got two lawyers figuring it out. If we can  
14 do that for eight weeks, I would entertain a  
15 motion that we --

16 DIRECTOR STANLEY TKACZYK: I would like  
17 to make that motion that we continue the contract  
18 through the marathon and end it the day after the  
19 marathon, and then we have an opportunity to sit  
20 down and start the negotiations.

21 CHAIR NICK BERARDINO: Very good. Is  
22 there a second?

23 DIRECTOR ROBERT RUIZ: Second.

24 MR. JOSH CAPLAN: I think we need to be  
25 clear for the record that we're not continuing the

1 marathon for the 2017 year, that suggests we're  
2 continuing from the former contract. I think the  
3 motion just needs to be to amend the rental  
4 agreement that's currently on the agenda,  
5 Agreement R-008-17 to include only the term from  
6 May 3rd to May 8th, 2017.

7 DIRECTOR STANLEY TKACZYK: He said  
8 exactly that. Thank you, Josh.

9 CHAIR NICK BERARDINO: Perfect. Is that  
10 your motion?

11 DIRECTOR STANLEY TKACZYK: Yes. He was  
12 very articulate, and I appreciate it.

13 CHAIR NICK BERARDINO: Thank you,  
14 Counsel. Is there a second to that motion?

15 DIRECTOR ASHLEIGH AITKEN: Second.

16 CHAIR NICK BERARDINO: Seconded by  
17 Director Aitken. Now discussion, CEO.

18 MS. KATHY KRAMER: Out of this  
19 conversation I would respectfully ask the Chair  
20 Berardino that we agendize for April, a board  
21 policy so we have clear direction from staff  
22 memorialized and also what would be the trigger  
23 for the tenant liaison. We certainly don't want  
24 to be in this situation again. That would help  
25 provide some clarity. Thank you.

1 CHAIR NICK BERARDINO: Thank you, Madam  
2 CEO.

3 Okay. We have a motion and a second.  
4 Any further discussion from the board?

5 If not, Madam Secretary, please call the  
6 roll.

7 MS. SUMMER ANGUS: Chair Berardino?

8 CHAIR NICK BERARDINO: Yes.

9 MS. SUMMER ANGUS: Director Mouet?

10 DIRECTOR GERARDO MOUET: Yes.

11 MS. SUMMER ANGUS: Director Aitken?

12 DIRECTOR ASHLEIGH AITKEN: Yes.

13 MS. SUMMER ANGUS: Director Tkaczyk?

14 DIRECTOR STANLEY TKACZYK: Yes.

15 MS. SUMMER ANGUS: Director La Belle?

16 DIRECTOR DOUGLAS LA BELLE: Yes.

17 MS. SUMMER ANGUS: Director Cervantes?

18 DIRECTOR SANDRA CERVANTES: Yes.

19 MS. SUMMER ANGUS: Director Ruiz?

20 DIRECTOR ROBERT RUIZ: Yes.

21 MS. SUMMER ANGUS: And Director Pham?

22 DIRECTOR NEWTON PHAM: Yes.

23 CHAIR NICK BERARDINO: Thank you. Motion  
24 passes.

25 Move on to the governance process, 9A,

1 committee/task force/liaison reports, and we  
2 will --

3 MS. MICHELE RICHARDS: Gary is here from  
4 the marathon.

5 CHAIR NICK BERARDINO: You want to say  
6 something, Gary?

7 MR. GARY KUTSCHER: For a moment.

8 CHAIR NICK BERARDINO: Of course.

9 MR. GARY KUTSCHER: First of all, thank  
10 you for the amended motion and agreement. The OC  
11 Marathon is not doing -- financially it's not as  
12 it was couple years ago. We had high water mark a  
13 couple years ago. Ashleigh, thank you for running  
14 it this year.

15 Our kids program is the largest in the  
16 nation. It's going to be the largest one-time  
17 event, single day running event in the nation for  
18 the kids. We'll have 10,000 kids running here on  
19 that Saturday morning, and their 15,000 parents.  
20 It's an amazing day. We welcome everyone to come  
21 out and see what is probably the most incredible  
22 day with children running, smiles, and all that  
23 stuff. We also relocated the 5K until Saturday  
24 evening. It's going to be another party here,  
25 bringing people to the fairgrounds, and not only

1 just the running of the 5K, but a music component  
2 as well. The marathon and half marathon is Sunday  
3 morning, and it is still a very, very strong  
4 event. We want to find -- we want to make sure  
5 this remains the home of the OC Marathon and the  
6 kids' run. It's such a powerful event. There's  
7 so many amazing stories, and we want to thank you  
8 guys for a long partnership, and hopefully we can  
9 continue with that.

10 CHAIR NICK BERARDINO: Thank you very  
11 much. Get ready to talk to those two people with  
12 all your great ideas. They will have great ideas  
13 too. Thank you.

14 We will now move onto the governance  
15 process committee reports, and we will start with  
16 Centennial Farm, Director Cervantes, any report  
17 this month?

18 DIRECTOR SANDRA CERVANTES: We do not  
19 have a report for this month. I know that the  
20 meeting today has been canceled and anything --

21 MS. MICHELE RICHARDS: Nothing new.

22 CHAIR NICK BERARDINO: Thank you. We'll  
23 move on to Heroes Hall Veterans Foundation. I'll  
24 kick it off, and then have Director La Belle. As  
25 you know, first of all, we want to on behalf of



1 the foundation express our gratitude to everyone  
2 on staff, the whole crew, Joan, Michele, what a  
3 wonderful exhibit. If you haven't seen that  
4 exhibit, they have done a marvelous job. I've  
5 brought a lot of people through that in the last  
6 month. All I hear is how great it is, how -- it  
7 really is. We've done a really good job. We're  
8 looking forward to another exhibit.

9 We're putting a plan together that we  
10 will have next week that will talk about how we  
11 reach out to the schools and have a more detailed  
12 plan in terms of the reach out so we're ready to  
13 go. In fact, I was talking to two teachers last  
14 night that live on my block, and I was talking to  
15 them. "Oh, we got to know about that in May."

16 "Why in May? September starts school."

17 "No, we have to do our plans and lesson  
18 plans." Apparently it's due to the district.  
19 They have a -- for the coming year they have to do  
20 that. We're going to have a more detailed plan  
21 that will outline for us specifically what we're  
22 doing, how we're doing it. It is great and the  
23 kids are going to love it.

24 Two other things are plaques. There are  
25 two plaques that we will be bringing to this board

1 as you know now. Any plaques that go onto the  
2 Heroes Hall are sole authority of this board, and  
3 that's who made the plaques and did it and did a  
4 great job, and who gave us the plaques turned over  
5 the authority for this board to do it.

6 We'll be presenting two plaques for you  
7 next month, one of which will be a plaque for, as  
8 you know, here during the Vietnam War we had a  
9 very serious accident at El Toro where we lost a  
10 lot of marines where the plane took off from El  
11 Toro, slammed into Loma Ridge, and everyone on  
12 board was killed. So there will be a presentation  
13 made to the board regarding that plaque, why the  
14 foundation believes that will be an appropriate  
15 plaque.

16 The second will be a Japanese American  
17 who -- his name is Matsuda who was living in Costa  
18 Mesa. His family was taken from the home in Costa  
19 Mesa and placed in internment camps. They were  
20 told that, you know, they signed up for the war  
21 and that they, you know, things would change for  
22 them, and as you know a Japanese regiment, 442nd,  
23 there's a great exhibit to them upstairs, which  
24 was a Japanese most decorated in the European War,  
25 he was in that. He won the distinguished service

1 cross and somehow AMVETS missed him on the  
2 plaquing, so we need to -- that will come to the  
3 board for approval to see if this board would  
4 include him on the plaque. Also other plaques  
5 will be discussed including a plaque for this  
6 board to be put into Heroes Hall to memorialize  
7 the board's actions for the opening for the  
8 historical kind of purposes.

9 With that, Director La Belle.

10 DIRECTOR DOUGLAS LA BELLE: Thanks, Nick.  
11 The only thing I would add is Chair Berardino and  
12 I will be making a presentation to Orange County  
13 City Managers group on April 5th. CEO Kramer, I  
14 believe, is going to join us who will make that  
15 presentation on behalf of the foundation as part  
16 of the fundraising efforts to try to get as much  
17 engagement from some of the cities out there that  
18 we have yet to make contact with, so we'll keep  
19 you posted on efforts in that regard.

20 CHAIR NICK BERARDINO: Thank you very  
21 much, Director La Belle. Any other questions on  
22 that?

23 We can talk a little bit more. Director  
24 Tkaczyk, as I mentioned, I think last month, has  
25 been active in raising money and has raised some

1 moneys that we can talk about next month with some  
2 of the people who are here as vendors on the  
3 fairgrounds, so great active stuff.

4 Next, financial monitoring committee,  
5 Director Pham.

6 MR. NEWTON PHAM: Yeah, Robert and I have  
7 talked the last few months about refreshing the  
8 financial monthly reporting. We've had a couple  
9 revisions back and forth, but we set a hard  
10 deadline to present it a couple months from now,  
11 two months from now. We also discussed potential  
12 of -- getting a better understanding of  
13 financially the impact of what the fair does in  
14 terms of community givebacks and having maybe a  
15 quarterly update in the report to kind of have an  
16 understanding of exactly what is being spent in  
17 terms of the community aspect and what is being  
18 spent for the kind of givebacks, I guess you could  
19 say. That's in discussion, nothing is set in  
20 stone quite yet, but it's an idea that we had.

21 CHAIR NICK BERARDINO: Great. Thank you  
22 very much. Any questions for Director Pham?

23 If not, we'll move on to Workers Memorial  
24 Task Force. As you know, Director Aitken has  
25 taken a great interest in this all along,

1 including when she designed it, including wrapping  
2 a rope around her father's neck and some political  
3 people, so I know that, Ken, you have something?

4 Director Aitken, you have anything before Ken's --

5 DIRECTOR ASHLEIGH AITKEN: No, I want to  
6 highlight for the audience, because there's been a  
7 lot of movement, so I would like to turn it over  
8 to Mr. Karns to give everybody highlight of what's  
9 going on and where we're going to be at fair time.

10 MR. KEN KARNs: Thank you. The RFP and  
11 bid process was completed by Wednesday, March 8,  
12 2017. The successful firm working with us is  
13 Rammed Earth Works, and they're out of Napa  
14 Valley, California. Pre-renovation preparation  
15 was carried out and completed the week of  
16 March 13th. We had a pre-construction site  
17 coordination meeting, which Chair Berardino  
18 attended with us, and that meeting was held on  
19 Wednesday, March 15th.

20 The contractor then mobilized, and full  
21 work started this Monday morning on March 20th,  
22 and out of the gate it's all going well. We have  
23 about a six-week period that we hope to complete  
24 the project, and then with the committee discuss  
25 unveiling.

1 CHAIR NICK BERARDINO: Director Tkaczyk:

2 DIRECTOR STANLEY TKACZYK: Are we still  
3 going to using Rammed Earth?

4 MR. KEN KARNS: Absolutely. We are  
5 staying true to the initial concept.

6 DIRECTOR STANLEY TKACZYK: You're  
7 comfortable with this one?

8 MR. KEN KARNS: Very comfortable. This  
9 contractor has 41 years' experience, Rammed Earth.  
10 They are the premiere contractor nationwide.  
11 Their shop is unbelievable. The committee saw  
12 their Website. They are exceptional.

13 DIRECTOR STANLEY TKACZYK: Okay. Thank  
14 you.

15 CHAIR NICK BERARDINO: Any other  
16 questions on this matter?

17 DIRECTOR ASHLEIGH AITKEN: Do we need --  
18 I wanted to highlight where we're going to be fair  
19 time? Do we need to agendize -- do I ask the  
20 chair to agendize for a further meeting anything  
21 that we're going to be doing for some type of  
22 opening or are we going to tie that into fair  
23 time? We might want to look ahead and see.

24 MR. KEN KARNS: At your will, we can  
25 unveil at any time. We'll be ready long before

1 fair. We're only four days in, a little  
2 premature. We're planning on getting the two of  
3 you here next week, got an e-mail prepared,  
4 haven't sent it yet, and soon as we do, then we  
5 can talk about what does the unveiling look like,  
6 what dates, those kinds of things. It's a little  
7 premature at this time.

8 DIRECTOR ASHLEIGH AITKEN: Keep it on  
9 radar.

10 CHAIR NICK BERARDINO: We'll get it on  
11 the agenda to discuss.

12 Any other questions? Thank you.

13 We'll move on to the 2017 fair city  
14 liaison committee. That would be Director La  
15 Belle and Director Cervantes, any reports today?

16 DIRECTOR DOUGLAS LA BELLE: We're going  
17 to be -- Sandra and I are going to be meeting with  
18 the mayors and the city managers on May 18th,  
19 along with Michele for the kind of annual  
20 breakfast meeting where we'll share with them what  
21 days will be what city days and that sort of  
22 thing. That's in process and unless there's  
23 something else?

24 DIRECTOR SANDRA CERVANTES: No, that is  
25 correct.

1 CHAIR NICK BERARDINO: Excellent. Thank  
2 you very much. Any questions?

3 We'll move onto legislative monitoring  
4 task force. I have been in communication directly  
5 with Director Aitken, and Director Aitken and I  
6 have been discussing the strategic approach to  
7 this. We both feel very comfortable our bill is  
8 doing well. I think it's doing very well. And  
9 those of you that follow legislation know that  
10 doing well today doesn't necessarily mean doing  
11 well tomorrow. You know.

12 DIRECTOR DOUGLAS LA BELLE: Been there,  
13 done that.

14 CHAIR NICK BERARDINO: If you look around  
15 this table, we talk about this, we have so many  
16 people that have a lot of experience with  
17 legislation. I always give Stan a hard time  
18 because years past, years past his group would go  
19 up there and dump a lot of money up there and get  
20 whatever they wanted. He will tell you even with  
21 that there are days you walk out of there thinking  
22 uh. So we never know, but I think we're doing  
23 very, very well. I think we're going to do well  
24 on that bill. We are keeping our fingers crossed,  
25 but again, Director Ruiz headed the legislation up



1 last year and he thought they were doing well  
2 early on, and turned out not so well. That's the  
3 nature of this. We're very hopeful things are  
4 going good.

5 DIRECTOR ASHLEIGH AITKEN: You think it's  
6 pork sausage, at the end of the day it could be  
7 soy free vegan sausage.

8 CHAIR NICK BERARDINO: We do want to  
9 limit amendments as much as we can. I think we'll  
10 be fine.

11 Next, master site plan task force, and  
12 that would be Director La Belle and Director Ruiz.

13 DIRECTOR ROBERT RUIZ: I believe Ken,  
14 were you going to give a report on this?

15 MR. KEN KARNES: Yes. Since last month  
16 the Website link for a broader community input  
17 gathering, which is open to everyone, was created  
18 and it went live on our Website Wednesday,  
19 February 22nd. The committee had asked that staff  
20 develop a questionnaire to ensure every single  
21 member, every single staff member was included in  
22 this outreach. So we developed a questionnaire  
23 and it was sent out to all OCFEC staff to provide  
24 their input in the master site plan, and we're  
25 getting great return on that.

1           The second of several stakeholder  
2 meetings was carried out on Tuesday, March 14th,  
3 and that was with our internal stakeholders, so  
4 that's all managers and supervisors at the OCFEC.  
5 The team is continuing to building a facilities  
6 audit at this time, and plans are under way for  
7 the next stakeholder meeting in April, and that  
8 group will be our on-grounds partners targeting  
9 the 17th.

10           CHAIR NICK BERARDINO: Thank you very  
11 much. Any questions for Vice President Karns?

12           Thank you. We'll be talking a little bit  
13 more about this on 10G.

14           Tenant liaison committee. Director  
15 Tkaczyk and I -- I will, if you don't mind, I'm  
16 going to talk a little bit about it and kick it  
17 over to you. So I had the opportunity to go out  
18 to our tenants at -- at The Market Place, and I  
19 had a discussion in terms of my role on the tenant  
20 liaison committee, and I went there because I felt  
21 it was important to talk to the vendors  
22 face-to-face in an effort to, one, express on  
23 behalf of the entire board our concern and our  
24 empathy about, you know, the rainy season and the  
25 kind of financial impact that it has -- it has

1 caused the vendors. It's not lost on anybody, we  
2 understand it. And you'll hear as we talk about  
3 more synergies, some of the things that Director  
4 Aitken was talking about that she wants to talk to  
5 the OC Marathon about, about how do we create  
6 these various synergies.

7           So we went out and I expressed our view.  
8 I find it disappointing, candidly, to hear from  
9 folks who use the state property for commercial  
10 interest to be so critical about those folks who  
11 are administering the state property to help them  
12 in their commercial and enterprise, because that's  
13 really not the case. I mean, there's obviously a  
14 misunderstanding, apparently, and I don't  
15 understand it. Certain decisions had to be made.  
16 No one likes to make those decisions, but  
17 decisions have to be made, and they have to be  
18 made in the interest of public safety. And after  
19 a lot of consultation with law enforcement -- I  
20 mean, there's a lot more about, you know, how law  
21 enforcement views this information and the  
22 intelligence that they have that we don't have  
23 that we're not privy to, but it's our job, number  
24 one, to ensure public safety, that's it, before we  
25 do anything else.

1           And so we went out and talked -- we went  
2 out and talked with them. I thought that through  
3 the discussions from us in terms of liaisoning  
4 with them that there was an understanding about  
5 why it's important, apparently not. Apparently,  
6 it's the -- we weren't, one, either didn't  
7 communicate well when we went out there, or that  
8 there's this understanding of entitlement. I  
9 would suggest to anyone that is using public  
10 property for commerce to very much rethink any  
11 position of entitlement, because that's not the  
12 way to work collaboratively with one other, and I  
13 find it really -- I think just think it's really  
14 too bad that there's this constant criticism when,  
15 in fact, we do have a tenant liaison committee  
16 that takes its own time to go out there, and yet  
17 there's constantly, You're not doing this, you're  
18 not doing that, you didn't do this right, you're  
19 doing this to us.

20           Well, at some point you're going to reach  
21 an effort where people are going to go, we're  
22 never going to be able to do anything right. I  
23 mean if it's so bad here, and it's so -- you know,  
24 doesn't work so much, I don't understand why  
25 people are staying here? Why do you still come

1 here if it's such a bad situation that at every  
2 turn you're criticized? I wouldn't. I wouldn't  
3 do business in a place where I'm constantly  
4 saying, You're doing bad things to us, this is  
5 terrible, why are you doing this. I wouldn't do  
6 business there, but that's my own personal view.  
7 That's not the intent. And there's an old saying,  
8 you know, when people are empathetic with you and  
9 care about you in court, I don't know, when you're  
10 winning, court attorneys say, you know, sit down  
11 when you're ahead, and there are reasons for this  
12 closure. We've been in constant contact with law  
13 enforcement. I've been on -- and I told the  
14 vendors when I came out there, I've been on  
15 conference calls with multiple law enforcement  
16 agencies on this stuff. They know more about this  
17 than we know, a lot more about it, and they get a  
18 lot of intelligence about this stuff.

19 There was somebody last week on Facebook  
20 saying let's go to Costa Mesa and have the rally  
21 because there's dispute because they're charging  
22 them 14 bucks to park where they're going, and as  
23 I understand it, and I was informed included in  
24 that message was, "Bring your guns." So I, as a  
25 tenant liaison, and I'll turn it over to you,

1 Director Tkaczyk, I'm reaching a point to you  
2 that, you know, at some point this is for, here --  
3 this facility is for public interest, public  
4 service. Commercial enterprise is part of that,  
5 and we embrace it, and engage it, and it's  
6 critical to our growth. I'm not dismissing that.  
7 But, you know, no one is making anybody come here  
8 to do business, don't have to.

9 DIRECTOR STANLEY TKACZYK: To add what  
10 you just said as far as the tenant liaison  
11 committee and this last event, rather non-event  
12 that we're having at the swap meet and that we're  
13 closing down, one of the things I heard from one  
14 of the vendors today was that health and safety  
15 certainly is a consideration that we're supposed  
16 to have, and I think you're well aware of that.  
17 And then I heard from you that one of the things  
18 you take into consideration, which is one of the  
19 main things while you're there, is money. That's  
20 why you're there.

21 Those are things that we have to take  
22 into consideration too, and within that  
23 consideration there has been consideration shared  
24 with us that in order to fulfill an opening of  
25 that weekend, we would be exposed to hundreds of

1 thousands of dollars in security to open. Now,  
2 these are considerations that we have to look at  
3 and we have to make a decision. So there are not  
4 only health and safety issues involved, there are  
5 significant financial issues that are involved  
6 that you now are aware of. And we have a  
7 tremendous amount of comment from the public in  
8 regards to an issue with the Trump rally that we  
9 had, and there were security fees that were paid  
10 by us and there were security fees that weren't  
11 paid by us, and that was a contentious situation,  
12 and from that we built another contract with our  
13 staff that when we have high profile events and  
14 different things, that we have a different  
15 procedure. This kind of kicks into that. This  
16 kicks into that same situation.

17 We listened to you, we listened to the  
18 general public. We listened to the neighbors in  
19 our neighborhood. We don't want to expose anyone  
20 to something that's not safe, and something that  
21 is potentially going to affect us financially in  
22 the hundreds of thousands of dollars that we could  
23 be exposed to, and that's just a minor number. It  
24 could go beyond that, so thank you.

25 CHAIR NICK BERARDINO: Thank you very

1 much.

2           DIRECTOR STANLEY TKACZYK: I'm not done.  
3 With that, talking about being informed, I want to  
4 add a little bit, we have some things coming up --  
5 some surveys that went out in regards to the  
6 equestrian area, and I want to notice that the  
7 equestrian contract I know is possibly going to be  
8 coming up, and we -- the tenant liaison committee  
9 certainly wants to be involved in that, and that  
10 there's some other information, I may be  
11 premature, but we received information on a study  
12 that was sent out -- "study" may not be the right  
13 word, a survey that was sent out, which is very  
14 important, but one of the things as a tenant  
15 liaison chairman, and I'd like to request from  
16 staff, in regards to the equestrian area is an  
17 accounting of who is actually boarding in there.  
18 I think we asked for this before, and I'm hoping  
19 they have it readily available, how many general  
20 public, how many trainers, and what the mix is  
21 over there, and also what I would like to get an  
22 idea of is that they have a rent rack rate that we  
23 have, because one of the things I think we need to  
24 look at in our ten-year plan that we have also is  
25 how competitive we are.



1           This is information I'm looking to build  
2 into many different areas as we go forward.

3           CHAIR NICK BERARDINO: Director Aitken.

4           DIRECTOR ASHLEIGH AITKEN: As we go  
5 forward this weekend, as might not be seen as a  
6 half point, but maybe our CEO can answer this, is  
7 there anything we can do both on our Website, our  
8 Facebook page, our e-mail blast list to let the  
9 public know that we're going to be closed this  
10 weekend? If there are thousands of people that  
11 come and we're not having it, maybe we can ramp up  
12 our efforts to let the public know that there's  
13 not going to be a Market Place this weekend?

14           MS. KATHY KRAMER: I'm going to turn it  
15 over to Michele. She and Terry Moore, director of  
16 communication have developed a very robust plan.  
17 I was quite surprised to hear this. I know that  
18 we've made every effort from our receptionist to  
19 signage on the perimeters of the grounds, to an  
20 e-mail blast that goes out bi-monthly to our  
21 neighbors, so I don't know if there's anything  
22 else you want to add to that, Michele.

23           MS. MICHELE RICHARDS: In fact, that's  
24 already begun leading up to this weekend, proper  
25 signage, Website postings.

1           DIRECTOR ASHLEIGH AITKEN: It is on our  
2 Website?

3           MS. KATHY KRAMER: It is. Social media  
4 as well, so we'll circle back, and if we need to  
5 be a little bit more robust in the next few days,  
6 we will.

7           CHAIR NICK BERARDINO: Thank you. Also,  
8 part of this report I would now turn to the CEO  
9 who has talked to Director Tkaczyk and I about --  
10 to the tenant liaison committee about the outreach  
11 she has made to The Market Place to alleviate some  
12 of the issues here, some of the things you've  
13 already done to -- already done to try to help, so  
14 please.

15           MS. KATHY KRAMER: Thank you, Chair  
16 Berardino. As we've all been talking, there's no  
17 winners in this situation. Being very  
18 solution-oriented, how do we find new dates, and  
19 can't create a new weekend, so had some very good  
20 conversations, I see the owners of the Spectra  
21 Market Place talked about -- I waited for feedback  
22 from them. I believe Nick Nicora went a couple  
23 weeks ago, and I said, "We've got some ideas.  
24 Staff was very proactive to say, 'how about let's  
25 find some Musink or things where they could open

1 Friday night, do a twilight, stay open Saturday."

2 We provided to Nick Nicora a list of  
3 about four or five different weekends where we  
4 would make and partner and help that happen, he  
5 took that information and the feedback he got from  
6 the vendors is that, no, they really didn't want  
7 to do that, what they thought would be more  
8 helpful is if we could use some of our assets from  
9 the fairgrounds to help them market this past  
10 weekend, which Friday was St. Patrick's, and they  
11 celebrated that all weekend long. So they added  
12 St. Patrick's. So we sat down with the OC Market  
13 Place team, and we used our resources. We had one  
14 of our event blasts going out to over \$300,000  
15 folks. We pulled in any group. Chambers helped  
16 us put it on hot deals. We did everything we  
17 could. We developed a letter that both Nick and I  
18 signed and was delivered to The Market Place  
19 vendors, so they saw this effort and this joint  
20 partnership and helped that outreach. I haven't  
21 had a chance to circle back with them to  
22 understand.

23 I was out there Saturday myself. I  
24 dropped about 50 bucks, and I got some great  
25 treasures. So I agree, I've never seen the Market

1 Place. I've only been here two years, so I don't  
2 have a historical perspective. It looked great,  
3 it was clean, it was robust, lots of traffic. I  
4 definitely want to bring my friends and husband  
5 and come again for sure. So kudos to you for the  
6 progress you are making on it. There's a good  
7 energy and good vibe. That said, actually, called  
8 Nick on Saturday afternoon, and we had a  
9 conversation. We're going to be working with his  
10 team, not to steal their thunder, but they're  
11 moving towards hiring a director of marketing,  
12 which will help -- sorry, I took your thunder  
13 away. I was first. I had some ideas, as he does  
14 as well, for integration and signage to the assets  
15 that we have from, you know, Heroes Hall to  
16 Centennial Farm, so we'll bring a report back on  
17 what we're going to do to continue that  
18 integration. That's been a history, about 40  
19 years?

20 MR. NICK NICORA: 48.

21 MS. KATHY KRAMER: 48 years in the  
22 community. It is really a community asset, and I  
23 got to say selfishly, and I don't want to have to  
24 replace that revenue. We definitely want to  
25 partner with you guys, more and more

1 opportunities.

2 CHAIR NICK BERARDINO: Very good. All  
3 right. We have a pretty good understanding.  
4 Great work that's been done. I want to compliment  
5 the CEO who has been -- being the chair, I get the  
6 chance to interact more frequently, who has been  
7 on this and, you know, I mean, I won't say daily,  
8 but I would say almost daily, though, trying to be  
9 sure. Again, if you have commercial interest  
10 here, it's great. If you're unhappy with what we  
11 provide, give us your input and still after we  
12 take your input and consider it, and it doesn't  
13 work for you, you're not happy here, so bad for  
14 you, then we get it. We'll try to improve, but we  
15 only can do so much. We only can do what we think  
16 is the right thing to do. Then maybe it isn't the  
17 place for you, and I understand that too.

18 So let's move on to the consumer  
19 initiatives task force, and that would be --

20 DIRECTOR STANLEY TKACZYK: Nothing new to  
21 report.

22 CHAIR NICK BERARDINO: Thank you, sir.  
23 Agricultural committee, Director Cervantes and  
24 Director Mouet.

25 DIRECTOR SANDRA CERVANTES: Nothing new

1 to report.

2 CHAIR NICK BERARDINO: Thank you. We'll  
3 move on to the equestrian center task force, and  
4 that would be Director Aitken and Director  
5 Tkaczyk.

6 DIRECTOR STANLEY TKACZYK: I think I said  
7 what I needed to say under the tenant liaison. If  
8 you would be so kind as to get that study, or not  
9 the study, that information back to us, what the  
10 mix is, and what the rack rates are. Again, this  
11 kind of goes with the ten-year plan, because I  
12 think what we're looking at is, what are we going  
13 to do over there, what improvements are we going  
14 to make? If we make improvements, obviously there  
15 may be cost adjustments that will have to go into  
16 the person who is bidding on the contract. I know  
17 years ago we used to do it ourselves. Are we  
18 going to do it ourselves or are we going to bid?

19 We're at a pivotal time that we need to  
20 look at these things, because as the chairman  
21 mentioned, this is the time these contracts come  
22 up and we need to review all the viable options,  
23 and I'm not suggesting anything other than what's  
24 out there right now, it seems to be working well.  
25 As I said, we need to look, and I want to be able

1 to know that if we are going to improve it, which  
2 I know improvements need to be done, then in the  
3 Market Place that exists out there, once we find  
4 out what our rents are, then we can start looking  
5 at other facilities to see what they're charging  
6 for boarding or whatever services are available,  
7 then we can be competitive, and that's trying to  
8 build that base now.

9 CHAIR NICK BERARDINO: Director Aitken.

10 DIRECTOR ASHLEIGH AITKEN: I would like  
11 to acknowledge, I really appreciate you asking for  
12 involvement, although I wasn't here, and sometimes  
13 that's how you get placed on task forces.

14 CHAIR NICK BERARDINO: I know your  
15 passion for horses.

16 DIRECTOR ASHLEIGH AITKEN: I do  
17 appreciate being put on this task force. I will  
18 obviously be an advocate for this center. I think  
19 everyone knows my background, and I will be an  
20 advocate. I know there are a lot of people here  
21 that are tenants, and I do appreciate you coming,  
22 and I would look forward to working with the  
23 people that have made it such an important part of  
24 the community, and I think that we will -- we work  
25 very well together, Director Tkaczyk, and I

1 will -- I do look forward to making sure it is a  
2 very essential part to that corner of the  
3 property. I think it's been through enough.  
4 That's definitely my perspective, but I do look  
5 forward to getting feedback in working with our  
6 community partners to make sure that everybody who  
7 is a tenant there, that has a horse there, that  
8 goes there for lessons, please, if you can help us  
9 out making sure people fill out surveys so we know  
10 the broad range of feedback from both owners and  
11 people that get to take part in that side of the  
12 property.

13 CHAIR NICK BERARDINO: Thank you very  
14 much.

15 DIRECTOR STANLEY TKACZYK: I know we sent  
16 out surveys, what was the percentage of return?

17 MS. KATHY KRAMER: We sent about 100, and  
18 we got about a 25 percent return rate.

19 DIRECTOR STANLEY TKACZYK: I would like  
20 to get some more in. I will say I had the  
21 opportunity to read all of them, and I can't thank  
22 people enough for their comments.

23 CHAIR NICK BERARDINO: Wonderful. So we  
24 know in consultation with Counsel, Theresa Sears,  
25 Theresa is like a public consultant to the



1 committee. She can't be on the committee, but you  
2 can definitely be in consultation with the  
3 committee as a resource, which you will be and be  
4 invited by committee members to attend the  
5 meeting. We're now legal.

6 Okay.

7 MS. REGGIE MUNDEKIS: Excuse me, Chair, I  
8 put in a card to speak on this item?

9 CHAIR NICK BERARDINO: Did you?

10 MS. REGGIE MUNDEKIS: Yes, I did.

11 CHAIR NICK BERARDINO: You're right  
12 again.

13 MS. REGGIE MUNDEKIS: I have something I  
14 would like to give to Director Tkaczyk. In 2012  
15 the Orange County engaged in a study of what is  
16 now called the Peacock Hill Riding Center in  
17 Irvine Regional Park. There was actually two  
18 equestrian operations out there regarding mergers  
19 of them. They hired Alfred Gobar Associates, a  
20 local firm to do a benchmarking study of local  
21 equestrian facilities to determine how to be  
22 competitive. I have a copy of that in our packet  
23 to you. You may want to maybe engage in Alfred  
24 Gobar Associates in the sense of getting a neutral  
25 set of eyes, and since it's recently done in 2012,

1 you know, it may not be a very costly exercise  
2 either. Just to have the assurance to have a  
3 third party look at this stuff and give everybody  
4 a good feeling about decisions that are made,  
5 which could be a significant expense of capital  
6 and rental rates to people. I'm going to pass  
7 this to Director Tkaczyk.

8 DIRECTOR ASHLEIGH AITKEN: I know you  
9 didn't mean to exclude me.

10 MS. REGGIE MUNDEKIS: I just have one  
11 copy.

12 DIRECTOR ASHLEIGH AITKEN: Since you have  
13 an e-mail, can you e-mail me a copy of that,  
14 please?

15 MS. REGGIE MUNDEKIS: How about I e-mail  
16 it to Summer, and she can make sure everybody gets  
17 it?

18 DIRECTOR ASHLEIGH AITKEN: That would be  
19 wonderful. He doesn't share.

20 MS. KATHY KRAMER: We'll make a copy.

21 DIRECTOR STANLEY TKACZYK: They can make  
22 a copy.

23 MS. REGGIE MUNDEKIS: I'll e-mail it to  
24 Summer, and she'll distribute it to everybody.

25 DIRECTOR ASHLEIGH AITKEN: You're going

1 to take it home.

2 CHAIR NICK BERARDINO: We have two more  
3 public comments that we received. Let's start  
4 with Theresa Sears who is public --

5 MS. THERESA SEARS: -- person. I accept  
6 the demotion, no problem. I like to be demoted.

7 CHAIR NICK BERARDINO: Talk to the  
8 lawyer. I don't take any of the heat.

9 MS. THERESA SEARS: So my background on  
10 the equestrian is pretty extensive, because as  
11 everybody knows, I raised horses and dealt with  
12 all that kind of stuff. I also boarded at  
13 Peacock, oh, my gosh, 1990, going back 27 years.  
14 So I know it well. That was the first thing I  
15 worked on in the county because I saw the disarray  
16 out there and the mess. I have had a long term  
17 involvement with Peacock, which extended to  
18 Supervisor Campbell, and that extended contracts  
19 that ultimately, in the end, ended up being a  
20 non-bid contract for 56 years. Most people may  
21 not know those details but, yes, yes, it was going  
22 to be just a stable there because they were going  
23 to extend Jamboree through Weir Canyon, and they  
24 were moving it around, and it's a very long story,  
25 but that was disaster, actually, the way that

1 thing was handled. I'm not saying the study by  
2 Alfred Gobar, whom I know isn't going to be  
3 valuable, but I think we're in a different  
4 situation that we need to really analyze, and I  
5 welcome -- I know that Director Aitken has a lot  
6 of background as well, and obviously Stan does.

7 So I'm waiting to hear from the staff as  
8 to when we're going to meet and what we're going  
9 to do. I also have had a request from Four Acres.  
10 They're very anxious to interact with the master  
11 plan. So that's -- and that is happening in my  
12 community in Orange Park Acres, and surrounding  
13 communities. That's a positive. Those are all  
14 public benefits. I welcome that. And I apologize  
15 I'm going to have to leave at 11:00, but I am very  
16 interested in a master plan if maybe someone on  
17 staff could call me --

18 CHAIR NICK BERARDINO: I think we'll move  
19 10G up.

20 MS. THERESA SEARS: I would appreciate  
21 that so we know time tables, because people are  
22 anxious to interact and respond, and thanks for  
23 the demotion.

24 CHAIR NICK BERARDINO: Thank him. Thank  
25 you for demoting her, Counselor.

1           Gibran Stout. Did I pronounce your name  
2 right?

3           MS. GIBRAN STOUT: No, that's okay.  
4 Nobody does.

5           CHAIR NICK BERARDINO: What's the correct  
6 pronunciation?

7           MS. GIBRAN STOUT: Correct pronunciation  
8 is Gibran.

9           I'm many things, I wear many hats. I'm a  
10 parent. I'm an equestrian. I'm also head coach  
11 for OC Equestrian Vaulting, which is at the  
12 fairgrounds. We are a nonprofit organization and  
13 we are a youth sports team nonprofit. As I am at  
14 the fairgrounds I know that there's a lot of  
15 community service and public service that goes on.  
16 It's not necessarily on the radar, because it's  
17 not necessarily the big operations. There's a ton  
18 of community service. I think anyone who rides  
19 horses knows the healing horses have, they're not  
20 going to debate that. But I think it's important  
21 to know that, that there's a lot going on there.  
22 There could certainly be much, much more.

23           I want to reiterate all of our staff are  
24 volunteers, and we do our best to grow youth, to  
25 grow character, and to try to help them connect

1 back with nature and agriculture. It's very hard  
2 to do with this urban setting that we have.  
3 Anyone that has anything to do with equestrian  
4 facilities, know that they are trimming. It would  
5 be amazing if we could find a way to improve the  
6 property, make it financially solvent, but we are  
7 going to have to do some juggling because we all  
8 know community service is volunteers.

9 I would also like to point out in the  
10 survey you sent out went out on March 3rd, and it  
11 was due back on the 10th. I am amiss to say I  
12 haven't turned mine in. I was out of town and  
13 have been working on it.

14 You should know that there's a huge rate  
15 increase, some people as much as 68 percent, and  
16 it's effective April 1st. I know that that has  
17 driven out a substantial number of individuals who  
18 simply cannot afford to go from \$630 a month to  
19 \$920 a month. I don't know if you had the rate  
20 increase, but there was another rate increase last  
21 year as well.

22 CHAIR NICK BERARDINO: We don't have  
23 those.

24 MS. GIBRAN STOUT: Didn't know if you  
25 knew, but I thought it was important information

1 you might want to consider in your survey to  
2 figure out how much is business and how much is  
3 individuals. A lot of those individuals may have  
4 tossed the survey because they're moving. They  
5 may have already moved, but it does go into effect  
6 on April 1st. We are also the only equestrian  
7 activity offered through Costa Mesa Parks and Recs  
8 currently. We offer -- we've offered scholarships  
9 to students, and we are constantly trying to reach  
10 out.

11 We have unique sports, if you're not  
12 familiar with it, it's gymnastics on horses. It's  
13 an international sport, and it's quite unique and  
14 very cool. We have two classes. We also have an  
15 adult class, yoga on horseback. So we're very  
16 passionate and committed to growing youth, growing  
17 people, and growing character. A horse is a great  
18 way to do that. We are committed in helping the  
19 task force find ways to make this happen and make  
20 it cohesive with the board.

21 CHAIR NICK BERARDINO: Thank you very  
22 much.

23 Lisa Sabo.

24 MS. LISA SABO: Good morning. Thank you  
25 for taking this topic. I want to see you all out

1     there doing yoga on horseback. I could see Nick  
2     kind of -- anyway, I really appreciate the survey  
3     going out, and as she said, it was like a  
4     seven-day window. I could certainly collect more.  
5     I encouraged a lot of people to send them in. It  
6     was kind of exciting, the survey went out at the  
7     same time as the rate increase went up. I think  
8     it's a good time to sit down and talk and work  
9     this out. I did forward the rate increase to  
10    Theresa, so she has it as you get together with  
11    your committee.

12             The other thing that the survey did is it  
13    got us all out there to talk about how we can  
14    increase our community involvement and at least  
15    for our pony club that I actively run, I have a  
16    lot of kids come in and can't afford it and so  
17    forth, and we do a lot of different things to help  
18    them out. I get a lot of my clients that can  
19    afford it, to help sponsor my kids on horses,  
20    which is great. It got us all talking even more.  
21    I've had a couple clients step up and say, Hey, I  
22    can sponsor that kid on my horse and split it.

23             A lot of neat things are happening, and I  
24    really appreciate you bringing this to the table  
25    and talking about it. Thank you very much. I



1 appreciate all you do.

2 CHAIR NICK BERARDINO: Thank you.

3 That concludes the committee reports.

4 I'm now going to move 10G up so that people can  
5 hear this discussion. So I ask that -- I have it  
6 up there in case anybody wants to use it. Thank  
7 you very much. 10G, and I don't know that I'll  
8 end up using it, but I want it available for any  
9 board members who brought any thoughts, and we can  
10 continue this discussion at the next meeting. We  
11 can make time certain so we don't go long with  
12 this, but as -- you know, as the chairman I  
13 thought that this is a perfect time. We're  
14 talking about the ten-year plan, the ten-year  
15 facility plan and what we're going to do. I think  
16 it's a perfect time to -- and I think it's  
17 important that we kind of formulate our vision and  
18 what we want to see happen over the next ten years  
19 in terms of vision, in terms of policy, so that  
20 when we're looking at the fiscal plan and we make  
21 decisions on a ten-year plan, I mean, we do it  
22 conscience of where we want to go, what do we want  
23 to achieve, so we're not spending money on  
24 expanding the fiscal plan or changing the fiscal  
25 plan if we're really thinking about something

1 else. I think it's important that we get ideas  
2 and thoughts together, and so I'm going to kick  
3 off what mine were, and then we can follow up with  
4 the board, and we can agendize it each meeting or  
5 however anybody wants to proceed.

6           Once we have our vision then we got to  
7 decide how we are going to organize ourselves to  
8 achieve that vision, both again, in the fiscal  
9 plan and internally. Does a current  
10 organizational structure, is that going to yield  
11 the best results? You know, now authority of the  
12 board doesn't, you know, extend to the daily  
13 operations, but it does extend to and should be,  
14 you know, approving what's the organizational  
15 structure, because the organizational structure,  
16 as we have it, is the vehicle in which to achieve  
17 the policy and I think it's time to look at all  
18 that for all kinds of reasons.

19           The first thing I thought was we've  
20 talked about these things, and one of them is in  
21 terms of our ten-year planning was maximizing the  
22 community space for educational and, you know,  
23 recreational purposes, keeping in mind that we all  
24 know that the fair is the big game in town.  
25 That's it. That's what we're largely here to do.

1 80 percent of our revenue is derived from the  
2 fair. Obviously, you know, very strong attention  
3 has to be into that revenue generating. If we're  
4 doing other things, are we organized to do it?

5 What I find is we have a stop/start  
6 system here. We get on ideas and things we want  
7 to do, and then come April, I mean, we got to  
8 stop, you know, because we have the big party, I'm  
9 throwing a party for a million people can be  
10 difficult. So maybe one thought that, you know,  
11 I'll get to a little bit later if it's an 80/20  
12 split, maybe that's divided in terms of an  
13 organizational structure where you have a part of  
14 the organization that is doing something all the  
15 time and you're not in this stop/start. Last year  
16 it went even longer because we stopped in the  
17 month of August as kind of a relief on one-time  
18 thing. The board said they weren't interested in  
19 doing it again, we did it that one time, but we  
20 wouldn't do it again. It cuts out more time to do  
21 the other kinds of things that we're doing.

22 The second thing is, and this kind of  
23 goes to what Director Aitken brought up in some  
24 ways, and that is, perhaps, once we have that and  
25 have our vision in what we're trying to do, which

1 I think is pretty good. I'm not saying we're not  
2 well-defined now, but as we grow it and take it to  
3 the next level, the idea of taking it to the next  
4 level is that rising tide that lifts all boats.  
5 Our community partners, our commercial partners,  
6 everybody is involved in it, and everybody is  
7 doing better, we're all doing better.

8 One that I thought is a scoring process  
9 of everything we do and we look at everything that  
10 we're doing, does -- the scoring thing is you're  
11 hearing a lot about now. Those of us that work in  
12 legislation, we do legislative things. We have to  
13 go through a scoring process, particularly in  
14 federal legislation. We have to go through this  
15 entire scoring process where our legislation, our  
16 piece is all scored, and scored by the federal  
17 government as to, one, achieve what the federal  
18 government is trying to achieve. Their big thing  
19 is how does it affect them economically, does it  
20 have anything that takes away from revenue, then  
21 the tax scoring. Everything we do on our federal  
22 legislation has to be scored. I'm not saying --  
23 what we need here, I think, to maybe think about  
24 having a scoring process so that everything we're  
25 doing, we look at every activity, vendors, new

1 hires, all based on how we scored it, and somebody  
2 a lot smarter than me, can develop scoring  
3 process. Does it contribute to the vision? Is it  
4 a benefit to the tax payers who own the property?  
5 And does this concept, does it fit into a  
6 financial and legal impact to this and a concept  
7 that may be in terms of, as we look at the  
8 ten-year plan, in terms of fiscal plan scoring  
9 process is also used.

10           These scoring processes are very  
11 important because otherwise people are kind of --  
12 you go in so many different directions so fast.  
13 Where are you going? Where are you headed?  
14 What's the impact of what you're doing?

15           The next thing is, and I think is really  
16 important, and I'm very fortunate to be part of  
17 the veterans cemetery board of directors, which  
18 has been in this great dispute at the Great Park,  
19 not so great anymore, I don't even know if it is  
20 still a park, I think it's still a park. Those  
21 discussions -- that is a very evolved what's  
22 happening there. There are many opportunities  
23 because of the change and the shift, and it's a  
24 daily -- I had an update on Tuesday -- it's a  
25 daily shifting what that Great Park is going to

1 do. And we see that they're jumping on it,  
2 they're moving, and to give you an example because  
3 they have a developer who is very interested in  
4 that park, it's about willing to do anything.  
5 They're putting in a 12,000 seat temporary thing.  
6 I saw the pictures, but this thing is going to  
7 beautiful. I mean, it's temporary, but you know  
8 they've got sky things we've been trying to talk  
9 about. What do you call those, sky sails?

10 DIRECTOR DOUGLAS LA BELLE: Sky boxes.

11 CHAIR NICK BERARDINO: That's happening  
12 around us, and I can tell you if you can come to  
13 some of those meetings and see, it's changing  
14 daily, but that gives us opportunities, not only  
15 does it provide us opportunities great for us to  
16 kind of step and breach where we -- we're not  
17 going to be able to do anything that Great Park is  
18 going to do, but where are we on that? Are we  
19 looking at that? Do we have folks monitoring  
20 that? There are lot of opportunities. They're  
21 condensing it. It's getting condensed, and I'm  
22 telling you there's going to be a deal made pretty  
23 soon where we may see 108 acres of -- going into  
24 more development, that was set aside, but there  
25 will be more homes built on besides the 4,800 some

1 homes, and the county is making a move, as I  
2 understand it, that the little swap that they own,  
3 they want to make a commercial center. They're  
4 talking about getting into the real estate  
5 business. They can't even handle County business,  
6 which this should be interesting to watch the  
7 board of supervisors run a real estate business.

8 All pointing to us and we are sensitive  
9 to it? Are we on top of it? Are we thinking  
10 creatively? Are we thinking perspectively? I  
11 think we ought to begin to do that. And then --  
12 and then consider the pros and cons of the  
13 commercial participation and sponsorship and  
14 arrive at a well-defined policy decision in that  
15 regard and see, I don't -- there's always this  
16 fear it's going to get too commercial. I don't  
17 know that I sense that same fear. I think it  
18 depends on how do you handle that? If you're  
19 going to have big signs everywhere, flashing neon  
20 signs, you know, something that -- maybe that's  
21 one thing. Are there opportunities for a real  
22 true private public partnership here? And we  
23 ought to explore it, and I'm not saying one way or  
24 the other that's an issue that's coming up,  
25 definitely an issue that attends directly to the

1 ten-year plan. I don't know that from a policy  
2 perspective, well, I don't know, but we've had  
3 discussions about it in the past, as we all know,  
4 and I think under the leadership of all the four  
5 former chairs that are here, Director La Belle,  
6 Director Tkaczyk, Director Aitken, and Director  
7 Mouet, we've had this discussion that has come up  
8 about this commercial stuff, particularly under  
9 Director Mouet's chairmanship. We never really  
10 developed a policy about it. I think we ought to,  
11 and I think we ought to have a policy. I think we  
12 ought to be as open to that as we want and can be.  
13 That is a very helpful financial part. If we're  
14 going to reach out to the community and we're  
15 going to have these community projects, it takes  
16 money to do it. Let's think about that.

17 And then the idea, the one thing is to  
18 integration of entire grounds, and this is what  
19 Director Aitken was talking about in relation to  
20 the marathon, integration in the entire grounds in  
21 a sole vision and operation. For instance, when  
22 children come to Centennial Farms or Heroes Hall  
23 for educational purposes, maybe they're getting  
24 picked up by -- this is just the ideas that I  
25 think go to the integration of the property and



1 everything that we're doing to help one another,  
2 so maybe they getting picked up by horseback  
3 from -- a horse wagon, maybe they get picked up  
4 there by a group from the equestrian center. Here  
5 they get this great tour, and then they get onto  
6 the wagon and they learn about horses and the -- I  
7 mean the study of horses and their development of  
8 civilization is fascinating. I read some stuff  
9 about that, and it's fascinating how horses, what  
10 their contribution has been to our entire  
11 civilization. What an opportunity to learn about  
12 that and to see a horse and smell a horse and not  
13 be like me. I grew up in the inner city in a very  
14 poor family. To this day, those of you that know  
15 me, I don't get near a horse I did it once with  
16 Stan and went out and looked at those things. I'm  
17 thinking to myself, man, this is like a nightmare.  
18 Let's just get through this thing. It's going to  
19 jump on me and eat me. I think those horses are  
20 going to bite me and run out.

21 A lot of kids in our inner cities have  
22 that idea of horses, and they're frightened. So  
23 maybe we have an interactive thing. The Market  
24 Place, for instance, there are all kind of things  
25 that we ought to be doing with The Market Place.

1 We have a synergy here that if we have a vision  
2 and we have a plan that says this is getting done  
3 on this date, this date, this date, this date,  
4 this date, and not just some kind of amorphous,  
5 Well, we're working on it, and this will happen,  
6 no, we know exactly what we are going to do, when  
7 we're going to do it, when it's going to be  
8 completed, and we integrate that into a single  
9 vision, and so we know Heroes Hall is playing off  
10 of the Market Place, the Market Place is playing  
11 of some concert we're going to have, this concert  
12 is off the other thing.

13           Everybody develops this synergy so that  
14 everything that we're doing here we're thoughtful  
15 about, we're very analytical about, and it's going  
16 to go subvent our entire mission and vision, and  
17 we lift all boats so everybody is doing better.  
18 But you can't do that if you're compartmentalized.  
19 I know you have to endure these military kind of  
20 analogies I do, but that's what happens when  
21 you're old and you're just like old, period. I'm  
22 not looking at you, Stan, but I was looking at  
23 Doug.

24           When we're old, we bring these  
25 experiences that people get tired of hearing.

1     Crap, there's those old guys talking about -- I  
2     get that. I experience that. I used to be  
3     able -- I was vice president that managed the  
4     checkbook and political campaigns of a hundred  
5     million dollars. When I used to walk into a room  
6     when I was influencing that people, God, they're  
7     far all over you, because you got a big checkbook.  
8     I walk into that same room, and I did recently  
9     walk in the same room, I don't have any access to  
10    that anymore, but people are asking, Hey, Nick,  
11    can you put my drink over here? I go from being  
12    influential to a waiter, just that simple, and  
13    it's true.

14                 But we do derive experiences from that.  
15    The military operations, if we're going to take  
16    this hill, we know -- if we're going to take this  
17    hill, we know how we're going to take it. It  
18    isn't like, well, it's over at so and so, yeah,  
19    that issue is over there with ordinance.

20                 When are they going to have weapons  
21    ready?

22                 I don't know, ordinance is working on it.

23                 But we're going to need them to shoot  
24    over here. It's coming.

25                 No, you know what you're doing while

1 you're doing it, how you're doing it, and you  
2 execute, and I think you only do that with a very  
3 refined vision that everybody agrees to, and I  
4 don't know, as we look at it, how do you organize  
5 to achieve that vision? You know, you may have --  
6 taking a hill, you may have a company that has  
7 four squads and you may say, No, you know what, we  
8 don't need to do that, we got too many commanders  
9 here. We need one commander and you'll merge  
10 squads, or you need somebody else, but you got to  
11 think, and I complement you very much, Director  
12 Tkaczyk, what you were talking about, we need to  
13 have integration so everybody is helping  
14 everybody. Everybody is helping everybody and  
15 moving in the same direction, and again, at that  
16 point then it's very easy to say as policymakers.  
17 It is very easy to say to somebody, We don't like  
18 that.

19           Okay, don't blame you, maybe I wouldn't  
20 like it either, but you won't be doing it here  
21 anymore, because this is the way we do it here.  
22 We've been thoughtful about it. Even things we're  
23 doing now, how did you come to that conclusion?  
24 So I think it's a synergy we need to develop and I  
25 think it can be done.

1           And then incentivize our vendors to  
2 support our educational and recreational. Maybe  
3 we -- this is just another idea -- maybe we would  
4 allow vendors who support our community program to  
5 put signs in the booths that say, Thank you for  
6 the business, and this will help them, this will  
7 help them, and vendors need to begin to think,  
8 this is not a commercial space, this is not  
9 commercial property, it's not. You have no  
10 entitlement to be here, you're here by the grace  
11 of this board and other people. You have no  
12 entitlement to be here. This isn't your spot, but  
13 we love having you, and if we work together to  
14 make you successful, then we're all going to be  
15 more successful.

16           So maybe you have those signs up there,  
17 and you know what it does, what I liked about it,  
18 it inspires -- people need to give back. We have  
19 to all give back, all of us do. There are people  
20 that give back and there are people that don't,  
21 but we all need to give back so we can achieve the  
22 vision, so maybe you have a sign up, what's that  
23 do? If I'm a vendor and I'm charging 12 bucks or  
24 8 bucks for a hotdog, I would like to have a sign  
25 up saying, Hey, I want you to know part of the

1 proceeds are going back to the Centennial Farm  
2 program, 4H program, equestrian program, Heroes  
3 Hall. So why? How does that vendor -- they're  
4 not paying 8 bucks for a hotdog and they're  
5 thinking that's a lot of money to pay for a damn  
6 hotdog, you know, but at least I know it's going  
7 to contribute to the overall good. That lifts all  
8 boats. How does that one initiative lift all  
9 boats? Well, I'm a vendor, I'm getting a little  
10 bit of bump. It helps us because we're giving  
11 back.

12 I think that unfortunately these  
13 discussions take a lot of time and we can't, you  
14 know, it would be great if we all can sit in a  
15 room and drink a beer, you know, and talk about  
16 this, but our lawyer would, like, kill us, and so  
17 we have to do it publically, but I'm hoping  
18 that -- look at this board, I mean, look at this  
19 board. We have a former city manager. They know  
20 a lot about this stuff, they know about a lot  
21 about it. They live with it. They're always, you  
22 know, balancing commercial interests to the public  
23 interest. A guy that starts -- a guy that starts  
24 a business, you know, on his own with one truck,  
25 shocking, but one truck, and builds an incredible

1 business.

2 A former U.S. attorney who obviously is a  
3 part of one of the most noted law firms in the  
4 nation, and had been lawyer of the year, former  
5 president of the Orange County Bar.

6 The city manager, I mean, the city  
7 manager of the biggest and most troubled city in  
8 Orange County.

9 DIRECTOR GERARDO MOUET: The best city, I  
10 think --

11 CHAIR NICK BERARDINO: The best city, but  
12 obviously a lot of skill level required to  
13 navigate in there.

14 Talk to Sandra, she runs a magazine, a  
15 newspaper, journalist in the community all the  
16 time.

17 Newton, younger man who is a financial  
18 guy advice -- you're younger.

19 MR. NEWTON PHAM: I'll take it.

20 CHAIR NICK BERARDINO: Don't start there,  
21 but, you know, and these are people who are just  
22 out of school, not just out of school, but  
23 compared to me and La Belle.

24 MR. NEWTON PHAM: It's all relative.

25 CHAIR NICK BERARDINO: Compared to me and

1 La Belle, you just graduated yesterday. And  
2 Robert, who is not here, Robert leads an  
3 organization, statewide organization. We have the  
4 fire power along with our staff and along with all  
5 of you to come up with a vision and not be  
6 fearful, and when we do this people are fearful,  
7 everybody is. People are fearful. And political  
8 campaigns we readjust all the time. People get  
9 fearful. Well, you are -- you're the campaign  
10 manager, well, you know, we don't -- we're going  
11 to change you to campaign strategists. No, I'm  
12 managing the campaign, well, you're really doing  
13 strategy. People get fearful. We shouldn't be  
14 fearful. We should be embracing this, get the  
15 vision, know where we want to go, which I think we  
16 do, and then execute and organize in a way that  
17 achieves it. Our job is to be sure that we have a  
18 policy. That's our job, what we're sworn to do,  
19 to create the policy and organize the organization  
20 in a way that we think will establish and execute.

21 After we do that, it's the CEO's job,  
22 then, to implement that vision and the daily  
23 affairs of it. So while we're in the 10-year  
24 planning process, I wanted to get this on the  
25 table so I can get your thoughts and see if you



1 have any thoughts today, or can we -- because what  
2 I don't want to happen -- I'll be selfish here,  
3 during my chairmanship what I don't want to happen  
4 is us lose -- next year Barbara Bagneris, she's at  
5 the U.N. today, by the way, bigger crowd, so she's  
6 at the U.N., but she will be the chair when we  
7 implement some of this stuff in the ten-year plan.  
8 I don't like to stop/start. I think it holds us  
9 back. I think -- and I don't think it's good from  
10 my own perspective in running an organization,  
11 again, being the old guy in the room, we had big  
12 contract negotiations that would last six months,  
13 sometimes a year, and I'm talking about it isn't  
14 like when you're in these contract negotiations,  
15 I'm working until 8:00 tonight. Are you kidding?  
16 You're seven, eight months you're working until  
17 1:00, 2:00 in the morning. You're getting up and  
18 you're going back at it at 6:00, and that's what  
19 it is. You get the city managers to give you a  
20 lot of crap. You can go a long, long time.

21 DIRECTOR DOUGLAS LA BELLE: Some city  
22 managers do that.

23 CHAIR NICK BERARDINO: Not this  
24 stop/start, stop/start, stop/start. I mean,  
25 that's bad business. So I want us to see if

1 there's a way to structure things so we don't get  
2 into the stop/start. We start initiatives, we  
3 continue initiatives, we organize ourselves in a  
4 way to achieve that, if that's possible to get  
5 this thing going. That's my opening comments.

6 Comments?

7 DIRECTOR DOUGLAS LA BELLE: Well, I  
8 certainly agree with you that we reach a certain  
9 point in terms of a year and then all or most of  
10 the resources get devoted out to putting on the  
11 big party, which is important. That obviously  
12 generates a majority of the revenue that then  
13 gives us the ability to do a lot of other things.  
14 I think the master planning process that we're  
15 undertaking now, I think the scope of work that  
16 was put together and submitted by the proposers  
17 might be good. I think it's a one-page document,  
18 Kathy and Ken can recirculate that to everybody.  
19 It kind of lays out some specific benchmarks.  
20 It's a four phase process. We're in phase one and  
21 a half, I think, now, which is the stakeholder  
22 outreach, then we go into the financial portion of  
23 it, then we go into the actual physical what's the  
24 ultimate master plan going to look like over the  
25 next five years. I think that would be a good

1 document to recirculate to the entire board.

2 My recollection is that we did take into  
3 account the kind of fair impact this year, and I  
4 think the last kind of major presentation under  
5 the scope of work was to be scheduled in June, and  
6 then we would come back after the fair and  
7 finalize the process. I think that the discussion  
8 of the fair board had a couple of meetings ago was  
9 a good process. I think we need to have that  
10 periodically, and I think the scope of work  
11 provided at the four benchmarks, we'd come back to  
12 the full board and we'd engage in the discussion  
13 relative to the financing, a physical plan,  
14 whatever the case may be. I think we need to stay  
15 on track in terms of that.

16 I do agree that organizationally,  
17 obviously, running a city or a business, whatever  
18 the case may be, you have certain benchmarks in  
19 that process, but life continues even if you're  
20 focused on a specific activity. I think looking  
21 at some organizational things would enable us to  
22 keep the ball rolling, so to speak, during that  
23 fair time would be important to do. Those are my  
24 initial thoughts.

25 CHAIR NICK BERARDINO: Thank you,

1 Director La Belle.

2 Any other comments?

3 What I would like to do is have -- we  
4 have some of the committees already doing this.  
5 I'm going to re-agendize this item for next month  
6 to give folks a little more time to think about  
7 it. I wanted to kind of kick it off, but I want  
8 now if you can think about that and think about  
9 the synergies we talked about, some of the things  
10 you talked about, Ashleigh, so next month it will  
11 be up again, so you have more of a chance to think  
12 about it, and think about how we want to proceed.

13 I got you. The reason, Reggie, I saved  
14 the public comment last on this issue is I want  
15 you to hear comment first so you can engage.  
16 Think about it, and we'll think about what we want  
17 to do, and if you have organizational structure  
18 ideas. How you think that -- maybe you have none,  
19 which is great too.

20 DIRECTOR GERARDO MOUET: I want to  
21 support your thought. The intent as I understand  
22 it, also to re-agendize it to have the board  
23 continue to think, the way I see the opportunity  
24 that you're explaining is that -- so we have a  
25 mission, and the mission is defining in a broad

1 sense, the purpose of this organization and how  
2 these -- how this place is programmed. And in  
3 many ways, one way to really understand more in  
4 detail is by assessing what has happened in the  
5 last year or two in regards to programming, and  
6 then you look at the mission statement, and you  
7 say is that really where we want to go two years  
8 from now, three years from now, ten years from  
9 now.

10 Physical plan is very important so that  
11 there's an integration that imagines the  
12 programming. I think what you're saying is that  
13 the programming, given that these are public  
14 lands, are we directing staff to program it in a  
15 spirit of what we believe as the board, the  
16 mission and how to -- how to really respect the  
17 mission given what we agree on the purpose of  
18 these lands, et cetera.

19 For example, celebrating Orange County's  
20 communities, well, Orange County community is very  
21 broad. Imaginology, for example, is trying to  
22 really focus on the young people and in the family  
23 to come and explore, but you can also look at the  
24 nonprofit organizations that serve youth, Boy  
25 Scouts, Girl Scouts, nonprofits all over the

1 county, and there could be opportunities to  
2 program or to think about the actual use of this  
3 land with all these -- a better understanding of  
4 the community, communities in Orange County  
5 because it varies every year. There's changes.  
6 It's a very dynamic county. It's very, you know,  
7 wealthy county, and it's a very wealthy county.  
8 If these are public lands, is there a policy  
9 opportunity to think about the less wealthy with  
10 regards to the community and provide some kind of  
11 added advantage because not everyone can afford to  
12 go to Disneyland, not everyone can afford to do  
13 this and this kind of thing, so these are public  
14 lands, obviously you have to pay the bills. You  
15 have to pay the bills. There's a lot of -- this  
16 is a very wealthy county. There's a lot of  
17 philanthropy that is willing to support good  
18 causes.

19 And I think that's what you're talking  
20 about. While master plan typically is  
21 traditionally seen as a physical plan, you can  
22 also in parallel think about the programming, and  
23 I think that's what you're talking about.

24 CHAIR NICK BERARDINO: Thank you for  
25 articulating.

1           DIRECTOR GERARDO MOUET: I'm excited  
2 about the opportunity. I appreciate your  
3 leadership.

4           Any other comments?

5           So, Madam Secretary, if you would be so  
6 kind as to carry this over. This would be an  
7 agenda item for the next meeting. Thank you very  
8 much.

9           Next -- oh, yes, Reggie, I apologize. I  
10 purposely waited because I think -- I think these  
11 public comments should come after.

12           MS. REGGIE MUNDEKIS: That's fine.

13           CHAIR NICK BERARDINO: I don't want you  
14 to get mad at me, probably more than you already  
15 are mad at me.

16           MS. REGGIE MUNDEKIS: The public who  
17 owned this facility needed to have more  
18 agricultural, educational communities. Let's talk  
19 about some ideas for this: Currently at the  
20 fairgrounds is a cluster of buildings and a very  
21 large parking lot. The largest use of this  
22 property is for asphalt paved parking lots. The  
23 number of parking spaces is restricted on site by  
24 a settlement with the City of Costa Mesa. So  
25 adding more parking on site is not an option.

1           Parking can be consolidated in a parking  
2 garage behind the billboard on the Newport corner,  
3 and some, not all, but some of the old parking  
4 lots can be converted into green spaces and  
5 agricultural areas for use by the public. A  
6 second main gate can be created on Newport  
7 Boulevard to better funnel traffic into that  
8 parking garage, that parking area on the end  
9 rather than making everybody wait to turn onto  
10 Fair to come into the main gate, and the main gate  
11 is off Fair Drive.

12           The green space can be connected to two  
13 of the new Arlington Drive trail Bio-Swale, which  
14 you guys are helping pay for, by walking paths  
15 inside the fairgrounds, the walking paths can  
16 connect the Centennial Farms, Heroes Haul, the  
17 equestrian center, and other places that also  
18 connect with the pathways that go around the  
19 fairground.

20           The agricultural footprint can be  
21 expanded with more demonstration of garden of  
22 flowers and fruit and other crops, increased  
23 coordination and programming with the master  
24 gardener program, which may be getting kicked out  
25 of Great Park, and the agriculture extension



1 center. We can also increase coordination and  
2 programming with OCC, which has a horticulture  
3 program. Additional facilities can also be  
4 instructed to assist in this work.

5 Community use can be increased by  
6 introducing a tiered rental rate structure where  
7 the lowest rates are paid for by local community  
8 groups and nonprofits, higher rates paid by  
9 others. We should also have a discussion of the  
10 role of alcohol sales in revenue generation and  
11 events selection.

12 The OC Fairgrounds right now with the  
13 increasing demise of the Great Park is the only  
14 player in the agriculture educator niche in Orange  
15 County. You can call it "agritainment." The OC  
16 Fairgrounds will be able to offer a unique  
17 agritainment agricultural experience in the  
18 year-round renters of the property who are paying  
19 rates for the amenities of South Coast Plaza and  
20 other attractions, like John Wayne Airport and the  
21 beaches. It is highly marketable, and don't let  
22 anybody convince you otherwise.

23 The agricultural and educational  
24 opportunities who target the adult and family  
25 market and provide experiences are not found

1 elsewhere in Orange County, and more importantly  
2 can't be built anywhere else in Orange County.  
3 Thank you.

4 CHAIR NICK BERARDINO: Thank you very  
5 much.

6 So let's move onto 9B, which would be the  
7 Heroes Hall Veterans Foundation, Memorandum of  
8 Understanding. As you recall, we spent a great  
9 deal of time on these issues. We decided that  
10 this memorandum of understanding should mirror  
11 the -- you're on 9B.

12 She raised her hand. So you see on that  
13 we have, and we have suggested that -- and that  
14 the Heroes Hall Memorandum of Understanding would  
15 mirror the same thing that we approved last month,  
16 which this does, and so it's before us now. I  
17 don't know that we need to have -- we discussed it  
18 at length, does anybody have any further questions  
19 about this Memorandum of Understanding that have  
20 not been answered that we discussed?

21 If not, a motion would be in order to  
22 approve.

23 DIRECTOR ASHLEIGH AITKEN: I'll move.

24 DIRECTOR DOUGLAS LA BELLE: I'll second,  
25 then I'll speak to the motion.

1 CHAIR NICK BERARDINO: We have moved by  
2 Director Aitken, second by Director La Belle, and  
3 discussion. Direct La Belle.

4 DIRECTOR DOUGLAS LA BELLE: My only  
5 question would be there's a blank space in here  
6 basically in terms of the amount of funds that we  
7 would expect the foundation to raise, and I think  
8 we need to probably address that.

9 CHAIR NICK BERARDINO: As I understand  
10 that, there was a \$40,000 --

11 MS. KATHY KRAMER: \$45,000.

12 DIRECTOR DOUGLAS LA BELLE: Minimum of  
13 \$40,000.

14 MS. KATHY KRAMER: It's not exceeded  
15 that.

16 CHAIR NICK BERARDINO: So --

17 MS. KATHY KRAMER: Recently.

18 CHAIR NICK BERARDINO: And that 45,000  
19 is --

20 MS. KATHY KRAMER: Currently a part of  
21 the Centennial Farm Foundation.

22 CHAIR NICK BERARDINO: That was the  
23 amount -- question was, I think, I know and you  
24 know the foundation is willing to give a lot more  
25 than \$45,000. It's been anxious to give money,

1 and wanting to give money, and we're waiting to  
2 hear it.

3 DIRECTOR DOUGLAS LA BELLE: I would  
4 suggest, then, maybe to amend the motion, if  
5 Ashleigh is okay with it, to put the same dollar  
6 amount in this agreement as we have in Centennial  
7 Farms.

8 DIRECTOR ASHLEIGH AITKEN: I'll accept  
9 that.

10 CHAIR NICK BERARDINO: Second to the  
11 amendment is made. With that amendment, any other  
12 discussion?

13 If not, Madam Secretary, please call the  
14 roll.

15 MS. SUMMER ANGUS: Chair Berardino?

16 CHAIR NICK BERARDINO: Yes.

17 MS. SUMMER ANGUS: Director Mouet?

18 DIRECTOR GERARDO MOUET: Yes.

19 MS. SUMMER ANGUS: Director Aitken?

20 DIRECTOR ASHLEIGH AITKEN: Yes.

21 MS. SUMMER ANGUS: Director Tkaczyk?

22 DIRECTOR STANLEY TKACZYK: Yes.

23 MS. SUMMER ANGUS: Director La Belle?

24 DIRECTOR DOUGLAS LA BELLE: Yes.

25 MS. SUMMER ANGUS: Director Cervantes?

1 DIRECTOR SANDRA CERVANTES: Yes.

2 MS. SUMMER ANGUS: Director Ruiz?

3 DIRECTOR ROBERT RUIZ: Yes.

4 MS. SUMMER ANGUS: And Director Pham?

5 DIRECTOR NEWTON PHAM: Yes.

6 CHAIR NICK BERARDINO: Motion passes.

7 Thank you very much. Thank you, Counsel, and  
8 staff for all your hard work in developing this.  
9 Particular thanks goes to Josh. I know you spent  
10 a lot of time, answered a lot of questions, and  
11 thought this thing through, much appreciation for  
12 working with us to ensure that we stay within the  
13 four corners of the law, but at the same time  
14 allow for veterans here in Orange County to have  
15 their place. Thank you very much.

16 Next item is OC Market Place update,  
17 Madam CEO. I'd like to invite the management from  
18 Spectra to a presentation. Please come to the  
19 podium.

20 MR. NICK NICORA: The Three Stooges.

21 I would like to make sure it's on the  
22 record, though, that beer is an agricultural  
23 product.

24 We're here today to actually give you an  
25 update. It's been almost a year that Jeff and I

1 became glued at the hip, and you guys accepted an  
2 opportunity to let us try to enhance the  
3 experience at the OC Market Place. We do all note  
4 that it's been a tough year with the rain, and  
5 it's -- you know, but it is what it is. You can't  
6 take Mother Nature and treat it that way, and who  
7 would have figured -- the good news is that we got  
8 a lot of water now, which is great, but it did  
9 something for us a little bit, I think, that was  
10 more important. Number one, we got to look at our  
11 capital expenditures and start looking at what we  
12 were going actually to do. One of the things that  
13 we did find that the infrastructure was in  
14 disarray. There were a lot of, as you can say,  
15 maintenance projects that deferred maintenance had  
16 really needed to get done. You don't see a lot of  
17 that, but it actually has enhanced quite a bit.  
18 We did some bathroom improvements, we did some  
19 things of that nature. Also workplace environment  
20 stuff, our work stuff having to move the office  
21 over from the teller office to over here was  
22 significant. But it also brings us closer to the  
23 vendors, our work staff and things of that nature.  
24 I think it was very important that we do that  
25 first.

1           Jeff and I obviously, we are kind of like  
2 Nick, what do we want to do today? Let's do it.  
3 Unfortunately, we do have partners, and we have  
4 vendor partners, we have Comcast as a partner, and  
5 we have the OC Event Center as a partner, and this  
6 board. Quite frankly, it's our responsibility to  
7 make sure that not only that we make decisions  
8 based on what we think, and you talk about age,  
9 you know, if I start thinking about what I think,  
10 well, that's pretty much what the Millenials are  
11 thinking right now, so we have to sit there and  
12 say, wait a minute, hang on, let's step back a  
13 second. Yeah, if we have this big band, does it  
14 really target the person we're targeting?

15           So we decided at that point that we  
16 would, number one, the very first, was to take the  
17 vendors, do a survey with the vendors, which we  
18 did do, and we want to continue in doing that  
19 again. This was our first shot at asking the  
20 vendors to get together and say, What can we do to  
21 help you, and what can you do to help us? Which  
22 worked out very well. He have that study.

23           Then we went out and we hired a company  
24 Procure America and said, wait a minute, how can  
25 we go out and get some more vendors? What can we

1 do to entice vendors to get here, and we've been  
2 working on that and came up with that study. At  
3 the same time we used your company, the company  
4 that you use, the Event Corp Services, to take a  
5 survey of our consumer. Who are they? So we have  
6 that.

7 Now, all of that takes time. Which is  
8 hard for Jeff and I, but data is very, very  
9 important nowadays. What that then cumulated into  
10 is that we can go ahead and build a Website, and  
11 we can tell the vendors what we think, and we can  
12 go ahead and you can tell us what you think, and  
13 everybody can sit here and come up with good  
14 ideas, good thoughts, bad thoughts, whatever it  
15 is, but bottom line is data is what we need. That  
16 data has now been compiled, and we came together  
17 with our marketing plan, and we'll pass that  
18 around. Our marketing plan that we think will  
19 address our target market.

20 That being said, you can have all the  
21 target markets you want, you can have all the  
22 Websites you want, and we decided that maybe  
23 instead of trying to spend a lot of money on  
24 hoopla, maybe we should start on the base level in  
25 getting a true really strong marketing person, a



1 person that can work collectively with the OC  
2 Event Center marketing department.

3           And that's where, Nick, when you're  
4 talking about the stuff about future and all the  
5 different things we do, today, this moment, the  
6 one thing we're doing collectively with the Market  
7 Place, with the vendors, with the event center,  
8 with Spectra is a collaborative relationship. No  
9 matter which way you look at it, it's been  
10 48 years of an entity and an entity. One thing  
11 that we Spectra and I, personally over my  
12 30-some-odd years, the age does start coming into  
13 play, but actually, it's kind of fun I don't mind  
14 getting old, but the reality of it is in those  
15 terms of having that ability to talk to each  
16 other, to be able to communicate together. Every  
17 single fairgrounds that I've operated in, there  
18 has been a collaborative effort to bring staff,  
19 not the board, staff and the vendors, which I  
20 consider us, we're collective and our ideas to  
21 staff, and then if we agree at that point, nine  
22 times out of ten the board already knows about it,  
23 you guys are going bless it, you're loving it.  
24 This is a long term situation. When we talk about  
25 closures, when we talk about somebody calling me

1 up and saying, Hey, by the way, this is happening,  
2 and I know I had this conversation with the  
3 vendors, it's very tough, it's a lot of money, and  
4 I have to tell everybody, you have to understand,  
5 there's goods and -- I told Jeff, I mean, there's  
6 goods and bads about being on a fairgrounds. Good  
7 news is you're part of the community, the bad is  
8 it's not all about money and it is about  
9 community. And you got to take the give and take,  
10 and you got to go the long stretch.

11 We had a conversation when we were  
12 sitting in the tent, it's hard today, but today  
13 brings opportunity, and so what has happened?  
14 Just because -- we've already talked about things  
15 we are going to do. I talked to Ken and Kathy and  
16 Michele, we all communicated and talked about  
17 ideas and stuff. All of sudden -- right off the  
18 bat, before we even think, we're talking about the  
19 St. Patty's day celebration and how  
20 cross-promoted, as you were talking about. Boom,  
21 immediately we're at 300,000. A thousand people  
22 came, rough and dirty, to take our survey of all  
23 the different things, that actually saw that and  
24 came because of that awareness.

25 Cross-promoting with promoters in the

1 future now with new promoters, old promoters, I  
2 mean when we start talking about the couple events  
3 that were coming in April, why would we not have  
4 the open door, why would we not work with those  
5 promoters, why would we not use it as an access  
6 point for vendors to have more opportunity, then  
7 you're going to get a different person all the  
8 time. A person coming to a music event is going  
9 to be different than a pet show, which is great  
10 for vendors, I think.

11 So nighttime events we talked about it,  
12 it's hard, you know, you know who's there at 5:00  
13 in the morning? Me. Do you stay until midnight?  
14 Maybe. Maybe there's a way to sit there and say,  
15 well, let's do a special Friday night event where  
16 the vendors can stay until the next morning or  
17 something to that nature. There's a lot of  
18 different ways that we can do that, but the number  
19 one, the number one thing that I think that as all  
20 vendors, and we, and I think everybody agrees with  
21 the ticket-back program for the fair. Having  
22 those tickets, a million tickets on the back say,  
23 OC Market Place, come over for free.

24 That, again, was a direct relationship to  
25 communication. If there's anything I can leave

1 with, oh, I got to let Jeff talk a little bit,  
2 Nick and I -- Nick, how you doing? But the  
3 relationship for us to build this market place is  
4 going to be a relationship that is -- it's never  
5 going to be without somebody making a mistake.  
6 We're going to make mistakes, never has there ever  
7 been an opportunity that we have right now in this  
8 great market, with a great vendors, with a great  
9 board, with a great staff than right now. If we  
10 can't do it, it can't be done.

11 I want to thank the board, I want to  
12 thank -- I think we have a great direction. I'm  
13 excited about our new marketing person, excited  
14 about the relationship that we will co-exist with  
15 the marketing event team over here with the staff,  
16 and we go from here.

17 MR. JEFF TELLER: Good morning. Thank  
18 you all. I certainly want to echo the sentiments  
19 that Nick has expressed. I want to say how  
20 grateful I am for finally having what I have feel  
21 is an opportunity to really work together with  
22 board and staff to leverage this wonderful asset  
23 that I called home for 48 years. In the past we  
24 have been through a series of challenges that were  
25 not necessarily created by anyone sitting around

1 this or at this podium, but we can leave that in  
2 the rearview mirror and I certainly applaud the  
3 willingness of Kathy and your team to explore how  
4 we can leverage certain assets that we have  
5 utilized in the past. The ticket-back was a  
6 wonderful indication of such programming that  
7 really yielded some tremendous harvest of fruit.

8 Our redemption numbers after fair when we  
9 did this program several years ago were well over  
10 a 10,000 people a weekend that utilized that, that  
11 either saw the coupon as an added value  
12 proposition or it tugged at their sleeve to remind  
13 them that there were other programs that went on  
14 this property on any given weekend. I really am  
15 grateful for that.

16 I know it's been tough. I do empathize  
17 with the vendor community that this had to endure,  
18 an incredibly difficult business cycle and  
19 condition. To have lost 20 event dates since  
20 October of this past year, 2016, is very  
21 difficult. I know, I lost my first house that I  
22 owned as a result of the rain storms that came in  
23 1994, and we haven't seen a weather pattern that  
24 was similar to this since, but we are experiencing  
25 that a year later after they predicted this El

1 Nino.

2 It is very difficult to lose the weekend  
3 coming up, I understand that. I also applaud you  
4 for recognizing on the same token that at the end  
5 of the day the safety and security of this  
6 facility and your -- the reason why you were  
7 appointed, you guys are fiduciaries, and you have  
8 a responsibility to engender and create a safe  
9 environment for all parties, so it is a difficult  
10 decision. I don't want to not address that into  
11 the vendor community, you addressed that too. I  
12 know it hurts. It stings in the wallet, but at  
13 the very end of the day, I know it was not an easy  
14 decision for you guys. I want to thank you for  
15 your leadership with that as well.

16 CHAIR NICK BERARDINO: Thank you very  
17 much. I want to say, first, I think this whole --  
18 you bring up an outstanding points, getting back  
19 again to what Director Aitken was talking about,  
20 the synergies and cross-promotions. That's how  
21 we're going to lift, that's how we're going to  
22 win. And we got to be organized to do that. Like  
23 you're organizing your staff in a way to achieve  
24 it. We too have to be organized in a way to  
25 achieve it, and it's a matter of all of -- I mean,

1 like, you're going to do your business, because  
2 you're going to put in your mind the right people  
3 in the right places with the right skill sets, and  
4 that's critical to your mission; it's critical to  
5 our mission.

6           So I can tell you from listening and  
7 hearing this, and I always hear great comments  
8 that cross-promoting is going to help all of us,  
9 and there was a hesitancy to do some  
10 cross-promotions, and there were reasons for that  
11 hesitancy at that time. I think now, you know, we  
12 don't have, I think, the same kinds of philosophy.  
13 I think that's changed. Certainly with the  
14 board's philosophy regarding market place has  
15 really changed, as you well know, so there's great  
16 opportunity here because you're a great asset.

17           And there are things that I think we can  
18 do together. For instance, I was out talking to  
19 some of the vendors, and I was telling them, The  
20 brick and mortar places are closing, you're not  
21 going to like it, okay, but that is the way it is,  
22 people are online. So we got to make this a  
23 destination on the weekend. Gerardo was great  
24 when he said, We can make this a destination for a  
25 weekend that's something more than that. You

1 know, you come to The Market Place and bring your  
2 family, maybe you ride a couple of rides, you have  
3 some of the hops and other agricultural kinds of  
4 barley, other agricultural byproducts, you do  
5 whatever it is, but you have music, and maybe we  
6 can encourage younger people to come.

7           The malls are turning into -- I don't  
8 know if you saw in the Wall Street Journal article  
9 how the malls are re-inventing themselves where  
10 they become social spots. People come to  
11 socialize. Maybe the same thing. Maybe we have  
12 tours of Centennial Farms where there's a petting  
13 zoo, where somebody talked about bike paths or  
14 walking paths among these things. Some people  
15 feel comfortable, there's a path, Hey, you can  
16 come here, it's a holistic experience. You go to  
17 the Market Place on the weekend, and then there's  
18 a path.

19           That's why I was talking about before we  
20 get into the ten-year thing, we got to be thinking  
21 about planning and what we're going to do, and  
22 there's a path with signs on it, right. Here's to  
23 the petting zoo, here's to the Heroes Hall Museum,  
24 here's to The Market Place, and it's this whole  
25 weekend experience where families come. We can do



1 all that. It takes vision. It takes  
2 organization, and it takes everybody.

3 Stop doing -- stop looking at things this  
4 is the way we've always done it and this is great.  
5 It's like, yeah, it's great and how we've done it  
6 has been good, but we can do it greater, do it  
7 better.

8 MR. NICK NICORA: On that note, I'm going  
9 to add one more thing to your philosophy, because  
10 it's something I've learned over the years, and  
11 it's important to me, I think it should be  
12 important to the vendors, should be important to  
13 staff; everybody on the fairgrounds has their own  
14 little pocket. Person who runs Centennial Farms,  
15 it's all about Centennial Farms; Heroes Hall, it's  
16 all about Heroes Hall, it's all about Market  
17 Place, vendors, it's all about that; amphitheater,  
18 it's all about those shows, and to open up your  
19 gate and to allow somebody in to your soul, to  
20 your heart to let you operate, you have trust, and  
21 that trust becomes very important.

22 And I think that if there's one thing  
23 that I'm going to try to do, talking about The  
24 Market Place now, not the fairgrounds, but as far  
25 as the vendors are concerned, as far as Spectra is

1 concerned, as far as staff is concerned, we need  
2 to create that trust, that ability to understand  
3 that we're going to help each other and truly,  
4 even though you make a mistake, I've been married  
5 for 35 years, together 44 years with my wife, my  
6 partner and I have been together 38 years, you  
7 can't do long term relationships like that without  
8 give and take, without somebody making a mistake  
9 and being able to accept that and to move forward,  
10 and this is much of a -- to me it's as much a talk  
11 about The Market Place with the board and staff as  
12 it is to the vendors, that this is a long term  
13 venture. One weekend doesn't make 20 years. We  
14 have a long way to go and together we're going  
15 to --

16 CHAIR NICK BERARDINO: I can tell you  
17 this in relation to that, one bad mistake and one  
18 bad decision on a weekend can end everything.

19 MR. NICK NICORA: If somebody goes crazy,  
20 I completely agree.

21 CHAIR NICK BERARDINO: If you're in  
22 business, you have to think like a business person  
23 not, you know, a contrarian. You know, don't  
24 think like a contrarian, oh, this is a good chance  
25 for us to come up and complain. Think like a

1 business person, and I can tell you if you make a  
2 mistake on public safety and you choose on your  
3 own to ignore the advice of law enforcement who  
4 have all the intelligence, you're not going to --  
5 you make that mistake, your 48 years you might as  
6 well flush, because you ain't never getting  
7 anybody to come out here anymore.

8 MR. NICK NICORA: The reality of it is --

9 CHAIR NICK BERARDINO: Start thinking.  
10 Less complaining, more thinking is the way to --  
11 for everybody to achieve that.

12 Go ahead, Director Aitken.

13 DIRECTOR ASHLEIGH AITKEN: I have a  
14 closing comment, I wanted to say I agree with the  
15 crux of what you guys are presenting. If today  
16 shows anything in the time I've been here that  
17 cause me a little bit of pause when it comes to, I  
18 think, innovative and new ideas are great, but  
19 what I don't like to hear is we're going to  
20 bargain something with staff, and we're going to  
21 tell the board later.

22 MR. NICK NICORA: You know I don't mean  
23 that.

24 DIRECTOR ASHLEIGH AITKEN: If it's going  
25 to be a big change, it's going to be a big idea, I

1 don't need the details whether you want Coke or  
2 Pepsi, but if it's going to be something  
3 structural, it's going to be a big change, I would  
4 like to have 50,000 foot view of it, and then you  
5 turn it over to staff.

6 MR. NICK NICORA: I agree with that.

7 DIRECTOR ASHLEIGH AITKEN: Thank you.

8 MR. NICK NICORA: The difference is  
9 what's important is to make sure the one step that  
10 we never had at the Market Place was it went from  
11 vendors, Market Place, to board, and staff wasn't  
12 in the mix. I think that staff needs to be in the  
13 mix so that we're all on the same page so when we  
14 bring it to the board it's cohesive.

15 DIRECTOR ASHLEIGH AITKEN: Absolutely. I  
16 just want to make sure that the tenant liaison  
17 committee is not out-stepped with staff and when  
18 it comes to new ideas.

19 MR. NICK NICORA: I would remiss, because  
20 I think of that as absolutely. To me, that's the  
21 blue sky. I completely agree with you.

22 CHAIR NICK BERARDINO: Thank you,  
23 Director Aitken.

24 I think as Director Aitken pointed out  
25 after discussions today various issues we got to

1 improve obviously, we got to improve on a lot of  
2 things here. It's good, because that doesn't mean  
3 when you say, We got to improve on a lot of things  
4 people go, Oh, you're kidding? If you're not  
5 improving all the time -- if you're not improving  
6 all the time, you're going to get behind the 8  
7 ball pretty doggone quick. The world moves fast,  
8 and we allow our minds to move.

9 Director Tkaczyk.

10 DIRECTOR STANLEY TKACZYK: Thank you,  
11 Ashleigh, for sharing that, because, Nick, I was  
12 going to say the same thing, don't leave us out of  
13 the loop. The tenant liaison --

14 MR. NICK NICORA: Absolutely.

15 DIRECTOR STANLEY TKACZYK: We all need to  
16 be communicating with one another. One thing I  
17 think the vendors, I hope, will understand or hear  
18 what I have to say, and you will hear what I have  
19 to say, and the board I'm sure will agree with me,  
20 years past it wasn't always a friendly  
21 relationship. Today we're all rooting together.  
22 We're all the same team wanting success. That's a  
23 big difference of where we were many years ago  
24 when I came on this board.

25 So what happened this weekend is very --

1 the weekend coming up is very unfortunate. But  
2 from the short time I've seen from the discussion  
3 we had today, there have been a lot of things  
4 talked about that probably never have been  
5 discussed had this negative thing, if it didn't  
6 happen, you guys wouldn't be talking the way you  
7 already talked.

8 It's one of those life lessons where  
9 sometimes it looks like a very bad situation, but  
10 let's turn it into something really great. I  
11 think this is starting that. Thanks.

12 CHAIR NICK BERARDINO: I agree. Let's  
13 keep positive people on both sides of the team,  
14 keep our thoughts positive, set good positive  
15 interactions, and those who choose not to be,  
16 we're going to keep going. We're going to  
17 succeed.

18 MR. NICK NICORA: They're not going to  
19 choose that. We're going to be a team; it's going  
20 to be great.

21 CHAIR NICK BERARDINO: Thank you very  
22 much. We will now move on to the next item --  
23 prior to that, would you like a biological  
24 stretch?

25 THE REPORTER: Yes, please.

1 CHAIR NICK BERARDINO: We will take an  
2 exact seven-minute break.

3 (Recess taken from 11:48 until 11:58.)

4 CHAIR NICK BERARDINO: We will now move  
5 to item 9D. We have a public speaker on 9D. I  
6 think that's you, Ms. Stout. Ms. Stout, you're  
7 up.

8 You have seven minutes.

9 MS. GIBRAN STOUT: That's fine. I hadn't  
10 intended on speaking, because I saw the equestrian  
11 center on the agenda, and I needed to speak, but  
12 when I saw Imaginology on the agenda, I thought,  
13 Oh, I need to speak up again, because we love  
14 Imaginology. As a parent, I love Imaginology.  
15 It's a fabulous event. We've been going to it for  
16 years, and since the inception of our equestrian  
17 vaulting club we have donated our time and  
18 resources to perform an exhibition and  
19 demonstrations, and we usually have the biggest  
20 booth in the front corner. If you walk in, you've  
21 seen us in the left corner.

22 Our entire club and families donate their  
23 time and energy for three full and very long days,  
24 and they come out to help the community to do  
25 equestrian vaulting, which is a great introduction

1 to all forms of riding. It's the basis of  
2 therapeutic riding, and its roots are in ancient  
3 times for warfare training, and it has a long and  
4 varied history. And I think I should put out that  
5 this year's Imaginology, it happens to fall on a  
6 day of a very large competition. And our club, I  
7 should say many of the kids in our club, we are a  
8 national equestrian vaulting champion for  
9 individuals, pairs, and teams, and this year, as I  
10 mentioned, the Imaginology weekend falls on the  
11 same weekend as this big competition, and we have  
12 chosen to give back to our community and to be at  
13 Imaginology instead of going to this event.

14 That's how big our dedication is to giving back.

15 I thought you should know that. Also, I  
16 want to point out that our sport is the most  
17 economical equestrian sport, because the ratio to  
18 riders to vaulters to horses in our sport, we can  
19 do eight kids to one horse per hour, as opposed to  
20 one to one with traditional riding, the fact that  
21 our staff is volunteers. All of these things help  
22 keep our costs low and gives us more opportunity  
23 to reach out, to teach many more and reach many  
24 more about horses, and agriculture, introducing an  
25 equestrian sport help people overcome their fears,



1 and a lot of different things.

2 I love what Reggie suggests to have a  
3 tier pricing. Oh my gosh, it would be a God-send  
4 if there was some sort of tiered pricing program  
5 for nonprofits or for groups that were giving back  
6 to the community, because I'll tell you what, with  
7 this recent rate increase, I don't know what we're  
8 going to do. We love being here, love being on  
9 the fairgrounds, we consider it a blessing to be  
10 centrally located. I mean, when we do  
11 Imaginology, we just walk our horse over every  
12 day. It's fabulous. We love it. We love it.

13 CHAIR NICK BERARDINO: Keep it away from  
14 me.

15 MS. GIBRAN STOUT: Our horses are very  
16 quiet. If we have kids doing gymnastics, they're  
17 very quiet. Thank you very much.

18 DIRECTOR ASHLEIGH AITKEN: My husband  
19 shares Director Berardino's affinity for horses,  
20 because he doesn't trust anything that eats while  
21 he sleeps.

22 CHAIR NICK BERARDINO: That's pretty  
23 good.

24 Let's do a quick presentation on  
25 Imaginology a great, great, great, great event.

1 MS. MICHELE RICHARDS: Thank you for  
2 being part of that. I'm very happy to very  
3 quickly introduce everyone to our 4th annual  
4 Imaginology event at the OC Fair and Event Center.  
5 This is the former Youth Expo Event. Four years  
6 ago staff embarked on a new project to rebrand  
7 Youth Expo, which had been held at the OC Fair and  
8 Event Center since 1979, and as a result  
9 Imaginology was launched in 2014.

10 To give you a little comparison,  
11 attendance at the last Youth Expo event in 2013  
12 was 16,712. Last year's Imaginology event  
13 attracted 38,885, so quite a lot of growth in the  
14 first three years of Imaginology.

15 In 2014 we counted 30 busloads of  
16 students who came on Friday's field trip day, 106  
17 came last year. Competitive entries compared to  
18 2016, that says up to 14 percent, but as of this  
19 morning, we're up 17 percent for school projects  
20 and student competitive entries. The deadline is  
21 tomorrow.

22 Everyone will remember that Imaginology  
23 it brings the STEAM-related exhibits and hands-on  
24 activities. STEAM standing for science,  
25 technology, engineering, arts, and math. Orange

1 County students will be showcasing their talents  
2 in the individual and group projects. There's  
3 lots of great community entertainment, amusements,  
4 and food, and lots of great agriculture and animal  
5 exhibits.

6 Let me tell you a little bit about what's  
7 new, the farm is actually beginning to team with  
8 new life. The piglets that you see in the upper  
9 right-hand corner are now teenagers, actually.  
10 They were born on February 19th. And the pair of  
11 the little lambs in the lower left-hand corner  
12 were born on March 1st, and we've got lots of new  
13 births that are coming up over the next couple of  
14 weeks.

15 We're putting up lots of educational  
16 signage for our guests in Centennial, and this  
17 goat proofing Nick's work, as you can see. Go  
18 back. There we go. These little calves are  
19 getting awfully excited about our guests coming to  
20 Imaginology to visit Centennial Farm. We are  
21 ready.

22 They're enjoying a lot of beautiful  
23 weather, and we hope for the same for Imaginology.

24 New this year is a great new partnership  
25 with Mind Institute who held their math fair here

1 a few months ago at the OC Fair and Event Center,  
2 and thanks to Director Cervantes for making that  
3 introduction to us. It's been a great  
4 partnership. They're bringing loads of  
5 math-related games and activities to Imaginology  
6 designed to inspire, entertain, and educate.

7 We've got some new programming in the  
8 field of agriculture. Adventure Land is joining  
9 us. It's an interactive and educational  
10 agricultural exhibit, featuring agricultural-theme  
11 hands-on activities, a peddle tractor area and  
12 crafts. Some of the activities you can see here  
13 in the photos.

14 Thanks to our great sales team at Tandem,  
15 I gave them a challenge to identify four new  
16 Imaginology sponsors this year, and they brought  
17 in six with two more pending. To introduce these  
18 folks will be on site with us with interactive  
19 educational exhibits as well, John's Incredible  
20 Pizza, which is in Westminster and Buena Park with  
21 great food and over 100 games, rides, and more for  
22 families.

23 Great Destinations will be here featuring  
24 great family vacations, scholar share with college  
25 planning tools for students and their parents.

1 Raising Canes was a new sponsor for the fair last  
2 year. They sponsored the Explorium, and they're  
3 back again to sponsor Imaginology along with Ikea,  
4 and then debuting at the Imaginology will be  
5 Chrysler. They have a new family hybrid minivan  
6 that they'll be showcasing at Imaginology.

7 Our own marketing staff at the OC Fair  
8 will have a photo booth to promote the 2017 fair  
9 where kids can enjoy a little farm fresh fun. And  
10 we have a very special cookies and milk happy hour  
11 planned for Friday from noon to 1:00.

12 We are also again this year offering two  
13 bus scholarships to deserving schools, as we've  
14 done in the past. Valdes Middle School in  
15 Placentia, their eighth grade class will be  
16 joining us. 94 percent of the students from that  
17 school come from low income families and wouldn't  
18 otherwise be able to attend. And then Zeyen  
19 Elementary School in Garden Grove will be bringing  
20 third through sixth graders. This is a Title 1  
21 school, and we're especially happy about this.  
22 This school started raising funds at the beginning  
23 of the school year to be able to come to  
24 Imaginology, and they were thrilled to learn they  
25 could stop baking, and we would be providing the

1 bus for them.

2 DIRECTOR ASHLEIGH AITKEN: How many  
3 applications did we get for that bus scholarship?

4 MS. MICHELE RICHARDS: I don't know  
5 offhand. We used our resources through the  
6 Centennial Farm Foundation tour to identify those  
7 schools. I can check on that for you.

8 Our marketing outreach, we're going once  
9 again with an all-digital media plan to reach that  
10 family target market. We're using the OC Fair  
11 property billboard. Some of you may have seen  
12 that on your way in this morning. Once again,  
13 Arts Orange County has named Imaginology as part  
14 of their 2017 imagination celebration throughout  
15 the county.

16 We started very early in the fall with  
17 school outreach to catch them early, and staff has  
18 also been promoting Imaginology at Newport Mesa  
19 School District career night, at the Festival of  
20 Children at South Coast Plaza, and two great  
21 family events here at the OC Fair.

22 Over 100,000 Imaginology flyers have been  
23 distributed throughout 18 public school districts  
24 in Orange County, 106 private schools, and 95  
25 community groups in Orange County, and this is

1       tremendous.  Until just very recently it's very,  
2       very difficult for us to distribute materials  
3       about Youth Expo and Imaginology.  The school  
4       districts, they are protective of the information  
5       that gets in the hands of the kids, and they have  
6       now recognized Imaginology as the great  
7       educational event that it is, and a hundred  
8       thousand of those flyers got into the hands of  
9       students throughout Orange County.  Hope to see  
10      everybody there.  I'm happy to answer any more  
11      questions.

12                 CHAIR NICK BERARDINO:  Any questions from  
13      the board?

14                 If not, great program.  Everybody ought  
15      to come out to that one.  That's going be  
16      terrific.  Thank you very much.

17                 Next OC Fair and Event Center security  
18      update.

19                 MS. KATHY KRAMER:  We have a presentation  
20      by Nick Buffa, our director of security and  
21      transportation of all the great security and  
22      initiatives that are well underway and we're going  
23      to see many of them or most of them at fair time.

24                 CHAIR NICK BERARDINO:  Take it away,  
25      Nick.

1 MR. NICK BUFFA: Thank you very much.  
2 It's just after noon, everybody. The adult  
3 attention span has been researched to show about 7  
4 to 10 minutes, so I'll try keep shorter than that.  
5 I know this has been running long. Just want to  
6 go over some of the initiatives that we presented  
7 to you guys at the September 22nd board meeting.  
8 See if I can get there from here. We talked about  
9 staff uniforms, entrance gate barrier protocols,  
10 magnetometers and staffing at entrance gates,  
11 strategic increase of supervision and staffing in  
12 vulnerable areas, formal security education and  
13 training for department staff, cash handling  
14 procedures, OCTA and shuttle bus evaluation  
15 programs, and our OC Sheriff strategic increase  
16 program.

17 Just touch up on a few of these, some of  
18 these things might seem very minor to you, but  
19 they are very important in the security world.  
20 Years ago we went away from a traditional security  
21 uniform, and we went to more of a friendly  
22 all-approach uniform. Unfortunately, in the  
23 security world people wear uniforms for a reason.  
24 There's a definitive purpose for that person being  
25 there and the uniform identifies that.



1           We are working with our 24/7 property  
2 security team right now, which is about 28 staff  
3 members to get them all in very similar, very  
4 regulated uniforms. Trying to stay away from the  
5 militant look as best we can, but we're also still  
6 trying to establish a security presence.  
7 Hopefully by the next board meeting, we'll have a  
8 gentleman come in here, a nice lady to model some  
9 of the uniforms to show you where we're headed.  
10 As well, we're working on our fair time staff  
11 uniforms upgrading what they're wearing. Collared  
12 shirts, making sure their shirts are tucked in,  
13 more uniform stringent guidelines of our fair.

14           The way I look at these things as a guest  
15 is we should work from the outside in. If I'm  
16 cranky, I've been on the freeway for 20 minutes,  
17 first person I'm going to see is a parking seller.  
18 That person should present as such, should  
19 represent our organization, then you're going to  
20 hit parking, then admissions, then security. From  
21 a guest experience, how can we present  
22 aesthetically a professional organization right  
23 from the get-go. That's one of the main goals we  
24 have.

25           Some of our supervisors in the security

1 department, actually of them, at the music venues  
2 are going to be wearing pants as well, something  
3 that I would do religiously. I don't feel  
4 appropriate managing that amount of people wearing  
5 shorts out there in that environment. Simple  
6 change that we think will have a big effect.

7 Second subject, entrance gate barrier  
8 protocols. Today's day and age, guns are getting  
9 hard to come by, with all those security measures  
10 out there, weapons are becoming a lesser important  
11 tool for someone looking to do bad. Vehicles are  
12 becoming are more important tool for someone  
13 looking to do bad. We all watch the news. We've  
14 seen what's gone on lately. We're working on a  
15 K Rail order right now, close to 200 pieces of  
16 ten-foot K Rail that we are going to strategically  
17 place around the entrance gates at our fair to  
18 create standoff zones for vehicles and protect  
19 viewing areas for people waiting at the gates.

20 See some of these right here. We're  
21 going to double the size of the tents, we're going  
22 to expand the number of queue lines and  
23 magnetometers and screening machines that will be  
24 out there. That's the entrance at blue gate. All  
25 those white little dots there, the K Rails that

1 we're going to use to protect all of our  
2 pedestrians and our gates from vehicles.

3           There's a separate green gate, little  
4 hard to see, top left corner you'll see a corral  
5 up there, all K Rails out there as well. Yellow  
6 gate system, we're doing a big system change over  
7 there, K Railing the entire area off. No vehicles  
8 will be allowed in there for the duration of the  
9 fair. Again, more protection for guests waiting  
10 to get in from vehicles, which don't take a  
11 background check to acquire. Everyone has one and  
12 can still do very harmful things with.

13           As far as magnetometers and staff at  
14 entrance gates hopefully improve throughput. As  
15 you saw last year, it slowed things down quite a  
16 bit. Customer satisfaction was at a little bit of  
17 a low with all those people waiting out there in  
18 line, although the comments, they were  
19 appreciative they knew why we were doing it, even  
20 though they had to wait. Good to see that.

21           We're also working on 50 additional staff  
22 getting trained right now to manage those  
23 additional magnetometers and the additional  
24 operations at the gate.

25           We're going to have multiple training

1 sessions this year, as you know, on-boarding  
2 seasonal staff and getting them trained up is a  
3 challenge in itself, but we're going to work on  
4 having several sessions this year to make sure we  
5 have it down packed before we get to opening day,  
6 and we don't have the same crush we had last year.

7 As far as strategic increase of staffing  
8 supervision in vulnerable areas, we've identified  
9 a few already. Out of concern of our security we  
10 don't want to identify too much information, but  
11 our alcohol compliance team are going to establish  
12 a fixed post this year, at Hussong's and Baja  
13 Blues, two very popular activity areas. We don't  
14 feel that any of our guests or our staffing  
15 working there should have to wait for a response  
16 from our security team to be helped. So we're  
17 going to have someone there fixed-post throughout  
18 all operating hours in two of those areas, mainly  
19 because they're the two biggest alcohol sales  
20 points on the property. We're going to make sure  
21 we have eyes and ears near there at all times.

22 The increase in the parking lot patrols.  
23 It's a very vulnerable area. People before they  
24 get in our gates, before they go through the  
25 screening process, a lot of activity is taking

1 place out there. Davis lot, which is a school  
2 across the street, we're setting up a management  
3 program over there. We're going to do a better  
4 job of controlling access and providing security  
5 for vendors that store equipment over there for a  
6 lot of our contractors and partners that use the  
7 Davis lot.

8           This is one of my favorite things we're  
9 doing right now, formal security education and  
10 training for staff. Real quick, if you are a  
11 private security operator in the State of  
12 California, you have to have a California BSI, a  
13 Bureau of Security and Investigative Services  
14 issued guard card. Everyone in the state has to  
15 have it except government entities. We don't have  
16 to have this. Kevin and I got together and met  
17 with Kathy and thought just because we don't have  
18 to have it, why not do it? So we're putting all  
19 of our 28, 24/7 property guards through this  
20 program. They've already completed 16 hours of  
21 training in the last few weeks. Most of them have  
22 finished module A and module B, and they have  
23 module C coming up soon. And they're all going to  
24 be registered guard card holders working for our  
25 property. Continuing education talks about the

1 risk assessment, what they can and can't do, rules  
2 and regulations, the difference between saying  
3 you're going to search someone, which you can't do  
4 without a warrant or being detained as opposed to  
5 saying you're going to inspect someone's bags.

6 Verbiage, all sorts of things, behavioral  
7 tactics, all good subjects that all of our  
8 security guards can learn from a benefit from  
9 throughout the year. Hopefully we can take some  
10 of this education, transfer that to our seasonal  
11 staff as well.

12 Something I'm very proud of, there's one  
13 of our training sessions right there a few weeks  
14 ago in Baja Blues. This is a school that I just  
15 got back from, the Academy for Venue Safety and  
16 Security. I just finished my second year there,  
17 and I graduated. A fabulous school that Kathy  
18 introduced to us. It's offered by the IAVM  
19 Association. There were a lot of a prerequisites,  
20 homeland security courses, advanced system in the  
21 national incident management system that you have  
22 to complete before you attend.

23 When I got there I thought I was pretty  
24 good at my job, a little arrogant, I thought, What  
25 am I going to learn here?

1           When I got there, I thought holy moly. I  
2 know nothing. This is the big leagues of what I  
3 do. This is taught by the former director the  
4 Secret Service. A lot of guys who run the Dallas  
5 Cowboys security operation, Dover International  
6 Speedway. They are the big boys of what I do. I  
7 consider myself small-time compared to them, from  
8 legal aspects to everything in between, severe  
9 weather preparedness, planning, you name it. It's  
10 five-day school each year from 7:00 a.m. to  
11 7:00 p.m. It's not a conference, it's a mandatory  
12 curriculum. I just flew back yesterday, so I  
13 apologize if there's any spelling errors, because  
14 this was put together on an airplane. It is a  
15 wonderful program. Hopefully we're going to get  
16 some of our lead security personnel to attend as  
17 well in the future.

18           One other aspect we're working on as far  
19 as specialized training for security staff. We  
20 wanted to get a security oriented customer service  
21 program put together, specifically designed for  
22 our security staff. How can we get that good  
23 blend of customer service and security operations.  
24 Fortunately for us, one of our former fair  
25 employees, and also a former 30-year-plus Costa

1 Mesa Police Officer, Rich Allen, owns and operates  
2 a guard card training and certification company.  
3 We've been talking with Rich about putting  
4 together a specialized customer service program  
5 specifically for our security department. It's a  
6 fantastic advantage to us. He knows the ins and  
7 outs of the city, he knows the ins and outs of our  
8 property and what our people deal with  
9 specifically, so that's something we're putting  
10 together hopefully to implement before this year's  
11 fair.

12 Cash handling procedures, another topic  
13 we discussed earlier in the year. We're working  
14 with the RCS company on currency counts, these  
15 storage machines. They purchased these real fancy  
16 machines, quickly count cash, know who's  
17 accountable for it, and secure it in a car fridge.  
18 I don't want to talk too much about our cash  
19 handling and currency procedures, because all this  
20 stuff goes on public record. Out of interest of  
21 operational security again, we'll just cover the  
22 topics.

23 Transportation, what are we doing to move  
24 money around the property? We're going to look at  
25 some of those, which we've been doing already, to



1 see how we can with improve that. And eliminate  
2 or reduce staff member exposure. Adam will  
3 probably crucify me for saying this, but I don't  
4 care about the money. Money is insured. I don't  
5 want to get some kid who's working for us hurt.  
6 That's my job. That's what I worry about is  
7 someone getting hurt, not how much money we lose.  
8 Our concern mainly is to reduce the staff member  
9 exposure to any cash or currency-related issues as  
10 well -- when I first started here about eight  
11 years ago there was a lot of talk about making  
12 this a cashless midway, a cashless business. That  
13 progression has slowed somewhat in my opinion.  
14 It's not as quick to come to fruition as we  
15 thought it might. There's still a large amount of  
16 cash that's on this property, and we have to  
17 protect it as such.

18 As far as the Orange County  
19 Transportation Authority and shuttle bus  
20 evaluation, we have had a great relationship with  
21 OCTA running our bus program coming around Friday,  
22 Saturday, and Sunday, and we had a great shuttle  
23 bus provider come and join us last year.

24 We're looking in those areas to improve  
25 guest tent lighting for security purposes and

1 experience, increase barrier usage out there.  
2 Same thing with K Rails, make sure none of those  
3 buses run away or nobody vice versa goes into the  
4 bus path and make sure people have clear walking  
5 areas to where they're headed. It's a great  
6 relationship. Like I said, it's been working real  
7 fast, and they're agreeable with everything they  
8 like to do, and we're pretty easily agreeable with  
9 what they like to do. We're all working towards  
10 the same goal. We're eliminating all vehicle  
11 access in that area as well. We typically had a  
12 lot of our bus riders get off the bus and walk  
13 through a crowded parking lot of cars, which isn't  
14 the safest thing in the world, so we're  
15 rearranging some of the parking areas over there.

16 We also established a new bus route into  
17 the parking lot. Instead of so many left and  
18 right turns and tearing up our asphalt and  
19 creating other security issues, we've created a  
20 direct route for that bus, which we think will be  
21 much improved over previous years.

22 One of the big things with the OCTA  
23 program is you can see the yellow out there. The  
24 yellow line right in the middle that is going  
25 north and south is our tented areas that we're

1 going to create for a guest experience. The big  
2 thicker yellow line on the bottom is the new bus  
3 route. As you can see the white hash marks over  
4 there all the new K Rail systems that we're going  
5 to put in place. It's a totally redesigned area  
6 to improve efficiency and provide more security  
7 for our guests and partners and staff.

8 Sheriff's strategic increases, we're  
9 working with the sheriff's department right now on  
10 several things, on several of the aforementioned  
11 topics, our gate and barrier layout. I'm getting  
12 their buy-in on how they think that will improve,  
13 how that will work best. We're working with the  
14 sheriff's department on consistent presence at all  
15 major gates throughout the fair operating hours at  
16 all times. Law enforcement in uniform out there  
17 is a great deterrent, a great scarecrow.  
18 Hopefully that help us deter some of the issues we  
19 deal with.

20 Involvement in currency and transport  
21 security. We're going to have the Sheriff's  
22 department work with us, if not complete some of  
23 those tasks themselves. Not a lot of people are  
24 going to go after a uniformed law enforcement to  
25 get cash. We're also working with them on the

1 Pacific Amphitheater stage assistance, how they  
2 can help us at the end of shows, be a presence up  
3 there to protect the performer and our guests that  
4 are upfront.

5           If anybody has any questions, please let  
6 me know. One other thing I would like to add real  
7 quick, I know everybody wants to get out of here,  
8 but this school I was at was in Dallas, Texas.  
9 I'm sure many of you remember 22 November 1963  
10 what happened. It was an epic security failure.  
11 That was 50-some-odd years ago, and everybody is  
12 still talking about that ordeal at the plaza.  
13 It's a good awakening, good eye opening for  
14 someone in my business, as well when I was there I  
15 could visit the Curtis Caldwell Center, which  
16 almost exactly two years ago, coming up in early  
17 May, there was a cartoon convention. Two fellows  
18 showed up to do some very bad things, and they  
19 were dealt with by the security and law  
20 enforcement there, and we got to go talk to those  
21 people, those who were still there. The  
22 psychological and physiological effects that they  
23 have are unbelievable. It's real sobering to see  
24 how one incident like that can really hurt your  
25 reputation, your image and have an impact on your

1 staff.

2 Everything we do in security is based  
3 around the concept called P2R2. It's prepare,  
4 prevent, respond, recover. We always prepare, we  
5 do our best to prevent, we will respond, and I  
6 don't want to have to recover. If you saw the  
7 effects on these people that are in those rooms  
8 that we talked to, the ones who are still there.  
9 Some people had to get up and leave the room when  
10 the topic came up, but the human effect, the  
11 aftermath, business continuity, all those things  
12 we have to think about after a security-related or  
13 violence-related incident. Whatever we can do to  
14 prevent that, that's my world. I live that 24/7.

15 I want to thank all of you board of  
16 directors right, our executive staff. This is the  
17 most supportive board, most supportive executive  
18 staff I've ever had since I've been here in  
19 helping us accomplish that goal. I never want to  
20 have to recover from that. We'll do our best.

21 CHAIR NICK BERARDINO: Obviously you have  
22 taken -- you and Ken all of you have taken our  
23 concerns very seriously, you listened, and as a  
24 result of listening to our concerns, I think  
25 you've really exceeded what my personal

1 expectations were going to be for this year and  
2 much appreciated. Very well done, very well  
3 executed.

4 Questions from board?

5 Director Aitken.

6 DIRECTOR ASHLEIGH AITKEN: I obviously  
7 want to commend you on -- my interactions with  
8 your staff have always been so positive. I think  
9 you run a great operation.

10 One question I have and I don't know if  
11 it came up in your educational program you went  
12 through, but I know it's been a hot topic in the  
13 papers lately, do you guys address at any point  
14 sensitivity training? There's been a lot of  
15 reports of law enforcement, not true law  
16 enforcement, but people in private security,  
17 people in business areas, address asking people  
18 about proof of citizenship, asking people about  
19 immigration status, LGBTQ issues, do we have any  
20 sensitivity training for our staff about what is a  
21 proper and is not a proper question to ask people  
22 that are choosing to come to our family friendly  
23 and inclusive fairgrounds?

24 MR. NICK BUFFA: I hate to give an  
25 attorney this answer, but it depends. Probably an

1 answer you've given many times.

2 DIRECTOR ASHLEIGH AITKEN: I've never  
3 testified.

4 MR. NICK BUFFA: In regards to many of  
5 those aspects, yes. In regards to ADA rules and  
6 regulations and the disabled population, in  
7 regards to LGBT, yes, we do talk about those.  
8 Some of the topics that you mentioned that we  
9 haven't as far as immigration status. That's not  
10 something we touched on, but maybe something we  
11 can include in the future. Some of those things  
12 yes, others no. Do we have an all-around  
13 encompassing sensitivity program? No, not at this  
14 time.

15 DIRECTOR ASHLEIGH AITKEN: There was an  
16 article in the paper last week about somebody that  
17 was asking for proof of citizenship to eat at a  
18 restaurant. I want to make sure that that does  
19 not happen on this property. It came back later  
20 that the person said, Well, I was trying to ask a  
21 65-year-old woman whether she was legal to drink,  
22 which is clearly not what that person was doing.  
23 I want to make sure that -- whether it's our  
24 vendors, anyone that is doing alcohol compliance,  
25 your staff is always -- I don't think I've had any

1 complaints since I've been here, but there are  
2 certain things that are appropriate and not  
3 appropriate. I would love to see if you can share  
4 with me, that does not in any way affect the  
5 security, about what type of sensitivity training  
6 we're doing to make sure we're not making people  
7 afraid to bring their families to this property.

8 MR. NICK BUFFER: Our kind of unofficial  
9 motto in our department that we always talk about  
10 is that we have an obligation, we owe it to our  
11 guests, our staff, our contractors, anybody on  
12 this property to provide a safe and secure  
13 environment for either work or  
14 entertainment-related purposes, and even more  
15 unofficial, you'll hear a lot of our people say in  
16 the front, we don't care what your creed is, what  
17 your color is, you can be purple, gray, or from  
18 Mars, or pray to whatever God you want, if you  
19 come here and you behave and you spend money and  
20 you enjoy yourself, that is our goal. We've  
21 accomplished our mission.

22 DIRECTOR ASHLEIGH AITKEN: Thank you very  
23 much.

24 CHAIR NICK BERARDINO: Madam CEO, if you  
25 would maybe discuss more Director Aitken's



1 discussion with your team on how we can do a  
2 little more sensitivity -- maybe working into your  
3 program on the sensitivity stuff.

4 MS. KATHY KRAMER: Enhanced training for  
5 our seasonal employees will go above and beyond  
6 the technical, will deal with some of that  
7 sensitivity, one-on-one interaction, so we are  
8 building a more robust program than we've had for  
9 our fair time employees, not just the year round.

10 DIRECTOR ROBERT RUIZ: I have a question,  
11 Nick. We're talking about barriers and the K Rail  
12 and all that, and that's great. The presentation  
13 was great, by the way. I have a concern when I  
14 pull out of the fair each night, the people doing  
15 the traffic control here at Arlington, it's kind  
16 of dark, people pull out of here and they're  
17 drunk, there's nothing between them and the cars.  
18 I would like to see some K Rail barriers of people  
19 doing the traffic control and the cars in case of  
20 something -- a car veers off to the left and  
21 right, they're going to run right into the people  
22 doing the traffic control. If we can do something  
23 about that, that would be great.

24 MR. NICK BUFFA: Great input. I'm  
25 actually a step ahead of you, I just didn't have

1 time in to put it in the presentation. We're also  
2 working on vehicle protection at several other  
3 smaller gates. I just pointed out the three  
4 majors today, but we've got this one right here,  
5 the campground gate, we have gate five, which is  
6 right back where you're speaking about. We also  
7 have a carnival gate on the east end of the  
8 property, which is where it leads into the  
9 carnival area by the cafe. Similar protocol in  
10 all of those as well. We're going to put K Rails  
11 out there, as many as we can to protect everybody  
12 from vehicles.

13 DIRECTOR ROBERT RUIZ: Thank you.

14 CHAIR NICK BERARDINO: Director Tkaczyk.

15 DIRECTOR STANLEY TKACZYK: When the  
16 Bio-Swale, when that's done, will that help you on  
17 that particular pathway that's off the street?

18 MR. NICK BUFFA: There is a pathway.  
19 There will be a sidewalk, a pedestrian walkway on  
20 the south side of Arlington, which is kind of a  
21 mote that is out there with the alligators to keep  
22 people out of there.

23 DIRECTOR STANLEY TKACZYK: Yeah, yeah.  
24 People are walking on the alligator side.

25 MR. NICK BUFFA: Absolutely. I don't

1 know how that's going to directly affect us. I've  
2 seen several different artists' renderings of what  
3 might happen out there.

4 DIRECTOR STANLEY TKACZYK: I'm going to  
5 say, you might pursue that before it gets built so  
6 we can plan, and then we don't have to put the  
7 K Rail there and some other things because your  
8 planning will take care of that for the city,  
9 especially if everything you discussed is taking  
10 place. You know, I would just suggest be a part  
11 of the process and try to get it done, it will  
12 help them and us.

13 MS. KATHY KRAMER: We can bring back an  
14 update from their design and make sure -- I don't  
15 want to speak out of turn, but I do remember there  
16 being a designated pedestrian crossing. Let's get  
17 the plan and we'll share what it looks like.

18 DIRECTOR STANLEY TKACZYK: I don't  
19 remember how far it went, if it went the whole  
20 thing of the street back there or not.

21 One other comment, thank you for your  
22 presentation, and, Kathy, I know that at the end  
23 of last year we talked about a lot of things  
24 getting done in the security world. I'm going to  
25 say I sit here very impressed with the fact that

1 not only did talk turn into action, it was really  
2 great to hear the action. You guys really carried  
3 forward a lot today, and I'm glad to see that.

4 CHAIR NICK BERARDINO: Thank you,  
5 Director Tkaczyk.

6 Any other comments?

7 Thank you very much. Outstanding  
8 presentation. Very, very proud of you. As you  
9 know, board makes it a commitment. Public safety  
10 is our number one priority, so whatever else you  
11 need, be sure to come through the CEO to let us  
12 know, so we can be supportive of that.

13 Next item on the agenda, OC Fair Kids  
14 Club program, a great program designed by our CEO  
15 about reaching underserved kids in our community.  
16 Quick update.

17 MS. KATHY KRAMER: I'll give you a quick  
18 update. As you recall, last year in our budgeting  
19 process I asked the board, and it was approved,  
20 for \$10,000 to provide bussing. This program came  
21 out of a meeting that I had with Kid Works  
22 Organization, and it really broke my heart when I  
23 sat across with my enthusiasm sharing all the  
24 things the kids can do at the fair, he looked  
25 across the table and said, "Our kids can't afford

1 to come to the fair."

2 So note to self, that was only one  
3 organization, there's certainly a lot more that  
4 are in that situation. I'm excited to share, you  
5 have in your board packet the final draft of the  
6 share the OC Fair experience flyer that we will be  
7 pushing out to nonprofit organizations in Orange  
8 County. This will be a full day experience at the  
9 fair. We are providing round trip bus  
10 transportation, gate admission to the fair, and  
11 talk about, you know, the theme of this meeting  
12 was really about how we get partnerships, and get  
13 our vendors, concessionaires involved in this.  
14 I'm happy to report that a pool of \$30,000 is --  
15 that money is being contributed by our  
16 concessionaires. That money, we looked at the  
17 most equitable way to do it. It was a pro rata  
18 calculation based on their revenues of last year,  
19 that that would determine how much they were going  
20 to contribute. You know, as we built this  
21 program, it was one thing to get the kids here and  
22 get them inside the gate, well, if they couldn't  
23 afford to come here, they probably couldn't afford  
24 to experience some of the other things. We are  
25 excited about that.

1           Every kid when they get off the bus will  
2 be given a \$30 Visa gift card. They can go enjoy  
3 Slurpees, and caramels, and hotdogs and whatever  
4 they want to do. We're real excited. RCS is also  
5 going to be contributing some ride passes for the  
6 kids. So it truly is a full day experience. The  
7 other thing we -- this is kind of last minute  
8 we're going to add on, not all the groups will  
9 because of timing and logistics, but we're going  
10 to open it up to bring those groups in before the  
11 fair opens, have them spend some time in  
12 Centennial Farm, have them go through Heroes Hall,  
13 so they're getting to touch point with our  
14 educational assets on there.

15           We're pretty excited about this program.  
16 Our goal is to serve a thousand kids. When we  
17 were sharing this with -- Doug and Chair Berardino  
18 when we were sharing this with the folks at Boys  
19 Republic who would qualify for this program,  
20 they're in. I have no doubt we'll have -- I'd  
21 like to give a special shout out to Thane. Thane  
22 is our director. That was a newly formed position  
23 last year, director of guest experience. He's  
24 taken this vision and with the collaboration of  
25 our entire team, really brought it to life, and

1 he's been administering that. We're ready to hit  
2 the send, and you've already got a very robust  
3 list of non-profits, so I'm really excited. This  
4 is really going to grow into an annual event. I  
5 hope it does. I don't see any reason with the  
6 excitement we have.

7 We'll be doing this on Wednesdays and  
8 Thursdays every day of the fair. If we have an  
9 opportunity, I know I'm going to be out there  
10 greeting that first bus, so if any of the board  
11 would like to be involved in that, please let me  
12 know, and I'll help coordinate that. Again, thank  
13 you for approving that \$10,000, kind of a little  
14 on blind faith when I'm telling you we're going to  
15 put a program together. Well, it's here today,  
16 and we're all very excited about it, so thank you.

17 CHAIR NICK BERARDINO: Thank you very  
18 much.

19 Do we have any closed session items,  
20 Counsel?

21 MR. JOSH CAPLAN: No.

22 CHAIR NICK BERARDINO: Therefore, it is  
23 to board of directors matters of information  
24 comment, start with you, Director La Belle.

25 DIRECTOR DOUGLAS LA BELLE: Thank you,

1 Chair.

2           Congratulations to Sandra again for her  
3 reappointment. I'm very pleased to be continuing  
4 on the board for a little while longer anyway. I  
5 really enjoyed, not only the dialog and the  
6 policies and discussion we had, but just getting  
7 to know each of you personally, it's been a  
8 pleasure to be able to do this, and I really want  
9 to thank the board for all of their support.

10           I guess my only other comment, I think  
11 Kathy mentioned or Michelle mentioned earlier, the  
12 rental agreement for the Pacific Symphony is going  
13 to be coming back to the next meeting --

14           MS. KATHY KRAMER: April or May, at the  
15 latest May.

16           DIRECTOR DOUGLAS LA BELLE: I would like  
17 to suggest that that go through the tenant liaison  
18 committee so they have the opportunity to review  
19 those issues and make sure their input is given.  
20 With that, thanks again.

21           CHAIR NICK BERARDINO: Thank you,  
22 Director La Belle, and congratulations on your  
23 reappointment.

24           Director Tkaczyk.

25           DIRECTOR STANLEY TKACZYK: I just want to



1 say I'm glad you're going to be around for another  
2 four, Sandra. Thank everybody for a great  
3 meeting.

4 DIRECTOR ASHLEIGH AITKEN: I'll echo  
5 that, I'm glad you're here to help me out for the  
6 next couple years.

7 CHAIR NICK BERARDINO: Director  
8 Cervantes, congratulations for your  
9 re-appointment, well deserved and do you have any  
10 comments for the good of the order?

11 DIRECTOR SANDRA CERVANTES:  
12 Congratulations Director La Belle again. And I'm  
13 excited about 113 days to fair time, and I'm also  
14 excited about the meeting today. I want to thank  
15 you personally for addressing, I think, the needs  
16 that we all need to have a sense of belonging and  
17 working together and that if we take enough time  
18 to spend a little bit of time and listen to each  
19 other, we all have the same direction, and we all  
20 want the same thing at the end of the day. Thank  
21 you for opening up that conversation today.

22 And then also, most important, I want to  
23 be able to go ahead and also thank the entire team  
24 because the backing and the support that we have  
25 together and the focus on safety, there's nothing

1 we can do without the safety factor in place.

2 Thank you again.

3 CHAIR NICK BERARDINO: Thank you very  
4 much.

5 Director Pham.

6 MR. NEWTON PHAM: I would like to echo  
7 the congratulations of Doug and Sandra for the  
8 reappointment. That's it. Thank you.

9 CHAIR NICK BERARDINO: Director Ruiz.

10 DIRECTOR ROBERT RUIZ: Congratulations to  
11 Director La Belle and Director Cervantes.

12 CHAIR NICK BERARDINO: Two comments,  
13 first, with your permission, Madam CEO, I would  
14 like to see if you could facilitate a meeting  
15 between Ken Karns and Reggie Mundekis, I really  
16 would like to see a little more follow-up  
17 discussion on that path thing that you were  
18 talking about. Perhaps if you could facilitate  
19 that. I find that to be a very interesting  
20 concept in terms of our overall approach. I don't  
21 know if it will work.

22 MS. REGGIE MUNDEKIS: We'll discuss it.

23 CHAIR NICK BERARDINO: It may turn out to  
24 be a terrible idea, like most of mine, but it also  
25 may turn out to be a good idea, so if you could

1 facilitate that.

2 MS. KATHY KRAMER: Absolutely.

3 CHAIR NICK BERARDINO: Secondly, in my  
4 very interim and very temporary, for a good  
5 reason, I want to first -- as a member -- as a  
6 chairman, I would like to speak on behalf of the  
7 board, and that is, we succeed, and we've really  
8 succeeded, we've done a great job, all of you have  
9 done a job. We've got the greatest fair in the  
10 State of California making a tremendous amount of  
11 money, winning awards like crazy, Merrill and now  
12 the other award. There are numerous, but I don't  
13 think we can rest on that. I think we have to --  
14 and as Director Cervantes said and others, we have  
15 listen to each other. We had a very lengthy  
16 discussion about five-year contracts, that we  
17 discussed both in theory, we discussed the  
18 tactical implications of it, the board was very,  
19 very direct about that.

20 Listening to each other means we need to  
21 listen to staff, and I think we do. At least -- I  
22 don't know of any board members who come here and  
23 tell you, you know, how you should have the  
24 schedules and who should be working and how should  
25 we do this, I think the board has been very

1 respectful to that, because we listen to you. I  
2 think it's important to listen to us too. We  
3 don't know very much about the fair business, it's  
4 not our business, but we do know and have great  
5 experience about various other things. And when  
6 we have those kinds of discussions, I think it's  
7 hopeful we progress, if we progress together, and  
8 I think it's important that people listen to us  
9 too.

10 With that, are there any other items  
11 coming before the board? If not, entertain a  
12 motion to adjourn.

13 DIRECTOR ROBERT RUIZ: So move.

14 DIRECTOR SANDRA CERVANTES: Second.

15 CHAIR NICK BERARDINO: All in favor.

16 DIRECTOR DOUGLAS LA BELLE: Aye.

17 DIRECTOR STANLEY TKACZYK: Aye.

18 DIRECTOR GERARDO MOUET: Aye.

19 DIRECTOR SANDRA CERVANTES: Aye.

20 DIRECTOR NEWTON PHAM: Aye.

21 CHAIR NICK BERARDINO: Those opposed?

22 We stand adjourned until our next meeting  
23 time certain, April 27, 2017.

24 (WHEREUPON THE MEETING WAS ADJOURNED AT  
25 12:39 P.M.)

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CERTIFICATE  
OF  
CERTIFIED SHORTHAND REPORTER

I, the undersigned, Certified Shorthand Reporter of the State of California do hereby certify:

That the foregoing proceedings were taken before me at the time and place therein set forth; that any witnesses in the foregoing proceedings, prior to testifying, were placed under oath; that a verbatim record of the proceedings was made by me using machine shorthand which was thereafter transcribed under my direction; further, that the foregoing is an accurate transcription thereof.

I further certify that I am neither financially interested in the action nor a relative of employee of any attorney of any of the parties.

IN WITNESS WHEREOF, I have this date subscribed my name

Dated: April 7, 2017.



Certificate Number 12983

<b>&amp;</b>	<b>14th</b> 13:9 66:2	46:3 48:20 50:1	<b>32nd</b> 1:6 48:16
<b>&amp;</b> 5:10	<b>15</b> 14:1 39:9	52:6 53:1,6 61:12	<b>35</b> 130:5
<b>0</b>	<b>15,000</b> 55:19	63:13 141:8	<b>36,460,000</b> 8:15
<b>008-17</b> 28:5 31:19 53:5	<b>150</b> 6:21	142:14 172:23	<b>37</b> 16:4
<b>1</b>	<b>15th</b> 61:19	173:20	<b>38</b> 130:6
<b>1</b> 141:20	<b>16</b> 12:14 149:20	<b>2021</b> 50:2	<b>38,885</b> 138:13
<b>1,896.27.</b> 15:6	<b>16,712</b> 138:12	<b>20th</b> 18:25 61:21	<b>3rd</b> 19:10 20:8 46:2,13 48:20 53:6 86:10
<b>1.2</b> 8:3	<b>16th</b> 13:9	<b>21</b> 32:19	<b>4</b>
<b>1.2.</b> 8:9	<b>17</b> 138:19	<b>21st</b> 13:14	<b>4,800</b> 94:25
<b>1.6</b> 8:7	<b>175</b> 6:21	<b>22</b> 156:9	<b>4.1</b> 8:2
<b>10</b> 12:18 14:2,2 45:9 104:23 144:4	<b>17th</b> 66:9	<b>222</b> 7:21	<b>40</b> 76:18
<b>10,000</b> 55:18	<b>18</b> 18:25 32:19 142:23	<b>22nd</b> 65:19 144:7	<b>40,000</b> 5:6 115:10 115:13
125:10 164:20 167:13	<b>18,000</b> 23:11	<b>23</b> 1:15 2:3 3:1 26:11	<b>41</b> 62:9
<b>100</b> 39:2 47:14,15 80:17 140:21	<b>1800</b> 2:16	<b>23rd</b> 13:15 20:7	<b>44</b> 130:5
<b>100,000</b> 36:18 37:5 38:12 39:5 40:21 142:22	<b>18th</b> 63:18	<b>24/7</b> 145:1 149:19 157:14	<b>442nd</b> 58:22
<b>106</b> 138:16 142:24	<b>19</b> 12:14 14:20 32:19	<b>25</b> 20:10,20,25 80:18	<b>45,000</b> 115:11,18 115:25
<b>108</b> 94:23	<b>1963</b> 156:9	<b>25th</b> 19:11	<b>46.5</b> 15:6
<b>10g</b> 66:13 84:19 89:4,7	<b>1979</b> 138:8	<b>26</b> 19:11 20:25	<b>48</b> 76:20,21 121:10 124:23 131:5
<b>10th</b> 86:11	<b>1990</b> 83:13	<b>26th</b> 20:10,20	<b>4:00</b> 14:6,6,9
<b>113</b> 5:16 169:13	<b>1994</b> 125:23	<b>27</b> 83:13 172:23	<b>4h</b> 102:2
<b>11:00</b> 14:7 84:15	<b>19th</b> 139:10	<b>28</b> 145:2 149:19	<b>4th</b> 9:13,21 138:3
<b>11:48</b> 135:3	<b>1:30</b> 6:13	<b>295</b> 7:20	<b>5</b>
<b>11:58</b> 135:3	<b>1st</b> 12:1,8 86:16 87:6 139:12	<b>2:00</b> 105:17	<b>5</b> 12:4
<b>12</b> 6:3 12:18 101:23	<b>2</b>	<b>2nd</b> 12:8,15	<b>50</b> 75:24 147:21 156:11
<b>12,000</b> 94:5	<b>2.8</b> 8:1,8	<b>3</b>	<b>50,000</b> 132:4
<b>12983</b> 1:16 173:24	<b>2.88</b> 8:1	<b>3</b> 36:20 37:10	<b>52s</b> 6:1
<b>12:39</b> 2:3 3:3 172:25	<b>20</b> 32:19 125:19 130:13 145:16	38:13,14,17,20	<b>56</b> 83:20
<b>13</b> 14:2 19:13	<b>200</b> 146:15	39:7,7,9,10,10	<b>5k</b> 13:3 55:23 56:1
<b>13th</b> 61:16	<b>2012</b> 81:14,25	40:20 47:14,14	<b>5th</b> 59:13
<b>14</b> 5:21 69:22 138:18	<b>2013</b> 138:11	<b>30</b> 5:9,15 6:5 24:2 121:12 138:15 151:25 166:2	<b>6</b>
	<b>2014</b> 138:9,15	<b>30,000</b> 165:14	<b>6</b> 6:11 12:21 14:2 14:18
	<b>2016</b> 4:24 6:5,6 32:14 125:20 138:18	<b>300,000</b> 75:14 122:21	<b>60</b> 12:23 13:7
	<b>2017</b> 1:15 2:3 3:1 7:15,19 20:20,22 20:25 26:11 32:19	<b>30th</b> 29:16	
		<b>31.8</b> 8:17	

[600 - agenda]

<p><b>600</b> 2:15  <b>619</b> 2:17,17  <b>630</b> 86:18  <b>645-2070</b> 2:17  <b>645-2271</b> 2:17  <b>65</b> 159:21  <b>68</b> 86:15  <b>6:00</b> 105:18  <b>6:30</b> 6:13  <b>6th</b> 7:3</p>	<p><b>able</b> 68:22 78:25  94:17 99:3 113:16  121:16 130:9  141:18,23 168:8  169:23  <b>absolute</b> 18:22  <b>absolutely</b> 8:24  62:4 132:15,20  133:14 162:25  171:2  <b>abstain</b> 26:25 27:8  <b>academy</b> 150:15  <b>accept</b> 26:13,15  83:5 116:8 130:9  <b>accepted</b> 118:1  <b>access</b> 21:20,20  99:9 123:5 149:4  154:11  <b>accident</b> 58:9  <b>accolade</b> 5:7  <b>accomplish</b> 157:19  <b>accomplished</b>  160:21  <b>account</b> 107:3  <b>accountability</b>  21:19  <b>accountable</b> 21:18  152:17  <b>accounting</b> 72:17  <b>accurate</b> 173:13  <b>achieve</b> 89:23 90:8  90:16 92:17,18  100:5 101:21  106:4 126:23,25  131:11  <b>achieves</b> 104:17  <b>acknowledge</b>  79:11  <b>acquire</b> 147:11  <b>acres</b> 84:9,12  94:23</p>	<p><b>act</b> 19:12 21:7  <b>action</b> 42:7 164:1  164:2 173:16  <b>actions</b> 21:18 59:7  <b>active</b> 29:22 59:25  60:3  <b>actively</b> 88:15  <b>activities</b> 10:6  138:24 140:5,11  140:12  <b>activity</b> 87:7 92:25  107:20 148:13,25  <b>actual</b> 7:16,20  106:23 110:2  <b>actuals</b> 8:1  <b>ada</b> 159:5  <b>adam</b> 2:11 7:12,15  7:19 8:18 153:2  <b>add</b> 37:18 38:19  39:7 59:11 70:9  72:4 73:22 129:9  156:6 166:8  <b>added</b> 6:10 75:11  110:11 125:11  <b>adding</b> 111:25  <b>additional</b> 7:8 9:7  46:8 113:3 147:21  147:23,23  <b>additionally</b> 20:11  <b>address</b> 19:9  115:8 120:19  126:10 158:13,17  <b>addressed</b> 126:11  <b>addressing</b> 169:15  <b>addy</b> 5:1  <b>adjourn</b> 172:12  <b>adjourned</b> 172:22  172:24  <b>adjustments</b> 78:15  <b>administering</b>  67:11 167:1</p>	<p><b>administration</b>  2:3,11  <b>admission</b> 165:10  <b>admissions</b> 145:20  <b>adopt</b> 46:4  <b>adult</b> 87:15 113:24  144:2  <b>advanced</b> 12:3  150:20  <b>advantage</b> 110:11  152:6  <b>adventure</b> 140:8  <b>advertising</b> 5:2  17:5  <b>advice</b> 103:18  131:3  <b>advocate</b> 79:18,20  <b>aesthetically</b>  145:22  <b>affairs</b> 104:23  <b>affect</b> 71:21 92:19  160:4 163:1  <b>affinity</b> 137:19  <b>afford</b> 37:10 86:18  88:16,19 110:11  110:12 164:25  165:23,23  <b>aforementioned</b>  155:10  <b>afraid</b> 160:7  <b>aftermath</b> 157:11  <b>afternoon</b> 76:8  <b>age</b> 119:8 121:12  146:8  <b>agencies</b> 69:16  <b>agency</b> 11:5 21:4  21:12  <b>agenda</b> 3:13 11:19  47:23 53:4 63:11  111:7 135:11,12  164:13</p>
<b>7</b>			
<p><b>7</b> 144:3 173:20  <b>73,000</b> 7:21  <b>7:00</b> 14:9,10  151:10,11</p>			
<b>8</b>			
<p><b>8</b> 48:20 61:11  101:24 102:4  133:6  <b>80</b> 91:1  <b>80/20</b> 91:11  <b>8:00</b> 105:15  <b>8th</b> 12:25 46:3  53:6</p>			
<b>9</b>			
<p><b>920</b> 86:19  <b>92186-5266</b> 2:16  <b>94</b> 141:16  <b>95</b> 142:24  <b>9:00</b> 14:6,10,12  <b>9:01</b> 2:3 3:3  <b>9a</b> 54:25  <b>9b</b> 114:6,11  <b>9d</b> 135:5,5</p>			
<b>a</b>			
<p><b>a.m.</b> 2:3 3:3  151:10  <b>ability</b> 106:13  121:15 130:2</p>			

[agendize - apart]

<p><b>agendize</b> 53:20 62:19,20 90:4 108:5,22 <b>ages</b> 14:17,18 <b>ago</b> 55:12,13 74:23 78:17 107:8 125:9 133:23 138:6 140:1 144:20 150:14 153:11 156:11,16 <b>agree</b> 34:18 48:2 50:13 51:19 75:25 106:8 107:16 109:17 121:21 130:20 131:14 132:6,21 133:19 134:12 <b>agreeable</b> 154:7,8 <b>agreement</b> 9:23,25 28:5 29:16 31:18 31:19,21 32:4,11 32:13,15,16 33:18 33:24 37:2 38:7 40:7 43:2 45:18 45:20,24 46:4,7,25 47:7,18,22 48:4,16 49:21,23,25 50:11 50:16 51:3 53:4,5 55:10 116:6 168:12 <b>agreements</b> 32:21 33:2,2,5,8,9,10,11 33:19,23 43:13 <b>agrees</b> 100:3 123:20 <b>agricultural</b> 1:6 77:23 111:18 112:5,20 113:17 113:23 117:22 128:3,4 140:10,10</p>	<p><b>agriculture</b> 86:1 112:25 113:14 136:24 139:4 140:8 <b>agritainment</b> 113:15,17 <b>ahead</b> 8:3 35:5 62:23 69:11 120:10,12 131:12 161:25 169:23 <b>ain't</b> 131:6 <b>airplane</b> 151:14 <b>airport</b> 113:20 <b>aitken</b> 2:8 3:24,25 26:24,25 28:23,24 31:2,3 35:6,7 45:7 45:12 46:15 47:1 47:9 48:10 49:17 51:2,8,12,25 52:7 53:15,17 54:11,12 60:24 61:4,5 62:17 63:8 64:5,5 65:5 67:4 73:3,4 74:1 78:4 79:9,10 79:16 82:8,12,18 82:25 84:5 91:23 96:6,19 114:23 115:2 116:8,19,20 126:19 131:12,13 131:24 132:7,15 132:23,24 137:18 142:2 158:5,6 159:2,15 160:22 169:4 <b>aitken's</b> 160:25 <b>aka</b> 5:23 <b>alcohol</b> 113:10 148:11,19 159:24 <b>alfred</b> 81:19,23 84:2</p>	<p><b>allegiance</b> 3:13,16 <b>allen</b> 152:1 <b>alleviate</b> 74:11 <b>alligator</b> 162:24 <b>alligators</b> 162:21 <b>allow</b> 101:4 117:14 129:19 133:8 <b>allowed</b> 18:6,20 147:8 <b>allowing</b> 16:16 <b>amazing</b> 55:20 56:7 86:5 <b>amend</b> 47:24 48:4 53:3 116:4 <b>amended</b> 55:10 <b>amendment</b> 27:19 29:14,17 116:11 116:11 <b>amendments</b> 48:3 65:9 <b>amenities</b> 113:19 <b>america</b> 20:19,21 119:24 <b>america's</b> 13:17 <b>american</b> 5:2 9:5 58:16 <b>amiss</b> 86:11 <b>amorphous</b> 98:4 <b>amount</b> 71:7 115:6,23 116:6 146:4 153:15 171:10 <b>amphitheater</b> 13:12 129:17 156:1 <b>amusements</b> 139:3 <b>amvets</b> 59:1 <b>analogies</b> 98:20 <b>analytical</b> 98:15</p>	<p><b>analyze</b> 84:4 <b>ancient</b> 136:2 <b>angeles</b> 10:4 <b>angus</b> 2:13 3:20,22 3:24 4:1,3,5,7,9 26:21,23 27:1,3,5 27:7,9 28:19,21,23 28:25 29:2,4,6,8 30:23,25 31:2,4,6 31:8,10,12 54:7,9 54:11,13,15,17,19 54:21 116:15,17 116:19,21,23,25 117:2,4 <b>animal</b> 139:4 <b>announcement</b> 4:22 <b>announcement's</b> 4:14 <b>annual</b> 5:3 63:19 138:3 167:4 <b>answer</b> 47:20 73:6 143:10 158:25 159:1 <b>answered</b> 42:5 114:20 117:10 <b>anticipate</b> 9:24 <b>anxious</b> 84:10,22 115:25 <b>anybody</b> 67:1 70:7 89:6 90:5 113:22 114:18 131:7 156:5 160:11 <b>anymore</b> 93:19 99:10 100:21 131:7 <b>anyway</b> 23:19 88:2 168:4 <b>anyways</b> 25:7 26:2 <b>apart</b> 16:17</p>
---	--	--	---



[apologize - back]

<p><b>apologize</b> 50:5 84:14 111:9 151:13 <b>apparently</b> 57:18 67:14 68:5,5 <b>appearance</b> 2:14 <b>appearances</b> 2:5 <b>applaud</b> 125:2 126:3 <b>applications</b> 142:3 <b>appointed</b> 126:7 <b>appointment</b> 169:9 <b>appreciate</b> 53:12 79:11,17,21 84:20 88:2,24 89:1 111:2 <b>appreciated</b> 158:2 <b>appreciation</b> 117:11 <b>appreciative</b> 147:19 <b>approach</b> 64:6 144:22 170:20 <b>appropriate</b> 46:6 49:16 52:9 58:14 146:4 160:2,3 <b>approval</b> 32:3 48:24 59:3 <b>approve</b> 28:9,10 28:13 30:11,16 32:14 33:11,17 34:1 40:1 44:24 45:21 50:12,24 51:14,19,21 114:22 <b>approved</b> 29:11 48:21 114:15 164:19 <b>approving</b> 52:4,5 90:14 167:13</p>	<p><b>april</b> 11:24 12:1,1 12:8,15,21,25 13:9 13:14 14:13 20:22 43:23 53:20 59:13 66:7 86:16 87:6 91:7 123:3 168:14 172:23 173:20 <b>arbitrary</b> 21:21 <b>area</b> 72:6,16 112:8 140:11 147:7 148:23 154:11 155:5 162:9 <b>areas</b> 30:3 73:2 112:5 144:12 146:19 148:8,13 148:18 153:24 154:5,15,25 158:17 <b>argued</b> 18:9 <b>arlington</b> 112:13 161:15 162:20 <b>arrive</b> 95:14 <b>arrogant</b> 150:24 <b>article</b> 128:8 159:16 <b>articulate</b> 53:12 <b>articulating</b> 110:25 <b>artists</b> 163:2 <b>arts</b> 138:25 142:13 <b>ashleigh</b> 2:8 3:25 26:25 28:24 31:3 35:7 46:15 47:1,9 49:17 51:8,12,25 52:7 53:15 54:12 55:13 61:5 62:17 63:8 65:5 73:4 74:1 79:10,16 82:8,12,18,25 108:10 114:23 116:5,8,20 131:13</p>	<p>131:24 132:7,15 133:11 137:18 142:2 158:6 159:2 159:15 160:22 169:4 <b>aside</b> 94:24 <b>asked</b> 48:11 65:19 72:18 164:19 <b>asking</b> 21:10 79:11 99:10 119:19 158:17,18 159:17 <b>aspect</b> 60:17 151:18 <b>aspects</b> 151:8 159:5 <b>asphalt</b> 111:22 154:18 <b>assessing</b> 109:4 <b>assessment</b> 150:1 <b>asset</b> 76:22 124:22 127:16 <b>assets</b> 75:8 76:14 125:4 166:14 <b>assist</b> 21:8,10 113:4 <b>assistance</b> 156:1 <b>assistant</b> 2:13 <b>associated</b> 8:5 <b>associates</b> 81:19 81:24 <b>association</b> 1:6 150:19 <b>assume</b> 16:13 <b>assuming</b> 36:10 50:8,9 <b>assurance</b> 82:2 <b>attend</b> 81:4 141:18 150:22 151:16 <b>attendance</b> 138:11</p>	<p><b>attended</b> 10:10 61:18 <b>attends</b> 95:25 <b>attention</b> 3:11 15:14 91:2 144:3 <b>attorney</b> 2:14 51:11 103:2 158:25 173:17 <b>attorneys</b> 69:10 <b>attracted</b> 138:13 <b>attractions</b> 113:20 <b>audience</b> 61:6 <b>audit</b> 66:6 <b>august</b> 6:11 7:3 10:21 91:17 <b>authority</b> 51:15 58:2,5 90:11 153:19 <b>authorized</b> 19:25 <b>automatic</b> 34:5 39:23 46:18,22 49:19,22,24 <b>automatically</b> 40:3 <b>available</b> 20:3 49:13 72:19 79:6 89:8 <b>awakening</b> 156:13 <b>award</b> 5:1 171:12 <b>awards</b> 171:11 <b>aware</b> 24:11 25:5 70:16 71:6 <b>awareness</b> 122:24 <b>awfully</b> 139:19 <b>aye</b> 172:16,17,18 172:19,20</p>
			<b>b</b>
			<p><b>b</b> 6:1 149:22 <b>back</b> 12:20,24 13:13 18:24 22:25 39:2,4,25 40:3,20</p>

<p>42:19 43:22 47:8 50:7 60:9 74:4 75:21 76:16 78:9 83:13 86:1,11 101:18,19,20,21 102:1,11 105:9,18 107:6,11 119:12 123:21,22 125:5 126:18 136:12,14 137:5 139:18 141:3 150:15 151:12 159:19 162:6 163:13,20 168:13</p> <p><b>background</b> 79:19 83:9 84:6 147:11</p> <p><b>backing</b> 169:24</p> <p><b>bad</b> 68:14,23 69:1 69:4 77:13 105:25 120:14 122:7 130:17,18 134:9 146:11,13 156:18</p> <p><b>bads</b> 122:6</p> <p><b>bagley</b> 47:24 49:7</p> <p><b>bagneris</b> 105:4</p> <p><b>bags</b> 150:5</p> <p><b>baja</b> 148:12 150:14</p> <p><b>bakery</b> 11:9,10</p> <p><b>baking</b> 141:25</p> <p><b>balancing</b> 102:22</p> <p><b>ball</b> 107:22 133:7</p> <p><b>band</b> 5:24 119:13</p> <p><b>bar</b> 103:5</p> <p><b>barbara</b> 105:4</p> <p><b>bargain</b> 131:20</p> <p><b>barley</b> 128:4</p> <p><b>barrier</b> 144:9 146:7 154:1 155:11</p>	<p><b>barriers</b> 161:11,18</p> <p><b>base</b> 36:17 37:5 38:12,24 39:4 79:8 120:24</p> <p><b>based</b> 93:1 119:8 157:2 165:18</p> <p><b>basically</b> 46:21 115:6</p> <p><b>basis</b> 14:3 136:1</p> <p><b>bat</b> 122:18</p> <p><b>bathroom</b> 118:18</p> <p><b>beaches</b> 113:21</p> <p><b>beautiful</b> 94:7 139:22</p> <p><b>becoming</b> 146:10 146:12</p> <p><b>beer</b> 102:15 117:22</p> <p><b>beginning</b> 10:14 11:24 18:8 40:21 139:7 141:22</p> <p><b>begun</b> 73:24</p> <p><b>behalf</b> 56:25 59:15 66:23 171:6</p> <p><b>behave</b> 160:19</p> <p><b>behavioral</b> 150:6</p> <p><b>believe</b> 39:18 59:14 65:13 74:22 109:15</p> <p><b>believes</b> 58:14</p> <p><b>belle</b> 2:6 3:9 4:3,4 4:20 11:1 26:16 26:18 27:3,4 28:15,17 29:2,3 30:18,21 31:6,7 39:12,16 42:22,23 43:25 48:7 50:4,6 50:7,21 54:15,16 56:24 59:9,10,21 63:15,16 64:12 65:12 94:10 96:5</p>	<p>103:23 104:1 105:21 106:7 108:1 114:24 115:2,3,4,12 116:3 116:23,24 167:24 167:25 168:16,22 169:12 170:11 172:16</p> <p><b>belonging</b> 169:16</p> <p><b>benchmarking</b> 81:20</p> <p><b>benchmarks</b> 106:19 107:11,18</p> <p><b>beneficiary</b> 35:22</p> <p><b>benefit</b> 36:2 93:4 150:8</p> <p><b>benefits</b> 8:5 84:14</p> <p><b>benefitting</b> 35:15 35:20</p> <p><b>berardino</b> 2:5 3:6 3:10,17,20,21 4:11 4:16,17 7:17 11:3 14:14,25 15:8,20 16:19 19:5,19,23 22:8,10,13 23:21 23:24 24:8 26:9 26:17,21,22 27:11 27:22,25 28:6,12 28:16,19,20 29:10 30:9,13,20,23,24 31:14 32:6,9,17,20 35:5 36:3 37:24 38:6,10 40:5,15 41:7,16,24 42:20 43:1,24 46:11 47:8 48:6 50:3,5 50:20 51:5,10,23 52:11,21 53:9,13 53:16,20 54:1,7,8 54:23 55:5,8 56:10,22 59:11,20</p>	<p>60:21 61:17 62:1 62:15 63:10 64:1 64:14 65:8 66:10 71:25 73:3 74:7 74:16 77:2,22 78:2 79:9,14 80:13,23 81:9,11 83:2,7 84:18,24 85:5 86:22 87:21 89:2 94:11 103:11 103:20,25 105:23 107:25 110:24 111:13 114:4 115:1,9,16,18,22 116:10,15,16 117:6 126:16 130:16,21 131:9 132:22 134:12,21 135:1,4 137:13,22 143:12,24 157:21 160:24 162:14 164:4 166:17 167:17,22 168:21 169:7 170:3,9,12 170:23 171:3 172:15,21</p> <p><b>berardino's</b> 137:19</p> <p><b>best</b> 6:25 33:6 85:24 90:11 103:9 103:11 145:5 155:13 157:5,20</p> <p><b>better</b> 19:22 37:9 60:12 92:7,7 98:17 110:3 112:7 129:7 149:3</p> <p><b>beverage</b> 36:22</p> <p><b>beyond</b> 71:24 161:5</p> <p><b>bi</b> 73:20</p>
--	--	--	--

[bid - business]

<p><b>bid</b> 29:20 61:11 78:18 83:20 <b>bidders</b> 30:6 <b>bidding</b> 78:16 <b>big</b> 24:12 85:17 90:24 91:8 92:18 95:19 99:7 105:11 106:11 119:13 131:25,25 132:3 133:23 136:11,14 146:6 147:6 151:2 151:6 154:22 155:1 <b>bigger</b> 105:5 <b>biggest</b> 24:12 103:7 135:19 148:19 <b>bike</b> 128:13 <b>bill</b> 5:8,12 64:7,24 <b>billboard</b> 112:2 142:11 <b>bills</b> 110:14,15 <b>bio</b> 112:13 162:16 <b>biological</b> 134:23 <b>births</b> 139:13 <b>bit</b> 19:20 59:23 66:12,16 72:4 74:5 91:11 102:10 118:9,17 124:1 131:17 139:6 147:16,16 169:18 <b>bite</b> 97:20 <b>blame</b> 100:19 <b>blank</b> 115:5 <b>blast</b> 73:8,20 <b>blasts</b> 75:14 <b>blend</b> 151:23 <b>bless</b> 121:23 <b>blessing</b> 137:9 <b>blind</b> 167:14</p>	<p><b>block</b> 10:15 57:14 <b>blue</b> 132:21 146:24 <b>blues</b> 148:13 150:14 <b>board</b> 1:5 2:1,5 4:21 9:25 11:1 15:1,5,9 21:25 22:4 26:11 27:13 28:8 30:11 33:1 33:16,25 34:9,20 35:3 39:21,25 42:3,25 44:13 45:15,15,20,21 46:3,6 48:3,17,22 48:24,25 49:8,15 50:8,18 53:20 54:4 57:25 58:2,5 58:12,13 59:3,3,6 66:23 87:20 89:9 90:4,12 91:18 93:17 95:7 101:11 102:18,19 107:1,8 107:12 108:22 109:15 119:6 121:19,22 124:9 124:11,22 130:11 131:21 132:11,14 133:19,24 143:13 144:7 145:7 157:15,17 158:4 164:9,19 165:5 167:10,23 168:4,9 171:7,18,22,25 172:11 <b>board's</b> 15:3 59:7 127:14 <b>boarded</b> 83:12 <b>boarding</b> 72:17 79:6 148:1</p>	<p><b>boats</b> 92:4 98:17 102:8,9 <b>boom</b> 122:20 <b>booth</b> 24:12 135:20 141:8 <b>booths</b> 101:5 <b>born</b> 139:10,12 <b>bottom</b> 120:15 155:2 <b>boulevard</b> 112:7 <b>box</b> 14:13 <b>boxes</b> 94:10 <b>boxing</b> 12:21 <b>boy</b> 109:24 <b>boys</b> 9:5 11:2,3,4 151:6 166:18 <b>brand</b> 12:7 <b>breach</b> 94:16 <b>bread</b> 11:14 <b>break</b> 135:2 <b>breakfast</b> 63:20 <b>breeders</b> 13:21 <b>brick</b> 127:20 <b>bring</b> 22:25 39:21 39:24 40:3 42:19 43:22 45:14 69:24 76:4,16 98:24 121:18 126:18 128:1 132:14 160:7 163:13 166:10 <b>bringing</b> 9:25 55:25 57:25 88:24 140:4 141:19 <b>brings</b> 6:21 31:23 118:22 122:13 138:23 <b>broad</b> 80:10 108:25 109:21 <b>broader</b> 65:16</p>	<p><b>broadway</b> 2:15 <b>broke</b> 164:22 <b>bronze</b> 5:4 <b>brother</b> 24:15 <b>brought</b> 42:6 57:5 89:9 91:23 140:16 166:25 <b>bsi</b> 149:12 <b>bucks</b> 69:22 75:24 101:23,24 102:4 <b>budget</b> 7:21 8:2,8 <b>budgeted</b> 8:1,3 <b>budgeting</b> 164:18 <b>buena</b> 140:20 <b>buffa</b> 143:20 144:1 158:24 159:4 161:24 162:18,25 <b>buffer</b> 160:8 <b>build</b> 73:1 79:8 120:10 124:3 <b>building</b> 2:4 9:4,7 9:9 66:5 161:8 <b>buildings</b> 111:20 <b>builds</b> 102:25 <b>built</b> 36:19 40:18 71:12 94:25 114:2 163:5 165:20 <b>bump</b> 102:10 <b>bureau</b> 149:13 <b>bus</b> 141:13 142:1,3 144:14 153:19,21 153:23 154:4,12 154:12,16,20 155:2 165:9 166:1 167:10 <b>buses</b> 154:3 <b>busier</b> 11:24 <b>business</b> 2:10 11:20 30:7 34:24 37:9 69:3,6 70:8</p>
---	---	---	---

[business - cetera]

<p>87:2 95:5,5,7 101:6 102:24 103:1 105:25 107:17 125:18 127:1 130:22,22 131:1 153:12 156:14 157:11 158:17 172:3,4 <b>businesses</b> 18:7 <b>businessman</b> 42:11 <b>busloads</b> 138:15 <b>bussing</b> 164:20 <b>busy</b> 11:23 <b>button</b> 15:19,23 <b>buy</b> 23:13 24:17 155:12 <b>byproducts</b> 128:4</p>	<p><b>calling</b> 121:25 <b>calls</b> 36:8 69:15 <b>calvary</b> 13:10 <b>calves</b> 139:18 <b>campaign</b> 104:9 104:11,12 <b>campaigns</b> 99:4 104:8 <b>campbell</b> 83:18 <b>campground</b> 162:5 <b>camps</b> 58:19 <b>cancel</b> 18:17 26:7 <b>canceled</b> 16:23 17:12,12,21 18:8 56:20 <b>cancer</b> 13:5 <b>candidly</b> 67:8 <b>canes</b> 141:1 <b>canyon</b> 83:23 <b>capital</b> 82:5 118:11 <b>caplan</b> 2:15 45:17 47:20 48:15 49:7 49:20 50:19 51:4 52:3,24 167:21 <b>car</b> 152:17 161:20 <b>caramels</b> 166:3 <b>card</b> 81:8 149:14 149:24 152:2 166:2 <b>care</b> 69:9 153:4 160:16 163:8 <b>career</b> 142:19 <b>carleton</b> 2:11 7:13 7:15,19 <b>carnival</b> 162:7,9 <b>carol</b> 2:20 22:9,11 22:16 23:21 <b>carried</b> 61:15 66:2 164:2</p>	<p><b>carries</b> 27:11 <b>carry</b> 111:6 <b>cars</b> 14:9 154:13 161:17,19 <b>cartoon</b> 156:17 <b>case</b> 5:4 37:14 67:13 89:6 107:14 107:18 161:19 <b>cash</b> 8:14,15 144:13 152:12,16 152:18 153:9,16 155:25 <b>cashless</b> 153:12,12 <b>catch</b> 142:17 <b>caught</b> 4:25 <b>cause</b> 29:20 131:17 <b>caused</b> 67:1 <b>causes</b> 110:18 <b>celebrated</b> 75:11 <b>celebrating</b> 13:11 109:19 <b>celebration</b> 9:14 9:21 122:19 142:14 <b>cemetery</b> 93:17 <b>centennial</b> 12:2 14:4 35:14,21 56:16 76:16 96:22 102:1 112:16 115:21 116:6 128:12 129:14,15 139:16,20 142:6 166:12 <b>center</b> 13:16,18 31:23 32:1 36:19 78:3 79:18 81:16 95:3 97:4 112:17 113:1 119:5 121:2 121:7 135:11 138:4,8 140:1</p>	<p>143:17 156:15 <b>centrally</b> 137:10 <b>ceo</b> 2:10 4:14 15:9 15:10 19:14 20:6 20:16 21:10 27:15 29:12 30:10 31:15 53:17 54:2 59:13 73:6 74:8 77:5 117:17 160:24 164:11,14 170:13 <b>ceo's</b> 4:13 30:14 104:21 <b>certain</b> 20:1 37:12 67:15 89:11 106:8 107:18 125:4 160:2 172:23 <b>certainly</b> 34:14 42:11 43:15 53:23 70:15 72:9 85:22 88:4 106:8 124:18 125:2 127:13 165:3 <b>certificate</b> 173:1 173:24 <b>certification</b> 152:2 <b>certified</b> 2:1 14:11 173:3,5 <b>certify</b> 173:6,15 <b>cervantes</b> 2:7 4:5 4:6,20 26:14 27:5 27:6 28:10,12 29:4,5 30:19,21 31:8,9 54:17,18 56:16,18 63:15,24 77:23,25 116:25 117:1 140:2 169:8 169:11 170:11 171:14 172:14,19 <b>cetera</b> 13:22 51:6 109:18</p>
<b>c</b>			
<p><b>c</b> 149:23 <b>cafe</b> 162:9 <b>calculation</b> 165:18 <b>caldwell</b> 156:15 <b>calendar</b> 17:11,15 27:12,18,20 29:11 51:16,17 <b>california</b> 2:2,4,14 2:16 3:2 11:8 18:1 19:12 21:7,14 23:25 61:14 149:12,12 171:10 173:6 <b>call</b> 3:6,18 24:15 25:17 26:19 28:18 30:22 36:5 54:5 84:17 94:9 113:15 116:13 <b>called</b> 33:3 76:7 81:16 124:23 157:3</p>			

[chair - collaboratively]

<p><b>chair</b> 2:5 3:6,10,17 3:20,21 4:11,15,17 7:17 11:2 14:14 14:25 15:8,20 16:19 19:5,19,23 22:8,10,13 23:21 23:24 24:8 26:9 26:17,21,22 27:11 27:22,25 28:6,12 28:16,19,20 29:10 30:9,13,20,23,24 31:14 32:6,9,17,20 35:5,8 36:3 37:24 38:6,10 40:5,15 41:7,24 42:20 43:1,24 46:11 47:8 48:6 50:3,4,5 50:20 51:5,10,23 52:11,21 53:9,13 53:16,19 54:1,7,8 54:23 55:5,8 56:10,22 59:11,20 60:21 61:17 62:1 62:15,20 63:10 64:1,14 65:8 66:10 71:25 73:3 74:7,15 77:2,5,22 78:2 79:9,14 80:13,23 81:7,9,11 83:2,7 84:18,24 85:5 86:22 87:21 89:2 94:11 103:11 103:20,25 105:6 105:23 107:25 110:24 111:13 114:4 115:1,9,16 115:18,22 116:10 116:15,16 117:6 126:16 130:16,21 131:9 132:22 134:12,21 135:1,4</p>	<p>137:13,22 143:12 143:24 157:21 160:24 162:14 164:4 166:17 167:17,22 168:1 168:21 169:7 170:3,9,12,23 171:3 172:15,21 <b>chairman</b> 72:15 78:20 89:12 171:6 <b>chairmanship</b> 96:9 105:3 <b>chairs</b> 96:5 <b>challenge</b> 140:15 148:3 <b>challenges</b> 124:24 <b>chambers</b> 75:15 <b>champion</b> 136:8 <b>chance</b> 75:21 77:6 108:11 130:24 <b>chances</b> 25:22 <b>change</b> 46:4 50:17 58:21 93:23 104:11 131:25 132:3 146:6 147:6 <b>changed</b> 127:13 127:15 <b>changes</b> 46:8,8 110:5 <b>changing</b> 50:25 89:24 94:13 <b>chaos</b> 18:21,22 <b>chapel</b> 13:11 <b>character</b> 85:25 87:17 <b>chargers</b> 10:4,12 10:20 <b>charges</b> 38:2 <b>charging</b> 69:21 79:5 101:23</p>	<p><b>charities</b> 35:17,22 <b>check</b> 142:7 147:11 <b>checkbook</b> 99:4,7 <b>checks</b> 21:21 <b>children</b> 35:15 55:22 96:22 142:20 <b>children's</b> 35:17 35:21,23 <b>chino</b> 11:3 <b>choose</b> 131:2 134:15,19 <b>choosing</b> 158:22 <b>chorus</b> 9:5 <b>chose</b> 18:10 <b>chosen</b> 136:12 <b>chrysler</b> 141:5 <b>circle</b> 74:4 75:21 <b>circumstances</b> 20:2 <b>cities</b> 59:17 97:21 <b>citizenship</b> 158:18 159:17 <b>city</b> 3:14 9:11,12 9:13,16,17 10:10 10:19,23 23:6 24:25 25:4 36:5 59:13 63:13,18,21 97:13 102:19 103:6,6,7,9,11 105:19,21 107:17 111:24 152:7 163:8 <b>civilization</b> 97:8 97:11 <b>clarification</b> 37:25 <b>clarifying</b> 37:25 52:10 <b>clarity</b> 53:25</p>	<p><b>class</b> 12:3,4 87:15 141:15 <b>classes</b> 12:2 87:14 <b>clauses</b> 49:19 <b>clean</b> 76:3 <b>clear</b> 43:17 45:22 52:9,25 53:21 154:4 <b>clearly</b> 21:11 22:2 159:22 <b>clients</b> 88:18,21 <b>close</b> 12:10 18:10 48:5 146:15 <b>closed</b> 15:22 17:4 17:6 18:3 19:4 20:8 24:5,11,14,18 73:9 167:19 <b>closer</b> 7:18 118:22 <b>closing</b> 16:5 70:13 127:20 131:14 <b>closure</b> 20:24 25:6 69:12 <b>closures</b> 121:25 <b>clothing</b> 24:1 <b>club</b> 11:18 12:20 88:15 135:17,22 136:6,7 164:14 <b>cluster</b> 111:20 <b>coach</b> 85:10 <b>coast</b> 113:19 142:20 <b>coffee</b> 14:9 <b>cohesive</b> 87:20 132:14 <b>coke</b> 132:1 <b>collaboration</b> 166:24 <b>collaborative</b> 121:8,18 <b>collaboratively</b> 68:12</p>
--	---	--	--

[collared - concessionaires]

<p><b>collared</b> 145:11  <b>collect</b> 88:4  <b>collective</b> 121:20  <b>collectively</b> 121:1  121:6  <b>college</b> 140:24  <b>color</b> 160:17  <b>comcast</b> 119:4  <b>come</b> 6:25 17:22  18:3,24 22:10  23:12 24:17 32:23  55:20 59:2 68:25  70:7 73:11 76:5  78:21 88:16 91:7  94:12 96:7,22  100:23 104:5  107:6,11 109:23  111:11 112:10  117:18 120:13  123:23 128:1,6,10  128:16,25 130:25  131:7 135:24  141:17,23 143:15  145:8 146:9  153:14,23 158:22  160:19 164:11  165:1,23 171:22  <b>comes</b> 40:21 47:8  131:17 132:18  <b>comfort</b> 34:9 45:3  <b>comfortable</b> 46:16  46:23 49:18 62:7  62:8 64:7 128:15  <b>coming</b> 17:24,25  22:22 25:4 33:19  57:19 72:4,8  79:21 95:24 99:24  121:12 123:3,8  126:3 134:1  139:13,19 149:23  153:21 156:16</p>	<p>168:13 172:11  <b>commander</b> 100:9  <b>commanders</b>  100:8  <b>commencing</b> 2:3  <b>commend</b> 158:7  <b>comment</b> 15:12  16:20 23:2 32:22  71:7 108:14,15  131:14 163:21  167:24 168:10  <b>comments</b> 24:3  30:10 41:8,11  42:24 50:23 80:22  83:3 106:5,6  108:2 111:4,11  127:7 147:18  164:6 169:10  170:12  <b>commerce</b> 68:10  <b>commercial</b> 4:24  67:9,12 70:4 77:9  92:5 95:3,13,16  96:8 101:8,9  102:22  <b>commitment</b>  34:20,25 164:9  <b>commitments</b>  42:10 49:12  <b>committed</b> 87:16  87:18  <b>committee</b> 5:10  8:22 22:17 41:16  41:21 42:2 43:20  45:4 47:17 51:1  55:1 56:15 60:4  61:24 62:11 63:14  65:19 66:14,20  68:15 70:11 72:8  74:10 77:23 81:1  81:1,3,4 88:11</p>	<p>89:3 132:17  168:18  <b>committees</b> 108:4  <b>common</b> 17:9  <b>communicate</b> 68:7  121:16  <b>communicated</b>  122:16  <b>communicating</b>  133:16  <b>communication</b>  64:4 73:16 123:25  <b>communications</b>  20:18,23  <b>communities</b>  84:13 109:20  110:4 111:18  <b>community</b> 10:5  11:12 31:24 60:14  60:17 65:16 76:22  76:22 79:24 80:6  84:12 85:15,18  86:8 88:14 90:22  92:5 96:14,15  101:4 103:15  109:20 110:4,10  113:5,7 122:7,9  125:17 126:11  135:24 136:12  137:6 139:3  142:25 164:15  <b>company</b> 24:1  100:6 119:23  120:3,3 152:2,14  <b>compared</b> 103:23  103:25 138:17  151:7  <b>comparison</b>  138:10  <b>compartmentali...</b>  98:18</p>	<p><b>competition</b> 7:2,9  136:6,11  <b>competitive</b> 72:25  79:7 81:22 138:17  138:20  <b>compiled</b> 120:16  <b>complain</b> 130:25  <b>complaining</b>  131:10  <b>complaints</b> 160:1  <b>complement</b>  100:11  <b>complete</b> 61:23  150:22 155:22  <b>completed</b> 31:20  61:11,15 98:8  149:20  <b>completely</b> 130:20  132:21  <b>complex</b> 10:13,15  30:3  <b>complexity</b> 30:7  <b>compliance</b>  148:11 159:24  <b>compliment</b> 77:4  <b>component</b> 56:1  <b>comprehensive</b>  30:2  <b>concept</b> 62:5 93:5  93:6 157:3 170:20  <b>concern</b> 40:7  46:15 66:23 148:9  153:8 161:13  <b>concerned</b> 129:25  130:1,1  <b>concerns</b> 46:6  157:23,24  <b>concert</b> 5:19 6:4  29:22 98:11,11  <b>concessionaires</b>  165:13,16</p>
--	---	--	---

[concludes - county's]

<p><b>concludes</b> 15:7 89:3</p> <p><b>conclusion</b> 50:1 100:23</p> <p><b>condensed</b> 94:21</p> <p><b>condensing</b> 94:21</p> <p><b>condition</b> 125:19</p> <p><b>conducted</b> 3:16</p> <p><b>conference</b> 69:15 151:11</p> <p><b>confused</b> 32:10,20</p> <p><b>congratulate</b> 4:20</p> <p><b>congratulations</b> 5:7 32:24 168:2 168:22 169:8,12 170:7,10</p> <p><b>connect</b> 85:25 112:16,18</p> <p><b>connected</b> 112:12</p> <p><b>connecting</b> 7:11</p> <p><b>cons</b> 95:12</p> <p><b>conscience</b> 89:22</p> <p><b>consent</b> 27:12,18 27:20 28:11,13 29:11</p> <p><b>consider</b> 22:4 77:12 87:1 95:12 121:20 137:9 151:7</p> <p><b>consideration</b> 70:15,18,22,23,23</p> <p><b>considerations</b> 71:2</p> <p><b>consistent</b> 20:4 155:14</p> <p><b>consistently</b> 22:5</p> <p><b>consolidated</b> 112:1</p> <p><b>constant</b> 68:14 69:12</p>	<p><b>constantly</b> 22:6 68:17 69:3 87:9</p> <p><b>consternation</b> 44:19</p> <p><b>constraints</b> 49:10</p> <p><b>construction</b> 61:16</p> <p><b>consultant</b> 80:25</p> <p><b>consultation</b> 67:19 80:24 81:2</p> <p><b>consumer</b> 77:18 120:5</p> <p><b>contact</b> 59:18 69:12</p> <p><b>contacting</b> 23:10</p> <p><b>contentious</b> 71:11</p> <p><b>contest</b> 5:6</p> <p><b>continue</b> 5:11 7:7 9:17 12:2 23:4 34:12 52:17 56:9 76:17 89:10 106:3 108:23 119:18</p> <p><b>continues</b> 21:1 107:19</p> <p><b>continuing</b> 52:25 53:2 66:5 149:25 168:3</p> <p><b>continuity</b> 157:11</p> <p><b>contract</b> 10:12,20 10:22 28:3 29:14 30:4 41:19,22 42:9,15 44:8,9,24 45:21 46:1,2,5,17 46:19 47:2,13,25 48:1,18,18,21 49:18,20 50:25 51:14,19,22 52:4,5 52:17 53:2 71:12 72:7 78:16 83:20 105:12,14</p>	<p><b>contractor</b> 34:24 61:20 62:9,10</p> <p><b>contractors</b> 149:6 160:11</p> <p><b>contracts</b> 78:21 83:18 171:16</p> <p><b>contrarian</b> 130:23 130:24</p> <p><b>contribute</b> 93:3 102:7 165:20</p> <p><b>contributed</b> 165:15</p> <p><b>contributing</b> 166:5</p> <p><b>contribution</b> 97:10</p> <p><b>control</b> 21:3,4 161:15,19,22</p> <p><b>controlling</b> 149:4</p> <p><b>controversial</b> 44:11</p> <p><b>convention</b> 156:17</p> <p><b>conversation</b> 53:19 76:9 122:2 122:11 169:21</p> <p><b>conversations</b> 74:20</p> <p><b>converted</b> 112:4</p> <p><b>convince</b> 113:22</p> <p><b>cookies</b> 141:10</p> <p><b>cool</b> 87:14</p> <p><b>coordinate</b> 167:12</p> <p><b>coordination</b> 61:17 112:23 113:1</p> <p><b>copy</b> 81:22 82:11 82:13,20,22</p> <p><b>corner</b> 80:2 112:2 135:20,21 139:9 139:11 147:4</p>	<p><b>corners</b> 117:13</p> <p><b>corp</b> 120:4</p> <p><b>corral</b> 147:4</p> <p><b>correct</b> 36:25 38:18,25 43:12 63:25 85:5,7</p> <p><b>cost</b> 15:6 78:15</p> <p><b>costa</b> 2:4 3:2,14 9:12,13 10:10,17 10:18 58:17,18 69:20 87:7 111:24 151:25</p> <p><b>costly</b> 82:1</p> <p><b>costs</b> 136:22</p> <p><b>council</b> 10:11</p> <p><b>councilman</b> 9:12</p> <p><b>counsel</b> 2:14 44:1 45:16 53:14 80:24 117:7 167:20</p> <p><b>counselor</b> 51:24 52:11 84:25</p> <p><b>count</b> 18:7 152:16</p> <p><b>counted</b> 138:15</p> <p><b>counter</b> 40:18</p> <p><b>countries</b> 6:24</p> <p><b>country</b> 7:1</p> <p><b>counts</b> 152:14</p> <p><b>county</b> 2:2,4 16:10 16:12 17:13 18:2 18:2 24:1 31:20 31:24 32:2 50:10 59:12 81:15 83:15 95:1,5 103:5,8 109:20 110:1,4,6,7 110:7,16 113:15 114:1,2 117:14 139:1 142:13,15 142:24,25 143:9 153:18 165:8</p> <p><b>county's</b> 109:19</p>
--	---	---	---

[couple - design]

<p><b>couple</b> 6:9 49:2,4 55:12,13 60:8,10 74:22 88:21 107:8 123:2 128:2 139:13 169:6 <b>coupon</b> 125:11 <b>course</b> 13:3 14:8 16:5 23:5 55:8 <b>courses</b> 150:20 <b>court</b> 21:14 69:9 69:10 <b>cover</b> 12:4 152:21 <b>covered</b> 41:6 <b>cowboys</b> 151:5 <b>crafts</b> 12:13 140:12 <b>cranky</b> 145:16 <b>crap</b> 99:1 105:20 <b>crazy</b> 130:19 171:11 <b>create</b> 9:15 67:5 74:19 104:19 126:8 130:2 146:18 155:1 <b>created</b> 44:19 65:17 112:6 124:25 154:19 <b>creating</b> 154:19 <b>creatively</b> 95:10 <b>creed</b> 160:16 <b>crew</b> 57:2</p>	<p><b>crossed</b> 64:24 <b>crossing</b> 163:16 <b>crowd</b> 25:16 105:5 <b>crowded</b> 154:13 <b>crucify</b> 153:3 <b>crush</b> 148:6 <b>crux</b> 131:15 <b>csr</b> 1:16 <b>culinary</b> 11:15 <b>cumulated</b> 120:9 <b>currency</b> 152:14 152:19 153:9 155:20 <b>current</b> 29:19 47:22 90:9 <b>currently</b> 8:15 53:4 87:8 111:19 115:20 <b>curriculum</b> 151:12 <b>curtis</b> 156:15 <b>custody</b> 21:3,4 <b>customer</b> 18:23 24:4,14 147:16 151:20,23 152:4 <b>customers</b> 17:5,25 18:7,20 22:23 23:10 24:4,11 29:22 <b>cuts</b> 91:20 <b>cycle</b> 125:18</p>	<p><b>date</b> 6:4,6 8:6 20:7 98:3,3,3,3,4 173:18 <b>dated</b> 173:20 <b>dates</b> 10:22 63:6 74:18 125:19 <b>davis</b> 149:1,7 <b>day</b> 12:16 17:8 20:8 49:15 52:1 52:18 55:17,20,22 65:6 88:4 97:14 122:19 126:5,13 136:6 137:12 138:16 146:8 148:5 151:10 165:8 166:6 167:8 169:20 <b>days</b> 5:9,15,16 16:9 18:12,25 19:13,13 25:11 49:8 63:1,21,21 64:21 74:5 135:23 169:13 <b>de</b> 6:11 <b>deadline</b> 60:10 138:20 <b>deal</b> 24:13 26:6 40:6 94:22 114:9 152:8 155:19 161:6 <b>deals</b> 14:22 44:17 75:16</p>	<p><b>decisions</b> 67:15,16 67:17 82:4 89:21 119:7 <b>decorated</b> 58:24 <b>dedication</b> 136:14 <b>deems</b> 49:15 <b>deferred</b> 118:15 <b>defined</b> 92:2 95:14 <b>defining</b> 108:25 <b>definitely</b> 33:13 44:3 76:4,24 80:4 81:2 95:25 <b>definitive</b> 144:24 <b>delay</b> 22:6 <b>delivered</b> 75:18 <b>delivering</b> 5:14 <b>demise</b> 113:13 <b>democracy</b> 21:16 <b>democratic</b> 21:17 <b>demonstration</b> 112:21 <b>demonstrations</b> 11:16 135:19 <b>demoted</b> 83:6 <b>demoting</b> 84:25 <b>demotion</b> 83:6 84:23 <b>denise</b> 2:1 <b>department</b> 121:2 144:13 146:1 152:5 155:9,14,22 160:9</p>
<p><b>critical</b> 16:23 67:10 70:6 127:4 127:4 <b>criticism</b> 68:14 <b>criticized</b> 69:2 <b>crops</b> 112:22 <b>cross</b> 59:1 122:20 122:25 126:20 127:8,10</p>	<p style="text-align: center;"><b>d</b></p> <p><b>daa</b> 48:16 <b>daily</b> 14:7 77:7,8 90:12 93:24,25 94:14 104:22 <b>dallas</b> 151:4 156:8 <b>damn</b> 102:5 <b>dark</b> 161:16 <b>data</b> 120:8,15,16</p>	<p><b>dealt</b> 83:11 156:19 <b>debate</b> 85:20 <b>debuting</b> 141:4 <b>decide</b> 46:20 90:7 <b>decided</b> 114:9 119:15 120:22 <b>decision</b> 22:5 71:3 95:14 126:10,14 130:18</p>	<p><b>depends</b> 95:18 158:25 <b>derive</b> 99:14 <b>derived</b> 91:1 <b>description</b> 20:12 <b>deserved</b> 169:9 <b>deserving</b> 141:13 <b>design</b> 163:14</p>



[designated - discussing]

<p><b>designated</b> 163:16  <b>designed</b> 61:1  140:6 151:21  164:14  <b>dessert</b> 11:14  <b>destination</b> 127:23  127:24  <b>destinations</b>  140:23  <b>destroyed</b> 20:11  <b>detail</b> 37:18 109:4  <b>detailed</b> 57:11,20  <b>details</b> 13:13  83:21 132:1  <b>detained</b> 150:4  <b>deter</b> 155:18  <b>determine</b> 81:21  165:19  <b>deterrent</b> 155:17  <b>develop</b> 7:7 65:20  93:2 100:24  <b>developed</b> 65:22  73:16 75:17 96:10  <b>developer</b> 94:3  <b>developing</b> 117:8  <b>development</b> 2:10  11:21 94:24 97:7  <b>develops</b> 98:13  <b>devoted</b> 106:10  <b>dialog</b> 168:5  <b>diego</b> 2:16 18:2  <b>difference</b> 36:15  132:8 133:23  150:2  <b>different</b> 71:14,14  73:2 75:3 84:3  88:17 93:12 121:5  122:23 123:7,9,18  137:1 163:2  <b>difficult</b> 23:15  91:10 125:18,21</p>	<p>126:2,9 143:2  <b>dig</b> 12:13  <b>digital</b> 142:9  <b>dino</b> 12:13  <b>dinosaurs</b> 12:9  14:16  <b>direct</b> 3:10 21:5  115:3 123:24  154:20 171:19  <b>directing</b> 109:14  <b>direction</b> 40:2  53:21 100:15  124:12 169:19  173:13  <b>directions</b> 93:12  <b>directly</b> 64:4  95:25 163:1  <b>director</b> 2:12 3:9  3:22,23,24,25 4:1  4:2,3,4,5,6,7,8,9  4:10 11:1 13:23  13:25 14:15,23  15:18 26:14,16,18  26:23,24,25 27:1,2  27:3,4,5,6,7,8,9,10  28:10,12,15,17,21  28:22,23,24,25  29:1,2,3,4,5,6,7,8  29:9 30:18,19,20  30:21,25 31:1,2,3  31:4,5,6,7,8,9,10  31:11,12,13 32:5  34:17,18 35:5,7,19  36:5,6,7 37:1,6,23  38:13,15,19,23  39:1,6,12,16 40:6  40:24 41:4,5,9,10  41:15,25 42:21,22  42:23,24 43:25  45:7,11,12 46:15  47:1,9,11 48:7,7,8</p>	<p>48:9,10,23 49:2,4  49:5,17 50:4,6,7  50:21 51:2,2,8,12  51:25 52:7,16,23  53:7,11,15,17 54:9  54:10,11,12,13,14  54:15,16,17,18,19  54:20,21,22 56:16  56:18,24 59:9,10  59:21,23 60:5,22  60:24 61:4,5 62:1  62:2,6,13,17 63:8  63:14,15,16,24  64:5,5,12,25 65:5  65:12,12,13 66:14  67:3 70:1,9 72:2  73:3,4,15 74:1,9  76:11 77:20,23,24  77:25 78:4,4,6  79:9,10,16,25  80:15,19 81:14  82:7,8,12,18,21,25  84:5 91:23 94:10  96:5,6,6,6,9,19  100:11 103:9  105:21 106:7  108:1,20 111:1  114:23,24 115:2,2  115:4,12 116:3,8  116:17,18,19,20  116:21,22,23,24  116:25 117:1,2,3,4  117:5 126:19  131:12,13,24  132:7,15,23,24  133:9,10,15  137:18,19 140:2  142:2 143:20  151:3 158:5,6  159:2,15 160:22  160:25 161:10</p>	<p>162:13,14,15,23  163:4,18 164:5  166:22,23 167:24  167:25 168:16,22  168:24,25 169:4,7  169:11,12 170:5,9  170:10,11,11  171:14 172:13,14  172:16,17,18,19  172:20  <b>directors</b> 1:5 2:1  4:22 11:2 27:13  30:15 93:17  157:16 167:23  <b>dirty</b> 122:22  <b>disabled</b> 159:6  <b>disadvantaged</b>  11:7  <b>disappointed</b>  41:14 42:17  <b>disappointing</b>  67:8  <b>disappointment</b>  42:1  <b>disarray</b> 83:15  118:14  <b>disaster</b> 83:25  <b>disclosure</b> 20:7,9  <b>discount</b> 14:21  <b>discover</b> 12:9  14:16  <b>discuss</b> 9:13 41:22  44:23 61:24 63:11  160:25 170:22  <b>discussed</b> 10:8  42:6 59:5 60:11  114:17,20 134:5  152:13 163:9  171:17,17  <b>discussing</b> 64:6</p>
---	---	---	--

[discussion - empathetic]

<p><b>discussion</b> 3:12 26:18 32:25 33:4 33:7 42:4 43:21 44:7,12,12 53:17 54:4 60:19 66:19 89:5,10 96:7 107:7,12 113:9 115:3 116:12 134:2 161:1 168:6 170:17 171:16</p> <p><b>discussions</b> 11:13 33:3 45:13 68:3 93:21 96:3 102:13 132:25 172:6</p> <p><b>dismissing</b> 70:6</p> <p><b>disneyland</b> 110:12</p> <p><b>dispose</b> 19:25</p> <p><b>disposed</b> 20:4</p> <p><b>dispute</b> 69:21 93:18</p> <p><b>distinguished</b> 58:25</p> <p><b>distribute</b> 82:24 143:2</p> <p><b>distributed</b> 142:23</p> <p><b>district</b> 1:6 19:25 20:14 21:5,6 57:18 142:19</p> <p><b>district's</b> 20:4</p> <p><b>districts</b> 142:23 143:4</p> <p><b>divided</b> 91:12</p> <p><b>document</b> 20:5 106:17 107:1</p> <p><b>documents</b> 19:10 19:16,25 20:9,12 20:18,23 21:2,9,11 21:12 22:2</p> <p><b>dog</b> 13:25</p> <p><b>doggone</b> 133:7</p>	<p><b>doing</b> 34:11 37:9 46:21 55:11 57:22 57:22 62:21 64:8 64:8,10,10,22 65:1 68:17,18,19 69:4,5 88:1 91:4,14,19,21 92:7,7,10,25 93:14 97:1,25 98:14,17 99:25 100:1,1,20 100:23 104:12 108:4 119:18 121:6 124:2 129:3 137:16 147:6,19 149:9 152:23,25 159:22,24 160:6 161:14,19,22 167:7</p> <p><b>dollar</b> 116:5</p> <p><b>dollars</b> 24:25 25:3 36:12,23 71:1,22 99:5</p> <p><b>donate</b> 13:5 135:22</p> <p><b>donated</b> 135:17</p> <p><b>door</b> 123:4</p> <p><b>dots</b> 146:25</p> <p><b>double</b> 146:21</p> <p><b>doubt</b> 166:20</p> <p><b>doug</b> 4:20 98:23 166:17 170:7</p> <p><b>douglas</b> 2:6 3:9 4:4 26:16 27:4 28:15 29:3 30:18 31:7 39:12,16 42:23 50:4,7 54:16 59:10 63:16 64:12 94:10 105:21 106:7 114:24 115:4,12 116:3,24 167:25 168:16 172:16</p>	<p><b>dover</b> 151:5</p> <p><b>draft</b> 165:5</p> <p><b>drafting</b> 9:23</p> <p><b>drink</b> 99:11 102:15 159:21</p> <p><b>drive</b> 16:16 24:22 24:23 112:11,13</p> <p><b>driven</b> 17:23 86:17</p> <p><b>dropped</b> 75:24</p> <p><b>drunk</b> 161:17</p> <p><b>due</b> 57:18 86:11</p> <p><b>dumb</b> 24:6</p> <p><b>dump</b> 64:19</p> <p><b>duration</b> 45:20 147:8</p> <p><b>dynamic</b> 110:6</p> <hr/> <p style="text-align: center;"><b>e</b></p> <hr/> <p><b>e</b> 63:3 73:8,20 82:13,13,15,23</p> <p><b>earlier</b> 10:2 11:4 152:13 168:11</p> <p><b>earliest</b> 48:24</p> <p><b>early</b> 65:2 142:16 142:17 156:16</p> <p><b>ears</b> 148:21</p> <p><b>earth</b> 61:13 62:3,9</p> <p><b>easily</b> 154:8</p> <p><b>east</b> 162:7</p> <p><b>easter</b> 13:8,11</p> <p><b>easy</b> 100:16,17 126:13</p> <p><b>eat</b> 97:19 159:17</p> <p><b>eats</b> 137:20</p> <p><b>echo</b> 124:18 169:4 170:6</p> <p><b>economical</b> 136:17</p> <p><b>economically</b> 92:19</p> <p><b>educate</b> 140:6</p>	<p><b>education</b> 9:8 144:12 149:9,25 150:10</p> <p><b>educational</b> 35:13 90:22 96:23 101:2 111:18 113:23 139:15 140:9,19 143:7 158:11 166:14</p> <p><b>educator</b> 113:14</p> <p><b>effect</b> 87:5 146:6 157:10</p> <p><b>effective</b> 86:16</p> <p><b>effects</b> 156:22 157:7</p> <p><b>efficiency</b> 155:6</p> <p><b>effort</b> 43:4 50:14 66:22 68:21 73:18 75:19 121:18</p> <p><b>efforts</b> 59:16,19 73:12</p> <p><b>eight</b> 24:3 29:15 29:17 51:14,22 52:14 105:16 136:19 153:10</p> <p><b>eighth</b> 141:15</p> <p><b>either</b> 68:6 82:2 100:20 125:11 160:13</p> <p><b>el</b> 58:9,10 125:25</p> <p><b>eldridge</b> 2:12</p> <p><b>elementary</b> 141:19</p> <p><b>eliminate</b> 153:1</p> <p><b>eliminating</b> 154:10</p> <p><b>else's</b> 25:4</p> <p><b>embarked</b> 138:6</p> <p><b>embrace</b> 70:5</p> <p><b>embracing</b> 104:14</p> <p><b>empathetic</b> 69:8</p>
--	--	--	--

[empathize - excuses]

<p><b>empathize</b> 125:16  <b>empathy</b> 66:24  <b>employee</b> 173:17  <b>employees</b> 151:25  161:5,9  <b>enable</b> 107:21  <b>encompassing</b>  159:13  <b>encounters</b> 12:10  <b>encourage</b> 128:6  <b>encouraged</b> 88:5  <b>ended</b> 32:13 83:19  <b>endowed</b> 11:5  <b>endure</b> 98:19  125:17  <b>energy</b> 76:7  135:23  <b>enforcement</b>  67:19,21 69:13,15  131:3 155:16,24  156:20 158:15,16  <b>engage</b> 43:21 70:5  81:23 107:12  108:15  <b>engaged</b> 81:15  <b>engagement</b> 59:17  <b>engender</b> 126:8  <b>engineering</b>  138:25  <b>enhance</b> 118:2  <b>enhanced</b> 118:17  161:4  <b>enjoy</b> 9:17 141:9  160:20 166:2  <b>enjoyed</b> 168:5  <b>enjoying</b> 139:22  <b>enrollment</b> 40:22  <b>ensure</b> 29:18  34:11 65:20 67:24  117:12</p>	<p><b>enter</b> 10:12  <b>entering</b> 37:8  <b>enterprise</b> 67:12  70:4  <b>entertain</b> 52:14  140:6 172:11  <b>entertainment</b>  2:12 6:17 13:22  139:3 160:14  <b>enthusiasm</b>  164:23  <b>enthusiasts</b> 12:17  <b>entice</b> 120:1  <b>entire</b> 66:23 92:15  96:18,20 97:10  98:16 107:1  135:22 147:7  166:25 169:23  <b>entities</b> 149:15  <b>entitlement</b> 68:8  68:11 101:10,12  <b>entity</b> 121:10,10  <b>entrance</b> 144:9,10  146:7,17,24  147:14  <b>entries</b> 5:7 138:17  138:20  <b>environment</b>  118:19 126:9  146:5 160:13  <b>epic</b> 156:10  <b>equestrian</b> 72:6,7  72:16 78:3 81:18  81:21 83:10 85:10  85:11 86:3 87:6  97:4 102:2 112:17  135:10,16,25  136:8,17,25  <b>equipment</b> 12:18  36:24 149:5</p>	<p><b>equitable</b> 165:17  <b>equivalence</b> 8:16  <b>errors</b> 151:13  <b>escalator</b> 36:20  41:3  <b>escalators</b> 40:18  <b>especially</b> 141:21  163:9  <b>esq</b> 2:15  <b>essential</b> 21:15  80:2  <b>establish</b> 104:20  145:6 148:11  <b>established</b> 154:16  <b>estate</b> 95:4,7  <b>et</b> 13:21 51:6  109:18  <b>european</b> 58:24  <b>evaluation</b> 144:14  153:20  <b>evening</b> 55:24  <b>event</b> 6:20 7:24  9:16 11:24 12:7  13:4,6,17,18,23  16:24,24,25 17:2  17:11,12,12,18,21  18:4,9,10,15 31:23  31:24 36:19 44:21  45:1,23 48:16  55:17,17 56:4,6  70:11,11 75:14  119:5 120:4 121:2  121:7 123:8,15  124:15 125:19  135:15 136:13  137:25 138:4,4,5,8  138:11,12 140:1  143:7,17 167:4  <b>events</b> 10:6 11:21  11:25 13:15 17:11  17:15,17,18 71:13</p>	<p>113:11 123:2,11  142:21  <b>everybody</b> 3:7  14:4 23:6 25:3  61:8 80:6 82:3,16  82:24 83:11 92:6  92:6 98:13,17  100:3,13,14,14,14  104:7 106:18  112:9 120:13  122:4 123:20  129:2,13 131:11  143:10,14 144:2  156:7,11 162:11  169:2  <b>everyone's</b> 50:23  <b>evolved</b> 93:21  <b>exact</b> 41:1 51:17  135:2  <b>exactly</b> 5:16 53:8  60:16 98:6 156:16  <b>example</b> 94:2  109:19,21  <b>exceeded</b> 115:14  157:25  <b>excellent</b> 36:3 64:1  <b>exceptional</b> 62:12  <b>excessive</b> 40:8  <b>excited</b> 6:9 7:10  11:17 111:1  124:13,13 139:19  165:4,25 166:4,15  167:3,16 169:13  169:14  <b>excitement</b> 167:6  <b>exciting</b> 88:6  <b>exclude</b> 82:9  <b>excuse</b> 37:24 81:7  <b>excuses</b> 19:15,17  22:1</p>
---	--	---	---

[execute - farm]

<p><b>execute</b> 100:2 104:16,20 <b>executed</b> 158:3 <b>executive</b> 2:13 21:24 22:3 35:19 157:16,17 <b>exercise</b> 21:21 46:21 82:1 <b>exhibit</b> 12:12 57:3 57:4,8 58:23 140:10 <b>exhibition</b> 135:18 <b>exhibitors</b> 13:20 <b>exhibits</b> 9:8 138:23 139:5 140:19 <b>exist</b> 124:14 <b>existing</b> 47:13 <b>exists</b> 79:3 <b>exit</b> 24:22 <b>expand</b> 6:8,16 146:22 <b>expanded</b> 112:21 <b>expanding</b> 89:24 <b>expect</b> 115:7 <b>expectations</b> 158:1 <b>expenditures</b> 118:11 <b>expense</b> 82:5 <b>expenses</b> 7:25 8:4 <b>experience</b> 12:10 30:6 62:9 64:16 99:2 113:17 118:3 128:16,25 145:21 154:1 155:1 165:6 165:8,24 166:6,23 172:5 <b>experiences</b> 98:25 99:14 113:25</p>	<p><b>experiencing</b> 125:24 <b>expire</b> 29:16 <b>expired</b> 29:25 48:4 <b>explain</b> 8:10 36:14 <b>explaining</b> 108:24 <b>explanation</b> 30:14 <b>explore</b> 9:19 35:10 95:23 109:23 125:3 <b>explored</b> 35:24 <b>explorium</b> 141:2 <b>expo</b> 13:17,19 138:5,7,11 143:3 <b>expose</b> 71:19 <b>exposed</b> 15:21 70:25 71:23 <b>exposure</b> 153:2,9 <b>express</b> 57:1 66:22 <b>expressed</b> 67:7 124:19 <b>extend</b> 29:15 47:13,18 83:23 90:12,13 <b>extended</b> 29:24 83:17,18 <b>extension</b> 112:25 <b>extensions</b> 34:2,5 <b>extensive</b> 83:10 <b>extent</b> 21:2 <b>extra</b> 22:14 <b>eye</b> 4:25 156:13 <b>eyes</b> 81:25 148:21</p> <p style="text-align: center;"><b>f</b></p> <p><b>fabulous</b> 135:15 137:12 150:17 <b>face</b> 66:22,22 <b>facebook</b> 24:16 69:19 73:8 <b>facilitate</b> 170:14 170:18 171:1</p>	<p><b>facilities</b> 2:12 10:8 38:5 66:5 79:5 81:21 86:4 113:3 <b>facility</b> 36:22 70:3 89:15 111:17 126:6 <b>facsimile</b> 2:17 <b>fact</b> 17:14 42:10 44:14 46:16 57:13 68:15 73:23 136:20 163:25 <b>factor</b> 170:1 <b>failure</b> 156:10 <b>fair</b> 4:24,25 5:15 5:20,22 6:7 7:6 8:12 10:9,22 11:16,18 12:8 13:15,18 17:7 18:16,17,18 19:3 24:2,22 26:6 29:25 30:6,7 31:23 35:12 36:19 60:13 61:9 62:18 62:22 63:1,13 90:24 91:2 107:3 107:6,8,23 112:10 112:11 123:21 125:8 138:4,7 139:25 140:1 141:1,7,8 142:10 142:21 143:17,23 145:10,13 146:17 147:9 151:24 152:11 155:15 161:9,14 164:13 164:24 165:1,6,9 165:10 166:11 167:8 169:13 171:9 172:3 <b>fairground</b> 18:3 112:19</p>	<p><b>fairgrounds</b> 2:4 9:14 10:3,16 16:3 16:4,10,12 17:3 19:11 20:8,10,25 21:8 25:14 31:25 31:25 35:11,12 36:20 55:25 60:3 75:9 85:12,14 111:20 112:15 113:12,16 121:17 122:6 129:13,24 137:9 158:23 <b>fairly</b> 33:4 <b>fairview</b> 10:16 <b>faith</b> 167:14 <b>fall</b> 136:5 142:16 <b>falls</b> 136:10 <b>familiar</b> 87:12 <b>families</b> 128:25 135:22 140:22 141:17 160:7 <b>family</b> 9:15 13:17 13:24 24:20 58:18 97:14 109:22 113:24 128:2 140:24 141:5 142:10,21 158:22 <b>fancy</b> 152:15 <b>fantastic</b> 152:6 <b>far</b> 14:18 70:10 99:7 129:24,25 130:1 147:13 148:7 151:18 153:18 159:9 163:19 <b>farm</b> 12:2 14:4 35:14,21 56:16 76:16 102:1 115:21 139:7,20 141:9 142:6 166:12</p>
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[farmer's - forward]

<p><b>farmer's</b> 14:11 17:19</p> <p><b>farms</b> 96:22 112:16 116:7 128:12 129:14,15</p> <p><b>fascinating</b> 97:8,9</p> <p><b>fast</b> 93:12 133:7 154:7</p> <p><b>father's</b> 61:2</p> <p><b>favor</b> 42:10 172:15</p> <p><b>favorable</b> 7:22,25 8:3,8</p> <p><b>favorite</b> 149:8</p> <p><b>fear</b> 95:16,17</p> <p><b>fearful</b> 104:6,6,7,9 104:13,14</p> <p><b>fears</b> 136:25</p> <p><b>featured</b> 6:1</p> <p><b>featuring</b> 140:10 140:23</p> <p><b>february</b> 7:13,15 7:19 20:7,22 26:11 65:19 139:10</p> <p><b>federal</b> 92:14,16 92:17,21</p> <p><b>federation</b> 5:2</p> <p><b>fee</b> 36:10,17 37:16 40:12,22</p> <p><b>feedback</b> 74:21 75:5 80:5,10</p> <p><b>feel</b> 23:13 64:7 124:20 128:15 146:3 148:14</p> <p><b>feeling</b> 44:17,22 82:4</p> <p><b>fees</b> 36:22 71:9,10</p> <p><b>fellows</b> 156:17</p> <p><b>felt</b> 6:15 43:5 44:13 66:20</p>	<p><b>festival</b> 7:23 13:2 142:19</p> <p><b>fiduciaries</b> 126:7</p> <p><b>field</b> 138:16 140:8</p> <p><b>fifth</b> 37:7</p> <p><b>fight</b> 12:20</p> <p><b>figure</b> 87:2</p> <p><b>figured</b> 118:7</p> <p><b>figuring</b> 52:13</p> <p><b>files</b> 21:20</p> <p><b>fill</b> 80:9</p> <p><b>final</b> 165:5</p> <p><b>finalize</b> 107:7</p> <p><b>finally</b> 25:17,18 124:20</p> <p><b>finance</b> 2:11 7:13</p> <p><b>financial</b> 60:4,8 66:25 71:5 93:6 96:13 103:17 106:22</p> <p><b>financially</b> 55:11 60:13 71:21 86:6 173:16</p> <p><b>financials</b> 7:14</p> <p><b>financing</b> 107:13</p> <p><b>find</b> 22:25 33:4 42:13 56:4 67:8 68:13 74:18,25 79:3 86:5 87:19 91:5 118:13 170:19</p> <p><b>fine</b> 65:10 111:12 135:9</p> <p><b>fingers</b> 64:24</p> <p><b>finish</b> 32:1</p> <p><b>finished</b> 11:22 36:10 149:22 150:16</p> <p><b>finishing</b> 9:3</p> <p><b>fire</b> 104:4</p>	<p><b>firm</b> 61:12 81:20</p> <p><b>firms</b> 103:3</p> <p><b>first</b> 5:5 13:1 15:15,25 27:12,19 31:20 32:21 36:11 38:8 39:4 41:10 41:14 45:14,25 46:2,13 48:7 55:9 56:25 76:13 83:14 90:19 108:15 118:25 119:16,19 125:21 126:17 138:14 145:17 153:10 167:10 170:13 171:5</p> <p><b>fiscal</b> 89:20,24,24 90:8 93:8</p> <p><b>fit</b> 93:5</p> <p><b>five</b> 31:19,21 32:4 32:10,13,14,21 33:1,2,5,10,17,19 34:19,23,25 36:11 38:9 39:4 40:7,19 43:2,10 44:9,25 46:18,25 49:21 50:11,16,17 75:3 106:25 151:10 162:5 171:16</p> <p><b>fix</b> 22:20</p> <p><b>fixed</b> 148:12,17</p> <p><b>flashing</b> 95:19</p> <p><b>flew</b> 151:12</p> <p><b>flowers</b> 112:22</p> <p><b>fluffy</b> 5:23</p> <p><b>flush</b> 131:6</p> <p><b>flyer</b> 165:6</p> <p><b>flyers</b> 142:22 143:8</p> <p><b>focus</b> 109:22 169:25</p>	<p><b>focused</b> 107:20</p> <p><b>focusing</b> 5:13</p> <p><b>folks</b> 15:13 67:9 67:10 75:15 94:19 108:6 140:18 166:18</p> <p><b>follow</b> 50:22,22 64:9 90:3 170:16</p> <p><b>fond</b> 13:23</p> <p><b>food</b> 36:21 139:4 140:21</p> <p><b>foot</b> 132:4 146:16</p> <p><b>footprint</b> 112:20</p> <p><b>force</b> 55:1 60:24 64:4 65:11 77:19 78:3 79:17 87:19</p> <p><b>forced</b> 44:18</p> <p><b>forces</b> 79:13</p> <p><b>foregoing</b> 173:7,9 173:13</p> <p><b>forget</b> 14:11 39:23</p> <p><b>form</b> 17:5 48:21</p> <p><b>formal</b> 49:23 144:12 149:9</p> <p><b>format</b> 38:2</p> <p><b>formed</b> 22:17 166:22</p> <p><b>former</b> 51:10 53:2 96:5 102:19 103:2 103:4 138:5 151:3 151:24,25</p> <p><b>formerly</b> 9:4</p> <p><b>forms</b> 136:1</p> <p><b>formulate</b> 89:17</p> <p><b>forth</b> 60:9 88:17 173:8</p> <p><b>fortunate</b> 93:16</p> <p><b>fortunately</b> 151:24</p> <p><b>forward</b> 9:25 16:14 23:19 26:15</p>
--	---	--	---

[forward - go]

<p>34:23 43:19 44:20 48:11,21 50:13 51:7 57:8 73:2,5 79:22 80:1,5 88:9 130:9 164:3 <b>fossil</b> 12:13 <b>found</b> 13:24 113:25 <b>foundation</b> 10:5 56:23 57:1 58:14 59:15 114:7 115:7 115:21,24 142:6 <b>four</b> 25:12 39:22 40:1 50:16 63:1 75:3 84:9 96:4 100:7 106:20 107:11 117:13 138:5 140:15 169:2 <b>fourth</b> 49:9 <b>frampton</b> 5:24 <b>frankly</b> 119:6 <b>free</b> 12:19 52:8 65:7 123:23 <b>freeway</b> 145:16 <b>frequently</b> 77:6 <b>fresh</b> 141:9 <b>fresno</b> 17:23 <b>friday</b> 4:23 13:8 13:10 14:5 75:1 75:10 123:15 141:11 153:21 <b>friday's</b> 138:16 <b>fridge</b> 152:17 <b>friendly</b> 9:16 133:20 144:21 158:22 <b>friends</b> 76:4 <b>frightened</b> 97:22 <b>front</b> 14:12 135:20 160:16</p>	<p><b>fruit</b> 112:22 125:7 <b>fruition</b> 153:14 <b>fulfill</b> 70:24 <b>fulfilling</b> 15:4 <b>full</b> 5:13 11:10 29:18,24 51:16 61:20 107:12 135:23 165:8 166:6 <b>fun</b> 121:13 141:9 <b>functioning</b> 21:16 <b>fundraising</b> 59:16 <b>funds</b> 115:6 141:22 <b>funnel</b> 112:7 <b>further</b> 17:14 21:1 54:4 62:20 114:18 173:13,15 <b>future</b> 43:22 121:4 123:1 151:17 159:11</p>	<p><b>g</b></p> <p><b>gabriel</b> 5:23 <b>gala</b> 5:3 <b>game</b> 90:24 <b>games</b> 12:13 140:5 140:21 <b>garage</b> 112:2,8 <b>garden</b> 12:2 112:21 141:19 <b>gardener</b> 112:24 <b>gary</b> 32:4,22,24 37:18 47:3 55:3,6 55:7,9 <b>gate</b> 61:22 112:6 112:10,10 129:19 144:9 146:7,24 147:3,6,24 155:11 162:5,5,7 165:10 165:22</p>	<p><b>gates</b> 144:10 146:17,19 147:2 147:14 148:24 155:15 162:3 <b>gathering</b> 65:17 <b>general</b> 2:14 12:4 37:21 71:18 72:19 <b>generally</b> 6:15 <b>generated</b> 37:12 <b>generates</b> 106:12 <b>generating</b> 91:3 <b>generation</b> 113:10 <b>gentleman</b> 145:8 <b>gerardo</b> 2:6 3:23 28:22 31:1 36:7 37:1,6,23 38:13,15 38:19,23 39:1,6 40:6,24 41:4 43:1 47:11 49:2 54:10 103:9 108:20 111:1 116:18 127:23 172:18 <b>getting</b> 24:21 33:9 33:10 50:7 60:12 63:2 65:25 80:5 81:24 94:21 95:4 96:23 97:2 98:2 102:9 105:17 112:24 120:25 121:14 126:18 131:6 139:19 146:8 147:22 148:2 153:7 155:11 163:24 166:13 168:6 <b>gibran</b> 2:22 85:1,3 85:7,8 86:24 135:9 137:15 <b>gift</b> 166:2 <b>girl</b> 109:25</p>	<p><b>give</b> 8:21 16:15 18:13,18 45:2 47:21 61:8 64:17 65:14 77:11 81:14 82:3 94:2 101:18 101:19,20,21 105:19 108:6 115:24,25 116:1 117:24 122:9 130:8 136:12 138:10 158:24 164:17 166:21 <b>givebacks</b> 60:14 60:18 <b>given</b> 5:1 44:18 49:10 109:13,17 125:14 159:1 166:2 168:19 <b>gives</b> 94:14 106:13 136:22 <b>giving</b> 51:15 102:10 136:14 137:5 <b>glad</b> 4:22 164:3 169:1,5 <b>glitch</b> 15:16 <b>glued</b> 118:1 <b>go</b> 6:23 8:5 16:9 16:12 17:9 19:21 22:15 29:18 35:5 41:19 43:18 45:1 47:17 51:7 57:13 58:1 64:18 66:17 68:16,21 69:20 71:24 73:2,4 78:15 86:18 87:5 89:11,22 92:13,14 93:12 96:25 98:16 99:11 104:15 105:20 106:22,23 109:7 110:12</p>
---	---	--	--	---

[go - group]

<p>112:18 119:25  120:10,12 122:10  124:16 128:16  130:14 131:12  133:4 139:17,18  144:6 145:23  148:24 155:24  156:20 161:5  166:2,12 168:17  169:23  <b>goal</b> 6:10 9:15  154:10 157:19  160:20 166:16  <b>goals</b> 6:7 145:23  <b>goat</b> 139:17  <b>gobar</b> 81:19,24  84:2  <b>god</b> 99:6 137:3  160:18  <b>goers</b> 4:25  <b>goes</b> 15:22 73:20  78:11 80:8 85:15  91:23 117:9  130:19 152:20  154:3  <b>going</b> 7:7 8:21  15:14 18:21,22,23  23:11,14 24:5,17  24:20,22,23,24  25:2,21,25 26:2,4  33:14 34:6,12  35:11 39:25 40:17  43:11 44:2 45:21  45:22,24,25 46:3  47:21,21 48:10  51:16,23 55:16,24  57:20,23 59:14  61:9,9,22 62:3,18  62:21,22 63:16,17  64:23 65:4,14  66:16 68:20,21,22</p>	<p>69:22 71:21 72:7  73:9,13,14 75:14  76:9,17 78:12,13  78:18,18 79:1  82:6,25 83:13,21  83:22 84:2,8,8,15  85:20,21 86:7  88:3 89:4,15 90:2  90:7,10 93:13,25  94:6,17,18,22,23  95:16,19 96:14,15  97:18,20 98:6,7,7  98:11,15 99:15,16  99:17,20,23  101:14 102:1,6  104:10 105:18  106:5,24 108:5  118:12 121:23  122:15 123:7,8  124:4,5,6 126:21  126:21 127:1,2,8  127:21 128:21  129:8,23 130:3,14  131:4,19,20,24,25  132:2,3 133:6,12  134:16,16,16,18  134:19,19 135:15  136:13 137:8  142:8 143:15,22  145:17,19 146:2  146:16,21,21  147:1,25 148:3,11  148:17,20 149:3  149:23 150:3,5,25  151:15 152:24  154:24 155:1,4,21  155:24 158:1  161:21 162:10  163:1,4,24 165:19  166:5,8,9 167:4,9  167:14 168:12</p>	<p>169:1  <b>gold</b> 5:3  <b>gonsalves</b> 5:10  <b>good</b> 3:7,9 4:16,17  4:18 16:21 19:8  23:23,24 26:10  32:25 33:4 36:4  45:7 52:21 57:7  65:4 74:19 76:6,7  77:2,3 82:4 87:24  88:8 92:1 102:7  105:9 106:17,25  107:9 110:17  118:7 120:13,14  122:6 124:17  129:6 130:24  133:2 134:14  137:23 147:20  150:7,24 151:22  156:13,13 169:10  170:25 171:4  <b>goods</b> 122:5,6  <b>gosh</b> 83:13 137:3  <b>governance</b> 54:25  56:14  <b>government</b> 21:15  21:18,20 92:17,18  149:15  <b>governor's</b> 4:23  <b>grace</b> 101:10  <b>grade</b> 141:15  <b>graders</b> 141:20  <b>graduated</b> 104:1  150:17  <b>grateful</b> 124:20  125:15  <b>gratitude</b> 57:1  <b>gray</b> 160:17  <b>great</b> 5:4 7:22  13:17 14:22 20:19  20:21 25:13,16</p>	<p>31:23 32:23 33:15  34:12,14 56:12,12  57:6,22 58:4,23  60:3,21,25 65:25  75:24 76:2 77:4  77:10 87:17 88:20  93:18,18,19,25  94:15,17 97:5  102:14 108:19  112:25 113:13  114:8 118:8 123:9  124:8,8,8,9,12  127:7,15,16,23  129:4,5 131:18  134:10,20 135:25  137:25,25,25,25  139:3,4,24 140:3  140:14,21,23,24  142:20 143:6,14  143:21 153:20,22  154:5 155:17,17  158:9 161:12,13  161:23,24 164:2  164:14 169:2  171:8 172:4  <b>greater</b> 129:6  <b>greatest</b> 171:9  <b>green</b> 112:4,12  147:3  <b>greeting</b> 167:10  <b>greg</b> 2:21 23:22,22  23:23,25,25 24:10  24:17  <b>grew</b> 97:13  <b>groomers</b> 13:20  <b>gross</b> 6:5  <b>grounds</b> 66:8  73:19 96:18,20  <b>group</b> 59:13 64:18  66:8 75:15 97:4  139:2</p>
--	--	--	--

[groups - hired]

<p><b>groups</b> 113:8 137:5 142:25 166:8,10 <b>grove</b> 141:19 <b>grow</b> 85:24,25 92:2 167:4 <b>growing</b> 37:13 87:16,16,17 <b>grown</b> 37:7,9 <b>growth</b> 70:6 138:13 <b>grumpy</b> 52:2 <b>guaranteed</b> 36:25 <b>guard</b> 149:14,24 152:2 <b>guards</b> 149:19 150:8 <b>guess</b> 26:6 44:8 60:18 168:10 <b>guest</b> 145:14,21 153:25 155:1 166:23 <b>guests</b> 12:9 139:16 139:19 147:9 148:14 155:7 156:3 160:11 <b>guidelines</b> 145:13 <b>gun</b> 17:11 <b>guns</b> 69:24 146:8 <b>guy</b> 15:25 102:23 102:23 103:18 105:11 <b>guys</b> 25:6 26:6 56:8 76:25 99:1 112:14 118:1 121:23 126:7,14 131:15 134:6 144:7 151:4 158:13 164:2 <b>gymnastics</b> 87:12 137:16</p>	<p style="text-align: center;"><b>h</b></p> <p><b>habit</b> 18:14 <b>half</b> 56:2 73:6 106:21 <b>hall</b> 14:7 35:14,21 56:23 58:2 59:6 76:15 96:22 98:9 102:3 114:7,14 128:23 129:15,16 166:12 <b>hammett</b> 10:13 <b>hand</b> 8:15 114:12 139:9,11 <b>handle</b> 95:5,18 <b>handled</b> 84:1 <b>handling</b> 144:13 152:12,19 <b>hands</b> 138:23 140:11 143:5,8 <b>hang</b> 119:12 <b>hangar</b> 6:12 12:22 <b>happen</b> 18:19 23:8 24:22 75:4 87:19 89:18 98:5 105:2 105:3 134:6 159:19 163:3 <b>happened</b> 16:7 44:16 109:4 122:13 133:25 156:10 <b>happening</b> 5:17 12:7 17:2 18:5 84:11 88:23 93:22 94:11 122:1 <b>happens</b> 5:14 33:23 47:5 48:14 98:20 136:5 <b>happy</b> 25:16 77:13 138:2 141:10,21 143:10 165:14</p>	<p><b>hard</b> 47:3 60:9 64:17 86:1 117:8 120:8 122:12 123:12 146:9 147:4 <b>harmful</b> 147:12 <b>harry</b> 36:8 <b>harvest</b> 125:7 <b>hash</b> 155:3 <b>hatch</b> 10:18 <b>hate</b> 16:16 158:24 <b>hats</b> 85:9 <b>haul</b> 112:16 <b>head</b> 85:10 <b>headed</b> 64:25 93:13 145:9 154:5 <b>healing</b> 85:19 <b>health</b> 70:14 71:4 <b>hear</b> 5:2 11:19 35:3 41:21 44:22 47:21 57:6 67:2,8 73:17 84:7 89:5 108:15 116:2 127:7 131:19 133:17,18 160:15 164:2 <b>heard</b> 5:10 24:3,6 26:4 30:13 41:12 41:23 42:17 70:13 70:17 <b>hearing</b> 15:11 40:22 92:11 98:25 127:7 <b>heart</b> 129:20 164:22 <b>heat</b> 83:8 <b>held</b> 61:18 138:7 139:25 <b>help</b> 15:14 44:2 53:24 67:11 74:13 75:4,9 76:12 80:8</p>	<p>85:25 88:17,19 97:1 101:6,7 119:21,21 127:8 130:3 135:24 136:21,25 155:18 156:2 162:16 163:12 167:12 169:5 <b>helped</b> 7:23 75:15 75:20 148:16 <b>helpful</b> 75:8 96:13 <b>helping</b> 87:18 100:13,14 112:14 157:19 <b>helps</b> 102:10 <b>herft</b> 2:1 <b>heroes</b> 14:7 35:14 35:21 56:23 58:2 59:6 76:15 96:22 98:9 102:2 112:16 114:7,14 128:23 129:15,16 166:12 <b>hesitancy</b> 127:9,11 <b>hey</b> 25:25 88:21 99:10 101:25 122:1 128:15 <b>high</b> 10:17 55:12 71:13 <b>higher</b> 37:16 113:8 <b>highlight</b> 11:25 61:6,8 62:18 <b>highlights</b> 5:19 <b>highly</b> 113:21 <b>hill</b> 81:16 99:16,17 100:6 <b>hills</b> 11:4 <b>hip</b> 118:1 <b>hired</b> 81:19 119:23</p>
---	---	---	--



[hires - including]

<p><b>hires</b> 93:1  <b>hiring</b> 76:11  <b>hispanic</b> 6:8  <b>historical</b> 59:8  76:2  <b>history</b> 15:25 16:2  16:2 33:22 37:2  41:17 44:18 76:18  136:4  <b>hit</b> 145:20 167:1  <b>hobbyists</b> 13:20  <b>hold</b> 22:13  <b>holders</b> 149:24  <b>holding</b> 21:12  <b>holds</b> 105:8  <b>holistic</b> 128:16  <b>holy</b> 151:1  <b>home</b> 56:5 58:18  83:1 124:23  <b>homegrown</b> 12:3  <b>homeland</b> 150:20  <b>homes</b> 94:25 95:1  <b>honest</b> 23:8  <b>honor</b> 5:5 36:7  <b>hoopla</b> 120:24  <b>hope</b> 61:23 133:17  139:23 143:9  167:5  <b>hopeful</b> 65:3 172:7  <b>hopefully</b> 43:23  56:8 145:7 147:14  150:9 151:15  152:10 155:18  <b>hoping</b> 72:18  102:17  <b>hops</b> 128:3  <b>horrible</b> 16:6  <b>horse</b> 80:7 87:17  88:22 97:3,12,12  97:15 136:19  137:11</p>	<p><b>horseback</b> 87:15  88:1 97:2  <b>horses</b> 79:15 83:11  85:19,19 87:12  88:19 97:6,7,9,19  97:22 136:18,24  137:15,19  <b>horticulture</b> 113:2  <b>hosting</b> 9:13  <b>hot</b> 75:16 158:12  <b>hotdog</b> 101:24  102:4,6  <b>hotdogs</b> 166:3  <b>hour</b> 136:19  141:10  <b>hours</b> 15:4,6  148:18 149:20  155:15  <b>house</b> 125:21  <b>hub</b> 31:25  <b>huge</b> 86:14  <b>human</b> 157:10  <b>humane</b> 13:21  <b>hundred</b> 36:23  38:16,16,21 39:8  39:11 51:20 99:4  143:7  <b>hundreds</b> 25:2  70:25 71:22  <b>hurt</b> 153:5,7  156:24  <b>hurts</b> 126:12  <b>husband</b> 76:4  137:18  <b>hussong's</b> 148:12  <b>hybrid</b> 141:5</p>	<p>131:25 170:24,25  <b>ideas</b> 45:7 56:12  56:12 74:23 76:13  90:1 91:6 96:24  108:18 111:19  120:14 121:20  122:17 131:18  132:18  <b>identical</b> 45:24  <b>identified</b> 148:8  <b>identifies</b> 144:25  <b>identify</b> 140:15  142:6 148:10  <b>iglesias</b> 5:23  <b>ignore</b> 131:3  <b>ikea</b> 141:3  <b>image</b> 156:25  <b>imagination</b>  142:14  <b>imagine</b> 17:23,25  <b>imagines</b> 109:11  <b>imaginology</b> 5:14  5:18 9:10 13:14  109:21 135:12,14  135:14 136:5,10  136:13 137:11,25  138:4,9,12,14,22  139:20,23 140:5  140:16 141:3,4,6  141:24 142:13,18  142:22 143:3,6  <b>immediately</b>  122:21  <b>immigration</b>  158:19 159:9  <b>impact</b> 29:21 44:6  60:13 66:25 93:6  93:14 107:3  156:25  <b>impede</b> 33:13 44:3</p>	<p><b>implement</b> 104:22  105:7 152:10  <b>implications</b>  171:18  <b>important</b> 30:3  31:22 66:21 68:5  72:14 79:23 85:20  86:25 89:17 90:1  93:11,16 106:11  107:23 109:10  118:10,24 120:9  129:11,12,12,21  132:9 144:19  146:10,12 169:22  172:2,8  <b>importantly</b> 114:1  <b>imprecise</b> 20:13  <b>impressed</b> 6:24  10:7 163:25  <b>improve</b> 77:14  79:1 86:5 133:1,1  133:3 147:14  153:1,24 155:6,12  <b>improved</b> 154:21  <b>improvements</b>  78:13,14 79:2  118:18  <b>improving</b> 133:5,5  <b>incentivize</b> 101:1  <b>inception</b> 135:16  <b>incident</b> 150:21  156:24 157:13  <b>include</b> 7:8 11:16  36:23 45:25 49:24  53:5 59:4 159:11  <b>included</b> 65:21  69:23  <b>includes</b> 12:12  32:18  <b>including</b> 5:22  45:19,19 59:5</p>
	<p><b>i</b></p>		
	<p><b>iavm</b> 150:18  <b>idea</b> 17:20 45:15  60:20 72:22 92:3  96:17 97:22 101:3</p>		

[including - josh]

<p>61:1,1  <b>inclusive</b> 158:23  <b>income</b> 141:17  <b>increase</b> 6:3,5 38:1  86:15,20,20 88:7,9  88:14 113:1 137:7  144:11,15 148:7  148:22 154:1  <b>increased</b> 112:22  113:5  <b>increases</b> 38:5  41:2 155:8  <b>increasing</b> 113:13  <b>incredible</b> 55:21  102:25 140:19  <b>incredibly</b> 125:18  <b>indication</b> 125:6  <b>individual</b> 139:2  <b>individuals</b> 21:19  86:17 87:3,3  136:9  <b>inflation</b> 40:18,19  41:3  <b>influencing</b> 99:6  <b>influential</b> 99:12  <b>information</b> 27:19  40:13 67:21 72:10  72:11 73:1 75:5  78:9 86:25 143:4  148:10 167:23  <b>informed</b> 69:23  72:3  <b>infrastructure</b>  118:13  <b>initial</b> 62:5 107:24  <b>initiative</b> 6:18  102:8  <b>initiatives</b> 6:9  77:19 106:2,3  143:22 144:6</p>	<p><b>inner</b> 97:13,21  <b>innovative</b> 131:18  <b>input</b> 65:16,24  77:11,12 161:24  168:19  <b>ins</b> 152:6,7  <b>inside</b> 12:22  112:15 165:22  <b>insistent</b> 21:16  <b>inspect</b> 150:5  <b>inspire</b> 140:6  <b>inspires</b> 101:18  <b>instance</b> 96:21  97:24 127:18  <b>instances</b> 20:12  <b>institute</b> 6:20 7:5  139:25  <b>institution</b> 23:6  <b>instructed</b> 113:4  <b>insurance</b> 8:6  <b>insured</b> 153:4  <b>integrate</b> 98:8  <b>integration</b> 76:14  76:18 96:18,20,25  100:13 109:11  <b>intelligence</b> 67:22  69:18 131:4  <b>intended</b> 135:10  <b>intent</b> 43:18 69:7  108:21  <b>interact</b> 77:6  84:10,22  <b>interaction</b> 161:7  <b>interactions</b>  134:15 158:7  <b>interactive</b> 97:23  140:9,18  <b>interest</b> 60:25  67:10,18 70:3  77:9 102:23  152:20</p>	<p><b>interested</b> 6:24  84:16 91:18 94:3  173:16  <b>interesting</b> 95:6  170:19  <b>interests</b> 102:22  <b>interim</b> 171:4  <b>internal</b> 66:3  <b>internally</b> 90:9  <b>international</b>  87:13 151:5  <b>internment</b> 58:19  <b>interruption</b> 29:21  <b>introduce</b> 138:3  140:17  <b>introduced</b> 150:18  <b>introducing</b> 113:6  136:24  <b>introduction</b>  135:25 140:3  <b>inventing</b> 128:9  <b>investigative</b>  149:13  <b>invite</b> 15:13 32:4  117:17  <b>invited</b> 7:2 41:22  81:4  <b>inviting</b> 10:19  <b>involved</b> 42:3 71:4  71:5 72:9 92:6  165:13 167:11  <b>involvement</b> 79:12  83:17 88:14  155:20  <b>irvine</b> 81:17  <b>issue</b> 30:5 71:8  95:24,25 99:19  108:14  <b>issued</b> 149:14  <b>issues</b> 8:6 22:19  40:12 71:4,5</p>	<p>74:12 114:9  132:25 153:9  154:19 155:18  158:19 168:19  <b>item</b> 4:13 30:17  31:15 45:9,14  81:8 108:5 111:7  117:16 134:22  135:5 164:13  <b>items</b> 11:14 27:13  27:15,18 28:6,8  167:19 172:10</p>
<b>j</b>			
<p><b>jack</b> 10:13  <b>jamboree</b> 83:23  <b>japanese</b> 58:16,22  58:24  <b>jeanine</b> 2:20 16:20  16:21,22 19:6  <b>jeff</b> 2:12 117:25  119:1 120:8 122:5  124:1,17  <b>jerk</b> 24:7  <b>jerry</b> 2:12  <b>joan</b> 57:2  <b>job</b> 34:14 57:4,7  58:4 67:23 104:17  104:18,21 149:4  150:24 153:6  171:8,9  <b>john</b> 9:12 113:20  <b>john's</b> 140:19  <b>join</b> 59:14 153:23  <b>joining</b> 140:8  141:16  <b>joint</b> 75:19  <b>josh</b> 45:17 47:12  47:20 48:15 49:7  49:20 50:8,19  51:4 52:3,24 53:8  117:9 167:21</p>			

[joshua - la]

<p><b>joshua</b> 2:15  <b>journal</b> 128:8  <b>journalist</b> 103:15  <b>juggling</b> 86:7  <b>july</b> 9:14,21 10:21  <b>jump</b> 97:19  <b>jumping</b> 94:1  <b>june</b> 107:5</p>	<p><b>ken</b> 2:11 8:19,21  8:25 9:2 61:3,10  62:4,8,24 65:13,15  106:18 122:15  157:22 170:15  <b>ken's</b> 61:4  <b>kenny</b> 5:25  <b>kevin</b> 149:16  <b>key</b> 5:11  <b>kick</b> 56:24 66:16  90:2 108:7  <b>kicked</b> 112:24  <b>kicks</b> 71:15,16  <b>kid</b> 88:22 153:5  164:21 166:1  <b>kidding</b> 105:15  133:4  <b>kids</b> 11:18 14:2  37:20,20 55:15,18  55:18 56:6 57:23  88:16,19 97:21  136:7,19 137:16  141:9 143:5  164:13,15,24,25  165:21 166:6,16  <b>kill</b> 102:16  <b>killed</b> 58:12  <b>kind</b> 39:24 40:21  59:8 60:15,18  63:19 66:25 71:15  78:8,11 83:12  88:2,6 89:17  91:17,22 93:11  94:16 97:24 98:4  98:19 106:19  107:3,4 108:7  110:10,13 111:6  119:1 121:13  160:8 161:15  162:20 166:7  167:13</p>	<p><b>kindly</b> 3:15 33:20  <b>kinds</b> 44:22 63:6  90:18 91:21  127:12 128:3  172:6  <b>king</b> 12:11  <b>knee</b> 24:6  <b>knew</b> 24:14 86:25  147:19  <b>know</b> 10:15 13:22  14:17 15:22 18:20  22:18,19,20,24  24:5,19,20 25:5,9  25:17,23,25 33:8  34:1,8 35:7,8,15  37:10,14 40:13,24  44:1,8,9,10,10,23  44:25 45:2 49:10  51:9,24 56:19,25  57:15 58:1,8,20,21  58:22 60:24 61:3  64:9,11,22 66:24  67:20 68:23 69:8  69:9,10,16,17 70:2  70:7 72:7 73:9,12  73:17,21 76:15  77:7 78:16 79:1,2  79:14,20 80:9,15  80:24 82:1,8  83:14,21 84:2,5,21  85:14,21 86:4,8,14  86:16,19,24 89:7  89:12 90:11,12,14  90:22,24 91:2,8,10  93:19 94:7 95:17  95:20 96:1,2,3  97:14 98:6,9,19  99:16,17,22,25  100:4,5,7 101:17  101:25 102:6,6,14  102:15,19,20,22</p>	<p>102:24 103:21  104:10,15 110:6  114:17 115:23,24  117:9 118:5 119:9  122:2 123:12,12  125:16,21 126:12  126:13 127:11,15  128:1,8 130:23,23  131:22 136:15  137:7 142:4 144:5  148:1 151:2  152:16 156:6,7  158:10,12 163:1  163:10,22 164:9  164:12 165:11,20  167:9,12 168:7  170:21 171:22,23  172:3,4  <b>knows</b> 79:19 83:11  85:19 121:22  152:6,7  <b>kramer</b> 2:10 4:15  4:19 8:18,23 9:1  15:2 19:15 20:6  20:16 21:10 27:17  27:23 28:2 29:13  30:12 31:16 53:18  59:13 73:14 74:3  74:15 76:21 80:17  82:20 115:11,14  115:17,20 143:19  161:4 163:13  164:17 168:14  171:2  <b>kudos</b> 76:5  <b>kutscher</b> 32:5 55:7  55:9</p>
<b>k</b>			
<p><b>k</b> 146:15,16,25  147:5,7 154:2  155:4 161:11,18  162:10 163:7  <b>karns</b> 2:11 8:19,21  8:25 61:8,10 62:4  62:8,24 65:15  66:11 170:15  <b>kathy</b> 2:10 4:15,19  8:18,23 9:1 15:2  27:17,23 28:2  29:13 30:12 31:16  53:18 73:14 74:3  74:15 76:21 80:17  82:20 106:18  115:11,14,17,20  122:15 125:3  143:19 149:17  150:17 161:4  163:13,22 164:17  168:11,14 171:2  <b>keene</b> 47:24 49:7  <b>keep</b> 15:15 59:18  63:8 107:22  134:13,14,16  136:22 137:13  144:4 162:21  <b>keeping</b> 64:24  90:23  <b>keeps</b> 36:21  <b>kelly</b> 3:14</p>	<p><b>kill</b> 102:16  <b>killed</b> 58:12  <b>kind</b> 39:24 40:21  59:8 60:15,18  63:19 66:25 71:15  78:8,11 83:12  88:2,6 89:17  91:17,22 93:11  94:16 97:24 98:4  98:19 106:19  107:3,4 108:7  110:10,13 111:6  119:1 121:13  160:8 161:15  162:20 166:7  167:13</p>	<p>102:24 103:21  104:10,15 110:6  114:17 115:23,24  117:9 118:5 119:9  122:2 123:12,12  125:16,21 126:12  126:13 127:11,15  128:1,8 130:23,23  131:22 136:15  137:7 142:4 144:5  148:1 151:2  152:16 156:6,7  158:10,12 163:1  163:10,22 164:9  164:12 165:11,20  167:9,12 168:7  170:21 171:22,23  172:3,4  <b>knows</b> 79:19 83:11  85:19 121:22  152:6,7  <b>kramer</b> 2:10 4:15  4:19 8:18,23 9:1  15:2 19:15 20:6  20:16 21:10 27:17  27:23 28:2 29:13  30:12 31:16 53:18  59:13 73:14 74:3  74:15 76:21 80:17  82:20 115:11,14  115:17,20 143:19  161:4 163:13  164:17 168:14  171:2  <b>kudos</b> 76:5  <b>kutscher</b> 32:5 55:7  55:9</p>	
<b>l</b>			
<p><b>la</b> 2:6 3:9 4:3,4,20  11:1 26:16,18  27:3,4 28:15,17</p>			

[la - look]

<p>29:2,3 30:18,21 31:6,7 39:12,16 42:22,23 43:25 48:7 50:4,6,7,21 54:15,16 56:24 59:9,10,21 63:14 63:16 64:12 65:12 94:10 96:5 103:23 104:1 105:21 106:7 108:1 114:24 115:2,3,4 115:12 116:3,23 116:24 167:24,25 168:16,22 169:12 170:11 172:16</p> <p><b>labor</b> 8:4</p> <p><b>lady</b> 145:8</p> <p><b>lambs</b> 139:11</p> <p><b>land</b> 110:3 140:8</p> <p><b>lands</b> 109:14,18 110:8,14</p> <p><b>language</b> 10:23</p> <p><b>large</b> 111:21 136:6 153:15</p> <p><b>largely</b> 90:25</p> <p><b>largest</b> 13:19 55:15,16 111:21</p> <p><b>lasers</b> 13:4</p> <p><b>lately</b> 146:14 158:13</p> <p><b>latest</b> 168:15</p> <p><b>launched</b> 138:9</p> <p><b>law</b> 20:4 24:15 67:19,20 69:12,15 103:3 117:13 131:3 155:16,24 156:19 158:15,15</p> <p><b>lawyer</b> 52:12 83:8 102:16 103:4</p> <p><b>lawyers</b> 52:13</p>	<p><b>layout</b> 155:11</p> <p><b>lays</b> 106:19</p> <p><b>lead</b> 3:15 151:16</p> <p><b>leadership</b> 96:4 111:3 126:15</p> <p><b>leading</b> 29:25 73:24</p> <p><b>leads</b> 104:2 162:8</p> <p><b>leagues</b> 151:2</p> <p><b>learn</b> 97:6,11 141:24 150:8,25</p> <p><b>learned</b> 44:21 129:10</p> <p><b>lease</b> 9:6</p> <p><b>leave</b> 84:15 123:25 125:1 133:12 157:9</p> <p><b>left</b> 135:21 139:11 147:4 154:17 161:20</p> <p><b>legal</b> 81:5 93:6 151:8 159:21</p> <p><b>legislation</b> 64:9,17 64:25 92:12,14,15 92:22</p> <p><b>legislative</b> 64:3 92:12</p> <p><b>length</b> 114:18</p> <p><b>lengthy</b> 33:18 171:15</p> <p><b>lesser</b> 40:22 146:10</p> <p><b>lesson</b> 57:17</p> <p><b>lessons</b> 80:8 134:8</p> <p><b>letter</b> 19:14,24 20:11 21:1 75:17</p> <p><b>level</b> 5:5 34:9 45:3 92:3,4 103:12 120:24</p> <p><b>leverage</b> 124:22 125:4</p>	<p><b>lgbt</b> 159:7</p> <p><b>lgbtq</b> 158:19</p> <p><b>liaison</b> 41:16,21 42:2 43:20 45:4 47:17 53:23 55:1 63:14 66:14,20 68:15 69:25 70:10 72:8,15 74:10 78:7 132:16 133:13 168:17</p> <p><b>liaisoning</b> 68:3</p> <p><b>life</b> 12:10 107:19 134:8 139:8 166:25</p> <p><b>lift</b> 98:17 102:8 126:21</p> <p><b>lifts</b> 92:4 102:7</p> <p><b>lighting</b> 153:25</p> <p><b>lights</b> 13:3</p> <p><b>liked</b> 101:17</p> <p><b>likes</b> 33:17 67:16</p> <p><b>limit</b> 50:11 65:9</p> <p><b>limitations</b> 49:14</p> <p><b>limiting</b> 33:7</p> <p><b>line</b> 32:1 120:15 147:18 154:24 155:2</p> <p><b>lines</b> 146:22</p> <p><b>link</b> 65:16</p> <p><b>lisa</b> 2:22 87:23,24</p> <p><b>list</b> 19:15 73:8 75:2 167:3</p> <p><b>listen</b> 169:18 171:15,21 172:1,2 172:8</p> <p><b>listened</b> 71:17,17 71:18 157:23</p> <p><b>listening</b> 127:6 157:24 171:20</p> <p><b>little</b> 7:18 19:20 59:23 63:1,6</p>	<p>66:12,16 72:4 74:5 91:11 95:2 102:9 108:6 118:9 124:1 129:14 131:17 138:10 139:6,11,18 141:9 146:25 147:3,16 150:24 161:2 167:13 168:4 169:18 170:16</p> <p><b>live</b> 13:3 16:13 57:14 65:18 102:21 157:14</p> <p><b>lives</b> 16:13</p> <p><b>living</b> 58:17</p> <p><b>loads</b> 140:4</p> <p><b>local</b> 21:3,12 81:20 81:20 113:7</p> <p><b>located</b> 10:17 137:10</p> <p><b>locating</b> 21:8,10</p> <p><b>loggins</b> 6:1</p> <p><b>logistics</b> 166:9</p> <p><b>loma</b> 58:11</p> <p><b>london</b> 16:7,8</p> <p><b>long</b> 16:25 19:15 33:23,24 34:19,25 42:8,10 43:13 56:8 62:25 75:11 83:16,24 89:11 105:20,20 121:24 122:10 130:7,12 130:14 135:23 136:3 144:5</p> <p><b>longer</b> 20:3 51:3 91:16 168:4</p> <p><b>look</b> 23:1 30:2 34:20 35:2 43:9 45:23 50:14 62:23 63:5 64:14 71:2 72:24 78:20,25</p>
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[look - markets]

79:22 80:1,4 82:3 90:17 92:9,25 93:7 100:4 102:18 102:18 106:24 109:6,23 118:10 121:9 145:5,14 152:24 <b>looked</b> 33:20 76:2 97:16 164:24 165:16 <b>looking</b> 17:14 44:20 57:8 73:1 78:12 79:4 89:20 94:19 98:22,22 107:20 118:11 129:3 146:11,13 153:24 <b>looks</b> 46:1 134:9 163:17 <b>loop</b> 133:13 <b>los</b> 10:3 <b>lose</b> 22:23 23:11 105:4 126:2 153:7 <b>losing</b> 18:24 23:1 <b>lost</b> 24:25 25:7 58:9 67:1 125:19 125:21 <b>lot</b> 24:13 25:8 42:3 44:7,11 46:19 57:5 58:10 61:7 64:16,19 67:19,20 69:17,18 79:20 84:5 85:14,21 87:3 88:5,16,17,18 88:23 92:11 93:2 94:20 97:21 102:5 102:13,20,20 103:12 105:20 106:13 110:15,16 111:21 115:24 117:10,10 118:8	118:14,16 120:23 122:3 123:17 133:1,3 134:3 137:1 138:13 139:22 148:22,25 149:1,6,7 150:19 151:4 153:11 154:12,13,17 155:23 158:14 160:15 163:23 164:3 165:3 <b>lots</b> 76:3 111:22 112:4 139:3,4,12 139:15 <b>love</b> 22:24 23:7 25:23 26:3 57:23 101:13 135:13,14 137:2,8,8,12,12 160:3 <b>loves</b> 23:7 <b>loving</b> 121:23 <b>low</b> 136:22 141:17 147:17 <b>lower</b> 139:11 <b>lowest</b> 113:7	<b>mail</b> 63:3 73:8,20 82:13,13,15,23 <b>main</b> 70:19 112:6 112:10,10 145:23 <b>maintenance</b> 118:15,15 <b>major</b> 15:21 44:11 107:4 155:15 <b>majority</b> 43:7 106:12 <b>majors</b> 162:4 <b>making</b> 35:20 59:12 70:7 76:6 80:1,9 95:1 112:9 124:5 130:8 140:2 145:12 153:11 160:6 171:10 <b>malls</b> 128:7,9 <b>man</b> 97:17 103:17 <b>manage</b> 147:22 <b>managed</b> 99:3 <b>management</b> 21:24 22:4 117:17 149:2 150:21 <b>manager</b> 36:5 102:19 103:6,7 104:10 <b>managers</b> 59:13 63:18 66:4 105:19 105:22 <b>managing</b> 104:12 146:4 <b>mandatory</b> 151:11 <b>manger</b> 10:19 <b>marathon</b> 22:22 23:17 31:20,21,24 32:2,5,13,15,19 33:14 34:13 35:16 35:20 36:18 37:20 37:21 43:19 45:8 45:18 46:2,12	47:2 48:1,5,17,19 48:22 49:1 50:1,2 50:10 51:6,18 52:1,6,6,18,19 53:1 55:4,11 56:2 56:2,5 67:5 96:20 <b>march</b> 1:15 2:3 3:1 11:23 19:10 19:11,13 20:8,10 20:20,22,25 29:22 61:11,16,19,21 66:2 86:10 139:12 <b>mariachi</b> 6:19,21 7:4 <b>mariachis</b> 6:11 7:1 <b>marines</b> 58:10 <b>mark</b> 55:12 <b>market</b> 9:18 14:8 14:11 17:4,6,13,16 17:19,20,24 19:3 22:20,24 66:18 73:13 74:11,21 75:9,12,18,25 79:3 97:23,25 98:10,10 113:25 117:16 118:3 120:19 121:6 123:23 124:3,8 127:14 128:1,17,24 129:16,24 130:11 132:10,11 142:10 <b>marketable</b> 113:21 <b>marketing</b> 27:21 76:11 120:17,18 120:25 121:2 124:13,15 141:7 142:8 <b>markets</b> 35:17 120:21
	<b>m</b>		
	<b>machine</b> 173:11 <b>machines</b> 146:23 152:15,16 <b>mad</b> 111:14,15 <b>madam</b> 3:18 4:14 15:8 26:19 27:15 28:18 29:12 30:9 30:22 31:15 54:1 54:5 111:5 116:13 117:17 160:24 170:13 <b>magazine</b> 103:14 <b>magnetometers</b> 144:10 146:23 147:13,23		

[marks - money]

<p><b>marks</b> 155:3  <b>married</b> 130:4  <b>mars</b> 160:18  <b>marvelous</b> 57:4  <b>master</b> 65:11,24  84:10,16 106:14  106:24 110:20  112:23  <b>materials</b> 12:5  143:2  <b>math</b> 138:25  139:25 140:5  <b>matsuda</b> 58:17  <b>matter</b> 27:18  30:11 34:7 43:16  47:23 62:16 121:9  126:25  <b>matters</b> 15:11  167:23  <b>maximizing</b> 90:21  <b>mayors</b> 63:18  <b>mean</b> 6:22 33:4,21  64:10 67:13,20  68:23 77:7 82:9  89:21 91:7 94:7  97:7 102:18 103:6  105:24 122:5  123:2 126:25  131:22 133:2  137:10  <b>means</b> 47:14 48:15  48:19,25 171:20  <b>meant</b> 52:5  <b>measures</b> 146:9  <b>mechanism</b> 39:24  <b>media</b> 74:3 142:9  <b>meet</b> 16:3 23:15  24:1 42:8 49:14  70:12 84:8  <b>meeting</b> 1:5 2:1  3:7 5:16 10:1,11</p>	<p>15:5 26:11 33:1  33:25 43:22 45:13  46:9 48:25 49:8  49:15 56:20 61:17  61:18 62:20 63:17  63:20 66:7 81:5  89:10 90:4 111:7  144:7 145:7  164:21 165:11  168:13 169:3,14  170:14 172:22,24  <b>meetings</b> 9:11  66:2 94:13 107:8  <b>member</b> 2:6,6,7,7  2:8,8,9 13:24  65:21,21 153:2,8  171:5  <b>members</b> 2:5 15:1  15:9 27:13 34:9  35:4 41:11 42:3  44:13 81:4 89:9  145:3 171:22  <b>memorandum</b>  114:7,10,14,19  <b>memorial</b> 60:23  <b>memorialize</b> 59:6  <b>memorialized</b>  53:22  <b>mention</b> 17:13,16  17:19 19:3  <b>mentioned</b> 14:16  17:18 59:24 78:21  136:10 159:8  168:11,11  <b>merge</b> 100:9  <b>mergers</b> 81:18  <b>merrill</b> 171:11  <b>mesa</b> 2:4 3:2,14  9:12,13 10:10,17  10:18 58:18,19  69:20 87:7 111:24</p>	<p>142:18 152:1  <b>mess</b> 83:16  <b>message</b> 69:24  <b>met</b> 149:16  <b>mexico</b> 6:11  <b>mic</b> 7:18 19:20  <b>michele</b> 2:10  11:20,22 14:1,20  15:2 28:2,4 31:17  31:18 32:7,12,18  36:17 37:4,17  38:4,8,11,14,18,22  38:25 39:3,14  46:13,24 47:6  55:3 56:21 57:2  63:19 73:15,22,23  122:16 138:1  142:4  <b>michelle</b> 168:11  <b>middle</b> 141:14  154:24  <b>midnight</b> 123:13  <b>midway</b> 153:12  <b>mike</b> 2:19 15:24  16:1,3,19  <b>militant</b> 145:5  <b>military</b> 98:19  99:15  <b>milk</b> 141:10  <b>millenials</b> 119:10  <b>miller</b> 5:24  <b>million</b> 7:20,21 8:1  8:2,3,7,8,17 91:9  99:5 123:22  <b>mind</b> 48:11 66:15  90:23 121:13  127:2 139:25  <b>mindlessly</b> 24:23  <b>minds</b> 133:8  <b>mine</b> 86:12 90:3  170:24</p>	<p><b>minimum</b> 36:18  36:23 37:5 115:12  <b>minivan</b> 141:5  <b>minor</b> 71:23  144:18  <b>minute</b> 119:12,24  135:2 166:7  <b>minutes</b> 26:10  135:8 144:4  145:16  <b>mirror</b> 114:10,15  125:2  <b>missed</b> 59:1  <b>mission</b> 3:11 98:16  108:25,25 109:6  109:16,17 127:4,5  160:21  <b>mistake</b> 124:5  130:4,8,17 131:2,5  <b>mistakes</b> 124:6  <b>misunderstanding</b>  67:14  <b>mix</b> 72:20 78:10  132:12,13  <b>mma</b> 12:21  <b>mobilized</b> 61:20  <b>mode</b> 5:13  <b>model</b> 145:8  <b>modify</b> 50:10  <b>module</b> 149:22,22  149:23  <b>moly</b> 151:1  <b>moment</b> 55:7  121:5  <b>moment's</b> 25:24  <b>monday</b> 14:5 52:1  52:8 61:21  <b>money</b> 8:11 25:3,4  25:8,10,11 35:23  59:25 64:19 70:19  89:23 96:16 102:5</p>
--	---	--	--

[money - new]

<p>115:25 116:1 120:23 122:3,8 152:24 153:4,4,7 160:19 165:15,16 171:11 <b>moneys</b> 60:1 <b>monitoring</b> 60:4 64:3 94:19 <b>month</b> 11:4 13:16 29:15 49:10,12 56:17,19 57:6 58:7 59:24 60:1 65:15 86:18,19 91:17 108:5,10 114:15 <b>month's</b> 15:5 <b>monthly</b> 60:8 73:20 <b>months</b> 8:11,12 25:13 29:17 50:14 60:7,10,11 105:12 105:16 140:1 <b>moore</b> 73:15 <b>morning</b> 3:7,9,19 4:16,17,18 16:21 19:8 23:23,24 52:8 55:19 56:3 61:21 87:24 105:17 123:13,16 124:17 138:19 142:12 <b>mortar</b> 127:20 <b>mote</b> 162:21 <b>mother</b> 118:6 <b>motion</b> 26:13 27:11 28:9 30:16 47:12,24 52:15,17 53:3,10,14 54:3,23 55:10 114:21,25 116:4 117:6 172:12</p>	<p><b>motto</b> 160:9 <b>mouet</b> 2:6 3:22,23 26:23 28:21,22 30:25 31:1 36:7 37:1,6,23 38:13,15 38:19,23 39:1,6 40:6,24 41:4 47:11 49:2 54:9 54:10 77:24 96:7 103:9 108:20 111:1 116:17,18 172:18 <b>mouet's</b> 96:9 <b>move</b> 7:18 9:9 15:11 16:14 19:20 23:19 25:24 26:10 26:14 27:12 28:1 30:18 34:23 43:18 48:11,20 50:13 54:25 56:14,23 60:23 63:13 64:3 77:18 78:3 84:18 89:4 95:1 114:6 114:23 118:20 130:9 133:8 134:22 135:4 152:23 172:13 <b>moved</b> 17:1 26:17 28:13 30:20 87:5 115:1 <b>movement</b> 61:7 <b>moves</b> 133:7 <b>moving</b> 76:11 83:24 87:4 94:2 100:15 <b>multiple</b> 69:15 147:25 <b>mundekis</b> 2:19 19:7,8,22,24 81:7 81:10,13 82:10,15 82:23 111:12,16</p>	<p>170:15,22 <b>museum</b> 128:23 <b>music</b> 13:1,3 56:1 123:8 128:5 146:1 <b>musink</b> 74:25</p> <p style="text-align: center;"><b>n</b></p> <p><b>name</b> 16:22 21:11 58:17 85:1 151:9 173:19 <b>named</b> 142:13 <b>napa</b> 61:13 <b>nation</b> 12:25 13:1 55:16,17 103:4 <b>national</b> 5:6 136:8 150:21 <b>nationals</b> 6:20 7:5 <b>nationwide</b> 62:10 <b>nature</b> 20:14 65:3 86:1 118:6,19,23 123:17 <b>navigate</b> 103:13 <b>near</b> 97:15 148:21 <b>nearly</b> 22:6 <b>neat</b> 88:23 <b>necessarily</b> 40:11 40:20 64:10 85:16 85:17 124:25 <b>neck</b> 61:2 <b>need</b> 18:6,6,19,20 21:5 25:6,22 27:15 43:14,17 46:8 51:14,21 52:24 59:2 62:17 62:19 72:23 74:4 78:19,22,25 79:2 84:4 92:23 99:23 100:8,9,10,12,24 101:7,18,21 107:9 107:14 114:17 115:8 120:15 130:1 132:1</p>	<p>133:15 135:13 164:11 169:16 171:20 <b>needed</b> 9:7 44:23 78:7 111:17 118:16 135:11 <b>needing</b> 33:2 <b>needs</b> 30:8 45:21 46:7 53:3 132:12 169:15 <b>negative</b> 8:7 134:5 <b>negatively</b> 44:6 <b>negotiate</b> 37:15 51:15 <b>negotiated</b> 43:15 <b>negotiating</b> 34:24 <b>negotiation</b> 40:11 41:20 <b>negotiations</b> 10:20 33:18 42:12 51:3 52:20 105:12,14 <b>neighborhood</b> 71:19 <b>neighbors</b> 71:18 73:21 <b>neither</b> 173:15 <b>neon</b> 95:19 <b>net</b> 8:7 <b>neutral</b> 81:24 <b>never</b> 16:15,16 18:23 64:22 68:22 75:25 96:9 124:4 124:6 131:6 132:10 134:4 157:19 159:2 <b>new</b> 5:17 6:9,18 9:8 11:18 12:7 22:18 30:4 32:14 36:15 37:1 38:24 56:21 74:18,19 77:20,25 92:25</p>
--	---	--	--

[new - octa]

<p>112:13 123:1  124:13 131:18  132:18 138:6  139:7,8,12,24,24  140:7,15 141:1,5  154:16 155:2,4  <b>newly</b> 166:22  <b>newport</b> 112:2,6  142:18  <b>news</b> 118:7 122:7  146:13  <b>newspaper</b> 103:15  <b>newton</b> 2:9 4:10  27:10 29:9 31:13  40:17 41:1,5  54:22 60:6 103:17  103:19,24 117:5  170:6 172:20  <b>nice</b> 145:8  <b>niche</b> 113:14  <b>nick</b> 2:5 3:6,10,17  3:21 4:11,17 7:17  14:14,25 15:8,20  16:19 19:5,19,23  22:8,10,13 23:21  23:24 24:8 26:9  26:17,22 27:11,22  27:25 28:6,12,16  28:20 29:10 30:9  30:13,20,24 31:14  32:6,9,17,20 34:19  35:5 36:3 37:24  38:6,10 40:5,15  41:7,24 42:20  43:24 46:11 47:8  48:6 50:3,5,20  51:5,10,23 52:11  52:21 53:9,13,16  54:1,8,23 55:5,8  56:10,22 59:10,20  60:21 62:1,15</p>	<p>63:10 64:1,14  65:8 66:10 71:25  73:3 74:7,22 75:2  75:17 76:8,20  77:2,22 78:2 79:9  79:14 80:13,23  81:9,11 83:2,7  84:18,24 85:5  86:22 87:21 88:1  89:2 94:11 99:10  103:11,20,25  105:23 107:25  110:24 111:13  114:4 115:1,9,16  115:18,22 116:10  116:16 117:6,20  119:2 121:3 124:2  124:2,19 126:16  129:8 130:16,19  130:21 131:8,9,22  132:6,8,19,22  133:11,14 134:12  134:18,21 135:1,4  137:13,22 143:12  143:20,24,25  144:1 157:21  158:24 159:4  160:8,24 161:11  161:24 162:14,18  162:25 164:4  167:17,22 168:21  169:7 170:3,9,12  170:23 171:3  172:15,21  <b>nick's</b> 139:17  <b>nicora</b> 74:22 75:2  76:20 117:20  129:8 130:19  131:8,22 132:6,8  132:19 133:14  134:18</p>	<p><b>night</b> 12:22,25,25  24:15 57:14 75:1  123:15 142:19  161:14  <b>nightmare</b> 97:17  <b>nighttime</b> 123:11  <b>nine</b> 121:21  <b>nino</b> 126:1  <b>non</b> 70:11 83:20  167:3  <b>nonprofit</b> 11:5  85:12,13 109:24  165:7  <b>nonprofits</b> 109:25  113:8 137:5  <b>nonresidential</b>  11:6  <b>nonsense</b> 19:15  22:1  <b>noon</b> 141:11 144:2  <b>normally</b> 45:5  <b>north</b> 154:25  <b>notch</b> 13:22  <b>note</b> 19:2 118:3  129:8 165:2  <b>noted</b> 103:3  <b>notice</b> 18:4 25:25  44:17 47:23 49:8  49:8 72:6  <b>noticing</b> 49:14  <b>notified</b> 17:2  <b>notion</b> 21:17  <b>november</b> 18:25  29:16 156:9  <b>nowadays</b> 120:9  <b>number</b> 6:4 15:4  15:24 23:2 36:12  37:11,12 67:23  71:23 86:17  111:23 118:10  119:16 123:18,19</p>	<p>146:22 164:10  173:24  <b>numbers</b> 125:8  <b>numerous</b> 171:12</p> <hr/> <p style="text-align: center;"><b>o</b></p> <hr/> <p><b>oath</b> 173:10  <b>obligation</b> 160:10  <b>obstruct</b> 22:6  <b>obviously</b> 35:13  43:14,17 67:13  78:14 79:18 84:6  91:2 103:2,12  106:11 107:17  110:14 119:1  133:1 157:21  158:6  <b>oc</b> 4:24 5:15,20 6:7  7:6 9:18 10:9,22  11:16,18 12:20  13:15,18 17:7  20:24 26:6 30:6  31:22 32:5 35:12  35:16 36:19 48:1  48:17 55:10 56:5  67:5 75:12 85:11  113:12,15 117:16  118:3 119:5 121:1  123:23 138:4,7  140:1 141:7  142:10,21 143:17  144:15 164:13  165:6  <b>occ</b> 113:2  <b>occupants</b> 9:9  <b>occupied</b> 9:4  <b>ocfair.com.</b> 12:6  <b>ocfec</b> 1:5 2:1 4:21  65:23 66:4  <b>octa</b> 144:14  153:21 154:22</p>
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[october - pacific]

<p><b>october</b> 125:20  <b>odd</b> 121:12 156:11  <b>offer</b> 87:8 113:16  <b>offered</b> 21:25  23:14 87:7,8  150:18  <b>offering</b> 141:12  <b>offhand</b> 142:5  <b>office</b> 2:2,14 4:23  9:7 14:13 118:20  118:21  <b>officer</b> 152:1  <b>official</b> 21:22  <b>oh</b> 8:23 57:15  83:13 111:9 124:1  130:24 133:4  135:13 137:3  <b>okay</b> 9:1 27:22  28:6 32:17 48:23  52:7 54:3 62:13  81:6 85:3 100:19  116:5 127:21  <b>old</b> 47:18 69:7  98:21,21,24 99:1  105:11 112:3  121:14 123:1  159:21  <b>once</b> 12:24 79:3  90:6 91:24 97:15  142:8,12  <b>ones</b> 24:13 157:8  <b>ongoing</b> 14:3  <b>online</b> 13:6 127:22  <b>open</b> 14:5,7 26:1  34:21 65:17 71:1  74:25 75:1 96:12  123:4 129:18  166:10  <b>opener</b> 34:22 35:2  <b>opening</b> 18:17  26:5 59:7 62:22</p>	<p>70:24 106:5 148:5  156:13 169:21  <b>openness</b> 21:15  <b>opens</b> 5:15 166:11  <b>operate</b> 129:20  <b>operated</b> 121:17  <b>operates</b> 152:1  <b>operating</b> 47:2  148:18 155:15  <b>operation</b> 11:10  96:21 151:5 158:9  <b>operational</b> 4:13  8:20 152:21  <b>operations</b> 2:11  8:20 10:24 30:7  81:18 85:17 90:13  99:15 147:24  151:23  <b>operator</b> 149:11  <b>opinion</b> 153:13  <b>opinions</b> 42:12  <b>opportunities</b> 9:19  77:1 93:22 94:14  94:15,20 95:21  110:1 113:24  <b>opportunity</b> 6:16  10:2 12:17 19:9  26:12 41:17 52:19  66:17 80:21 97:11  108:23 110:9  111:2 118:2  122:13 123:6  124:7,21 127:16  136:22 167:9  168:18  <b>opposed</b> 136:19  150:4 172:21  <b>option</b> 16:25 29:15  40:9 46:20,22  111:25</p>	<p><b>optional</b> 34:2,5  <b>options</b> 33:11 34:1  34:21 39:19 40:1  47:4 78:22  <b>orange</b> 2:2,4 16:10  16:12 17:13 24:1  31:20,24 32:2  50:10 59:12 81:15  84:12 103:5,8  109:19,20 110:4  113:14 114:1,2  117:14 138:25  142:13,24,25  143:9 153:18  165:7  <b>ordeal</b> 156:12  <b>order</b> 3:7 21:19  30:16 70:24  114:21 146:15  169:10  <b>ordinance</b> 99:19  99:22  <b>organization</b> 10:7  85:12 91:14 104:3  104:3,19 105:10  109:1 129:2  145:19,22 164:22  165:3  <b>organizational</b>  90:10,14,15 91:13  107:21 108:17  <b>organizationally</b>  107:16  <b>organizations</b> 9:20  10:25 13:21  109:24 165:7  <b>organize</b> 90:7  100:4 104:16,19  106:3  <b>organized</b> 91:4  126:22,24</p>	<p><b>organizers</b> 6:19  7:4  <b>organizing</b> 126:23  <b>oriented</b> 74:18  151:20  <b>original</b> 43:2  <b>ought</b> 43:6 95:11  95:23 96:10,11,12  97:25 143:14  <b>outlets</b> 35:13,23  <b>outline</b> 57:21  <b>outreach</b> 65:22  74:10 75:20  106:22 142:8,17  <b>outs</b> 152:7,7  <b>outside</b> 145:15  <b>outstanding</b>  126:18 164:7  <b>overall</b> 102:7  170:20  <b>overcome</b> 136:25  <b>overlap</b> 10:22  <b>oversees</b> 10:4  <b>oversight</b> 10:23  <b>owe</b> 160:10  <b>owed</b> 36:18  <b>owned</b> 111:17  125:22  <b>owners</b> 22:18  74:20 80:10  <b>owns</b> 152:1</p> <hr/> <p style="text-align: center;"><b>p</b></p> <hr/> <p><b>p.m.</b> 2:3 3:3 6:13  6:13 151:11  172:25  <b>p2r2</b> 157:3  <b>pac</b> 14:12  <b>pacific</b> 6:1 9:18,22  9:24 13:11 156:1  168:12</p>
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[package - person]

<p><b>package</b> 14:22  <b>packed</b> 148:5  <b>packet</b> 81:22  165:5  <b>page</b> 24:16 73:8  106:17 132:13  <b>paid</b> 71:9,11 113:7  113:8  <b>pair</b> 139:10  <b>pairs</b> 136:9  <b>pants</b> 146:2  <b>paper</b> 159:16  <b>papers</b> 158:13  <b>parallel</b> 110:22  <b>parent</b> 85:10  135:14  <b>parents</b> 55:19  140:25  <b>park</b> 69:22 81:17  84:12 93:18,20,20  93:25 94:4,17  112:25 113:13  140:20  <b>parking</b> 10:24  36:21 111:21,22  111:23,25 112:1,1  112:3,8,8 145:17  145:20 148:22  154:13,15,17  <b>parks</b> 87:7  <b>part</b> 7:6 9:20  41:20 59:15 70:4  74:8 79:23 80:2  80:11 91:13 93:16  96:13 101:25  103:3 115:20  122:7 138:2  142:13 163:10  <b>participate</b> 10:9  11:15</p>	<p><b>participating</b>  11:17  <b>participation</b>  36:12 95:13  <b>particular</b> 42:15  44:14 117:9  162:17  <b>particularly</b> 92:13  96:8  <b>parties</b> 26:12  33:19 42:14 48:1  50:13 126:9  173:17  <b>partner</b> 75:4  76:25 119:4,5  130:6  <b>partners</b> 66:8 80:6  92:5,5 119:3,4  149:6 155:7  <b>partnership</b> 6:19  7:10 31:22 35:11  56:8 75:20 95:22  139:24 140:4  <b>partnerships</b>  33:22 165:12  <b>party</b> 55:24 82:3  91:8,9 106:11  <b>pass</b> 82:6 120:17  <b>passed</b> 5:8  <b>passes</b> 54:24 117:6  166:5  <b>passion</b> 79:15  <b>passionate</b> 87:16  <b>path</b> 128:15,18,22  154:4 170:17  <b>paths</b> 112:14,15  128:13,14  <b>pathway</b> 162:17  162:18  <b>pathways</b> 112:18</p>	<p><b>patient</b> 15:17  <b>patrick's</b> 75:10,12  <b>patrols</b> 148:22  <b>pattern</b> 125:23  <b>patty's</b> 122:19  <b>pause</b> 131:17  <b>paved</b> 111:22  <b>pay</b> 25:18,19  37:10 102:5  110:14,15 112:14  <b>payers</b> 93:4  <b>paying</b> 102:4  113:18  <b>peacock</b> 81:16  83:13,17  <b>peddle</b> 140:11  <b>pedestrian</b> 162:19  163:16  <b>pedestrians</b> 147:2  <b>pending</b> 8:14  140:17  <b>people</b> 16:8 17:20  23:12 24:13,21  26:2 39:23 44:4  44:12 51:20 55:25  56:11 57:5 60:2  61:3 64:16 68:21  68:25 69:8 73:10  79:20,23 80:9,11  80:22 82:6 83:20  84:21 86:15 87:17  88:5 89:4 91:9  93:11 98:25 99:6  99:10 101:11,18  101:19,20 103:21  104:6,7,8,13  109:22 122:21  125:10 127:2,22  128:6,10,14 133:4  134:13 136:25  144:23 146:4,19</p>	<p>147:17 148:23  152:8 154:4  155:23 156:21  157:7,9 158:16,17  158:17,18,21  160:6,15 161:14  161:16,18,21  162:22,24 172:8  <b>pepsi</b> 132:2  <b>percent</b> 6:3,5  36:20 37:11 38:13  38:14,17 39:7,8,9  40:20 47:14,15  51:21 80:18 86:15  91:1 138:18,19  141:16  <b>percentage</b> 80:16  <b>percents</b> 38:20  <b>perfect</b> 6:16 8:23  53:9 89:13,16  <b>perform</b> 7:3  135:18  <b>performance</b> 6:10  <b>performances</b>  5:23 6:12  <b>performer</b> 156:3  <b>performing</b> 5:24  6:14  <b>perimeters</b> 73:19  <b>period</b> 20:1 50:14  61:23 98:21  <b>periodically</b>  107:10  <b>permission</b> 170:13  <b>permits</b> 17:1  21:21  <b>person</b> 41:18  78:16 83:5 119:14  120:25 121:1  123:7,8 124:13  129:14 130:22</p>
---	---	---	--

[person - potential]

<p>131:1 144:24  145:17,18 159:20  159:22  <b>personal</b> 69:6  157:25  <b>personally</b> 121:11  168:7 169:15  <b>personnel</b> 36:24  151:16  <b>perspective</b> 76:2  80:4 96:2 105:10  <b>perspectively</b>  95:10  <b>pet</b> 13:17,19,19  123:9  <b>peter</b> 5:24  <b>petting</b> 128:12,23  <b>pham</b> 2:9 4:9,10  27:9,10 29:8,9  31:12,13 40:17  41:1,5 54:21,22  60:5,6,22 103:19  103:24 117:4,5  170:5,6 172:20  <b>phase</b> 106:20,20  <b>philanthropy</b>  110:17  <b>philosophy</b> 127:12  127:14 129:9  <b>photo</b> 141:8  <b>photos</b> 140:13  <b>physical</b> 106:23  107:13 109:10  110:21  <b>physiological</b>  156:22  <b>picked</b> 96:24 97:2  97:3  <b>pictures</b> 94:6  <b>piece</b> 92:16</p>	<p><b>pieces</b> 146:15  <b>piglets</b> 139:8  <b>pioneering</b> 43:4  <b>pivotal</b> 78:19  <b>pizza</b> 140:20  <b>place</b> 9:19 14:8  17:4,6,13,16,20,25  19:3 22:20,24  47:7 66:18 69:3  73:13 74:11,21  75:13,18 76:1  77:17 79:3 97:24  97:25 98:10,10  109:2 117:15,16  118:3 121:7  123:23 124:3  127:14 128:1,17  128:24 129:17,24  130:11 132:10,11  146:17 149:1  155:5 163:10  170:1 173:8  <b>placed</b> 58:19  79:13 173:10  <b>placenta</b> 141:15  <b>places</b> 112:17  127:3,20  <b>plan</b> 10:24 57:9,12  57:20 65:11,24  72:24 73:16 78:11  84:11,16 89:14,15  89:20,21,24,25  90:9 93:8,8 96:1  98:2 105:7 106:24  107:13 109:10  110:20,21 120:17  120:18 142:9  163:6,17  <b>plane</b> 58:10  <b>planned</b> 141:11</p>	<p><b>planning</b> 30:5  44:4,5 63:2 90:21  104:24 106:14  128:21 140:25  151:9 163:8  <b>plans</b> 10:6 57:17  57:18 66:6  <b>plaque</b> 58:7,13,15  59:4,5  <b>plaques</b> 57:24,25  58:1,3,4,6 59:4  <b>plaquing</b> 59:2  <b>play</b> 121:13  <b>played</b> 16:4  <b>player</b> 113:14  <b>playing</b> 98:9,10  <b>plaza</b> 113:19  142:20 156:12  <b>please</b> 3:18 5:21  14:10 18:9 19:1,1  19:2 20:17,22  26:19 28:18 30:22  54:5 74:14 80:8  82:14 116:13  117:18 134:25  156:5 167:11  <b>pleased</b> 168:3  <b>pleasure</b> 168:8  <b>pledge</b> 3:13,15,16  <b>plus</b> 13:22 38:13  38:14,17 39:6,12  39:12,13 47:14,14  47:15 151:25  <b>pocket</b> 129:14  <b>podium</b> 117:19  125:1  <b>point</b> 34:4 40:25  43:3 52:12 68:20  70:1,2 73:6 86:9  100:16 106:9  119:15 121:21</p>	<p>123:6 136:16  158:13 166:13  <b>pointed</b> 132:24  162:3  <b>pointing</b> 95:8  <b>points</b> 126:18  148:20  <b>police</b> 152:1  <b>policies</b> 168:6  <b>policy</b> 5:10 20:5  36:4 53:21 89:19  90:17 95:14 96:1  96:10,11 104:18  104:19 110:8  <b>policymakers</b>  100:16  <b>political</b> 21:22  61:2 99:4 104:7  <b>pony</b> 88:15  <b>pool</b> 165:14  <b>poor</b> 97:14  <b>popular</b> 148:13  <b>population</b> 159:6  <b>pork</b> 65:6  <b>portion</b> 106:22  <b>position</b> 8:14  68:11 166:22  <b>positive</b> 44:22  84:13 134:13,14  134:14 158:8  <b>possession</b> 22:3  <b>possibility</b> 18:18  <b>possible</b> 47:12,18  106:4  <b>possibly</b> 72:7  <b>post</b> 148:12,17  <b>posted</b> 24:17  59:19  <b>postings</b> 73:25  <b>potential</b> 30:6  60:11</p>
--	--	--	--

[potentially - property]

<p><b>potentially</b> 71:21  <b>power</b> 21:22 104:4  <b>powerful</b> 56:6  <b>practice</b> 10:14,21  <b>practices</b> 33:6  <b>pray</b> 160:18  <b>pre</b> 5:22 61:14,16  <b>predicted</b> 125:25  <b>premature</b> 63:2,7  72:11  <b>premiere</b> 62:10  <b>preparation</b> 61:14  <b>prepare</b> 30:4  157:3,4  <b>prepared</b> 33:15,17  63:3  <b>preparedness</b>  151:9  <b>preparing</b> 10:23  <b>preregistration</b>  12:5  <b>prerequisites</b>  150:19  <b>presence</b> 145:6  155:14 156:2  <b>present</b> 3:25 4:8  60:10 145:18,21  <b>presentation</b> 35:9  40:4 58:12 59:12  59:15 107:4  117:18 137:24  143:19 161:12  162:1 163:22  164:8  <b>presented</b> 42:16  144:6  <b>presenting</b> 58:6  131:15  <b>president</b> 10:4  66:11 99:3 103:5</p>	<p><b>prestigious</b> 5:1  <b>presumes</b> 47:25  <b>presuming</b> 45:17  <b>pretty</b> 45:7 77:3  83:10 92:1 94:22  119:10 133:7  137:22 150:23  154:8 166:15  <b>prevent</b> 157:4,5,14  <b>previous</b> 33:1  154:21  <b>price</b> 45:19  <b>prices</b> 14:17  <b>pricing</b> 40:18  137:3,4  <b>primarily</b> 7:22 8:4  <b>principal</b> 2:2  <b>print</b> 5:9  <b>prior</b> 5:9 134:23  173:9  <b>priority</b> 164:10  <b>private</b> 33:22  95:22 142:24  149:11 158:16  <b>privately</b> 11:5  <b>privilege</b> 52:12  <b>privy</b> 67:23  <b>pro</b> 165:17  <b>proactive</b> 74:24  <b>probably</b> 38:20  55:21 111:14  115:8 134:4 153:3  158:25 165:23  <b>problem</b> 42:9  51:17 83:6  <b>procedure</b> 71:15  <b>procedures</b> 144:14  152:12,19  <b>proceed</b> 4:12 90:5  108:12</p>	<p><b>proceedings</b> 173:7  173:9,11  <b>proceeds</b> 8:7  102:1  <b>process</b> 9:23 21:17  21:23 29:19 34:8  39:20 54:25 56:15  61:11 63:22 92:8  92:13,15,24 93:3,9  104:24 106:14,20  107:7,9,19 148:25  163:11 164:19  <b>processes</b> 93:10  <b>procure</b> 119:24  <b>produced</b> 19:13  <b>producing</b> 19:16  <b>product</b> 13:19  117:23  <b>production</b> 5:13  <b>products</b> 11:12  <b>professional</b> 7:1  145:22  <b>profile</b> 71:13  <b>profits</b> 167:3  <b>program</b> 11:18  33:15 55:15 101:4  102:2,2,2 109:14  110:2 112:24  113:3 123:21  125:9 137:4  143:14 144:16  149:3,20 151:15  151:21 152:4  153:21 154:23  158:11 159:13  161:3,8 164:14,14  164:20 165:21  166:15,19 167:15  <b>programmed</b>  109:2</p>	<p><b>programming</b> 6:8  7:8 109:5,12,13  110:22 112:23  113:2 125:6 140:7  <b>programs</b> 11:9  125:13 144:15  <b>progress</b> 76:6  172:7,7  <b>progression</b>  153:13  <b>project</b> 61:24  138:6  <b>projects</b> 96:15  118:15 138:19  139:2  <b>promote</b> 141:8  <b>promoted</b> 122:20  <b>promoters</b> 48:2,17  122:25 123:1,1,5  <b>promoting</b> 122:25  127:8 142:18  <b>promotions</b>  126:20 127:10  <b>pronounce</b> 85:1  <b>pronunciation</b>  85:6,7  <b>proof</b> 158:18  159:17  <b>proofing</b> 139:17  <b>proper</b> 73:24  158:21,21  <b>property</b> 35:14  67:9,11 68:10  80:3,12 86:6 93:4  96:25 101:9  111:22 113:18  125:14 142:11  145:1 148:20  149:19,25 152:8  152:24 153:16  159:19 160:7,12</p>
---	--	---	--

[property - readjust]

<p>162:8  <b>proposed</b> 20:21,21  36:16 37:2  <b>proposers</b> 106:16  <b>proposition</b>  125:12  <b>pros</b> 95:12  <b>protect</b> 146:18  147:1 153:17  156:3 162:11  <b>protection</b> 147:9  162:2  <b>protective</b> 143:4  <b>protest</b> 26:5  <b>protocol</b> 162:9  <b>protocols</b> 144:9  146:8  <b>proud</b> 150:12  164:8  <b>provide</b> 5:17 7:13  8:20 10:3 11:21  20:17,23 53:25  65:23 77:11 94:15  110:10 113:25  155:6 160:12  164:20  <b>provided</b> 75:2  107:11  <b>provider</b> 153:23  <b>provides</b> 10:23  <b>providing</b> 11:5  15:3 22:1 141:25  149:4 165:9  <b>provisions</b> 49:22  49:24  <b>psychological</b>  156:22  <b>public</b> 2:18 12:4  14:5 15:4,12  16:20 19:12 21:7  22:7 33:6,20,22</p>	<p>36:4 67:18,24  68:9 70:3,3 71:7  71:18 72:20 73:9  73:12 80:25 83:3  83:4 84:14 85:15  95:22 102:22  108:14 109:13  110:8,13 111:11  111:16 112:5  131:2 135:5  142:23 152:20  164:9  <b>publically</b> 102:17  <b>pull</b> 27:14,16 28:8  161:14,16  <b>pulled</b> 17:1 28:7  31:15 75:15  <b>pulling</b> 27:17 28:3  28:4 30:14  <b>purchased</b> 152:15  <b>purple</b> 160:17  <b>purpose</b> 109:1,17  144:24  <b>purposely</b> 111:10  <b>purposes</b> 59:8  90:23 96:23  153:25 160:14  <b>pursuant</b> 28:7  <b>pursue</b> 163:5  <b>pushing</b> 165:7  <b>put</b> 59:6 75:16  79:17 81:8 99:11  101:5 106:16  116:5 127:2 136:4  151:14,21 155:5  162:1,10 163:6  167:15  <b>putting</b> 9:3 57:9  94:5 106:10  139:15 149:18  152:3,9</p>	<p><b>q</b>  <b>qualify</b> 166:19  <b>quarterly</b> 60:15  <b>question</b> 14:15  23:8 36:9 37:6,14  37:25 39:17 47:12  48:10 115:5,23  158:10,21 161:10  <b>questionnaire</b>  65:20,22  <b>questions</b> 14:14  15:1,9 30:15  59:21 60:22 62:16  63:12 64:2 66:11  114:18 117:10  143:11,12 156:5  158:4  <b>queue</b> 146:22  <b>quick</b> 133:7  137:24 149:10  153:14 156:7  164:16,17  <b>quickly</b> 138:3  152:16  <b>quiet</b> 137:16,17  <b>quite</b> 6:23 11:12  13:23 44:19 60:20  73:17 87:13  118:17 119:6  138:13 147:15  <b>quorum</b> 4:12</p>	<p><b>railing</b> 147:7  <b>rails</b> 146:25 147:5  154:2 162:10  <b>rain</b> 18:25 25:21  118:4 125:22  <b>raining</b> 25:18  <b>rainy</b> 66:24  <b>raise</b> 35:22 115:7  <b>raised</b> 59:25 83:11  114:12  <b>raising</b> 59:25  141:1,22  <b>rallies</b> 20:21  <b>rally</b> 20:19 26:5  69:20 71:8  <b>ramifications</b> 22:5  <b>rammed</b> 61:13  62:3,9  <b>ramp</b> 73:11  <b>range</b> 80:10  <b>rarely</b> 17:9  <b>rata</b> 165:17  <b>rate</b> 72:22 80:18  86:14,19,20 88:7,9  113:6 137:7  <b>rates</b> 78:10 82:6  113:7,8,19  <b>ratio</b> 136:17  <b>rca</b> 152:14 166:4  <b>reach</b> 57:11,12  68:20 87:9 96:14  106:8 136:23,23  142:9  <b>reached</b> 33:21  <b>reaching</b> 70:1  164:15  <b>read</b> 46:19 80:21  97:8  <b>readily</b> 72:19  <b>readjust</b> 104:8</p>
		<p><b>r</b>  <b>r</b> 28:5 31:19 53:5  <b>race</b> 37:19,20  <b>racing</b> 5:25  <b>rack</b> 72:22 78:10  <b>radar</b> 63:9 85:16  <b>rail</b> 146:15,16  155:4 161:11,18  163:7</p>	

<p><b>ready</b> 25:24 56:11 57:12 62:25 99:21 139:21 167:1 <b>real</b> 95:4,7,21 149:10 152:15 154:6 156:6,23 166:4 <b>reality</b> 121:14 131:8 <b>really</b> 32:25 35:10 35:18 39:24 45:8 51:13,21 57:7,7 67:13 68:13,13 75:6 76:22 79:11 84:4 88:2,24 89:25 93:15 96:9 104:12 109:3,7,16 109:22 118:16 119:14 120:25 124:21 125:7,14 127:15 134:10 156:24 157:25 164:1,2,22 165:12 166:25 167:3,4 168:5,8 170:15 171:7 <b>reappointment</b> 4:21 168:3,23 170:8 <b>rearranging</b> 154:15 <b>rearview</b> 125:2 <b>reason</b> 18:11 29:17 34:3 108:13 126:6 144:23 167:5 171:5 <b>reasons</b> 43:4,9 48:3 69:11 90:18 127:10 <b>rebrand</b> 138:6</p>	<p><b>recall</b> 9:5 114:8 164:18 <b>received</b> 19:14 72:11 83:3 <b>receptionist</b> 73:18 <b>recess</b> 135:3 <b>recirculate</b> 106:18 107:1 <b>recognized</b> 5:5 143:6 <b>recognizing</b> 126:4 <b>recollection</b> 107:2 <b>recommend</b> 30:10 <b>recommendation</b> 42:18 43:16,22 <b>recommending</b> 32:3 <b>reconfiguration</b> 25:15 <b>record</b> 42:25 46:9 52:25 117:22 152:20 173:11 <b>records</b> 15:5 19:12 19:12 20:2,15 21:7 22:2,7 <b>recover</b> 157:4,6,20 <b>recreational</b> 90:23 101:2 <b>recs</b> 87:7 <b>recuse</b> 45:5 <b>redemption</b> 125:8 <b>redesigned</b> 155:5 <b>reduce</b> 153:2,8 <b>refined</b> 100:3 <b>refreshing</b> 60:7 <b>regard</b> 59:19 95:15 <b>regarding</b> 19:10 20:19,24 46:7 58:13 81:18 127:14</p>	<p><b>regards</b> 36:9,14 39:18 40:12 71:8 72:5,16 109:5 110:10 159:4,5,7 <b>reggie</b> 2:19 19:7,8 19:22,24 22:8 81:7,10,13 82:10 82:15,23 108:13 111:9,12,16 137:2 170:15,22 <b>regiment</b> 58:22 <b>regional</b> 81:17 <b>register</b> 13:6 <b>registered</b> 149:24 <b>registrants</b> 13:5 <b>registration</b> 13:6 <b>registrations</b> 37:18,21 <b>regulated</b> 145:4 <b>regulations</b> 150:2 159:6 <b>reimbursement</b> 36:24,25 <b>reiterate</b> 85:23 <b>related</b> 138:23 140:5 153:9 157:12,13 160:14 <b>relating</b> 20:9 <b>relation</b> 33:12 34:15 96:19 130:17 <b>relations</b> 10:5 <b>relationship</b> 34:13 121:8 123:24 124:3,4,14 133:21 153:20 154:6 <b>relationships</b> 130:7 <b>relative</b> 103:24 107:13 173:16</p>	<p><b>relevant</b> 40:14 <b>relief</b> 91:17 <b>religiously</b> 146:3 <b>relocated</b> 55:23 <b>remainder</b> 28:1,9 28:11,13 29:10 <b>remains</b> 56:5 <b>remember</b> 44:15 138:22 156:9 163:15,19 <b>remind</b> 14:4 16:6 125:12 <b>remiss</b> 132:19 <b>renderings</b> 163:2 <b>renegotiate</b> 35:25 39:17 <b>renew</b> 9:6 39:19 <b>renewal</b> 39:22 46:18,22 49:19,22 49:24 <b>renewed</b> 40:3 <b>renovation</b> 9:4 61:14 <b>rent</b> 72:22 <b>rental</b> 9:23 28:4 31:18 38:5 45:18 46:25 47:7,22 48:4 49:21,23 53:3 82:6 113:6 168:12 <b>renters</b> 113:18 <b>rents</b> 79:4 <b>repeat</b> 24:7 <b>replace</b> 76:24 <b>report</b> 15:7 56:16 56:19 60:15 65:14 74:8 76:16 77:21 78:1 165:14 <b>reported</b> 1:16 2:1 <b>reporter</b> 2:2 134:25 173:3,6</p>
---	---	---	---

[reporting - russo]

<p><b>reporting</b> 60:8  <b>reports</b> 55:1 56:15  63:15 89:3 158:15  <b>represent</b> 145:19  <b>republic</b> 11:2,3,4  166:19  <b>reputation</b> 156:25  <b>request</b> 15:3,5  19:14 20:9,13  21:2,5,9,11 22:7  28:7 72:15 84:9  <b>requested</b> 19:10  19:16 20:15  <b>required</b> 12:5  103:12  <b>requirement</b> 5:9  <b>requires</b> 19:12  21:8  <b>rescue</b> 13:21  <b>researched</b> 144:3  <b>residential</b> 11:6  <b>residents</b> 9:16  <b>resource</b> 81:3  <b>resources</b> 75:13  106:10 135:18  142:5  <b>respect</b> 42:11  109:16  <b>respectful</b> 172:1  <b>respectfully</b> 53:19  <b>respond</b> 84:22  157:4,5  <b>response</b> 148:15  <b>responsibility</b>  119:6 126:8  <b>responsive</b> 21:9  <b>rest</b> 33:16 34:8  35:3 42:24 171:13  <b>restaurant</b> 159:18  <b>restricted</b> 111:23</p>	<p><b>result</b> 125:22  138:8 157:24  <b>results</b> 90:11  <b>retailers</b> 13:20  <b>retention</b> 20:5  <b>rethink</b> 68:10  <b>return</b> 65:25  80:16,18  <b>returning</b> 13:17  <b>revenue</b> 6:5 24:25  36:14,21 37:13  76:24 91:1,3  92:20 106:12  113:10  <b>revenues</b> 7:16,20  165:18  <b>review</b> 26:12  78:22 168:18  <b>revisions</b> 60:9  <b>rex</b> 12:11  <b>rfp</b> 29:19 30:5,5  61:10  <b>rich</b> 152:1,3  <b>richards</b> 2:10  11:20,22 14:1,20  28:3,4 31:17,18  32:7,12,18 36:17  37:4,17 38:4,8,11  38:14,18,22,25  39:3,14 46:13,24  47:6 55:3 56:21  73:23 138:1 142:4  <b>ride</b> 128:2 166:5  <b>riders</b> 136:18  154:12  <b>rides</b> 12:13 85:18  128:2 140:21  <b>ridge</b> 58:11  <b>ridiculous</b> 19:17  <b>riding</b> 81:16 136:1  136:2,20</p>	<p><b>right</b> 11:23 14:23  16:2 26:7 37:2  38:22 39:9 40:5  47:1 68:18,22  72:12 77:3,16  78:24 81:11 85:2  113:12 119:11  122:17 124:7,9  127:2,3,3 128:22  139:9 145:2,22  146:15,20 147:22  149:9 150:13  154:18,24 155:9  157:16 161:21,21  162:4,6  <b>ring</b> 12:22  <b>rising</b> 92:4  <b>risk</b> 11:8 150:1  <b>riverside</b> 18:2  <b>road</b> 12:17  <b>robbins</b> 2:19,20  15:24,24 16:1,3,20  16:21,22  <b>robert</b> 2:8 4:8,18  14:15,23 27:8  29:7 31:11 34:18  49:4 52:23 54:20  60:6 65:13 104:2  104:2 117:3  161:10 162:13  170:10 172:13  <b>robust</b> 73:16 74:5  76:3 161:8 167:2  <b>role</b> 66:19 113:10  <b>roll</b> 3:19 26:20  28:18 30:22 54:6  116:14  <b>rolling</b> 11:23  107:22  <b>room</b> 37:15 42:13  99:5,8,9 102:15</p>	<p>105:11 157:9  <b>rooms</b> 157:7  <b>rooting</b> 133:21  <b>roots</b> 136:2  <b>rope</b> 61:2  <b>rough</b> 122:22  <b>roughly</b> 8:2  <b>round</b> 113:18  161:9 165:9  <b>route</b> 154:16,20  155:3  <b>ruiz</b> 2:8 4:7,8,18  14:15,23 27:7,8  29:6,7 31:10,11  34:17,18 49:4  52:23 54:19,20  64:25 65:12,13  117:2,3 161:10  162:13 170:9,10  172:13  <b>rules</b> 150:1 159:5  <b>rumor</b> 26:4  <b>run</b> 11:10 12:25  13:1,2 18:7 25:2  32:23,25 37:20  51:17 56:6 88:15  95:7 97:20 151:4  154:3 158:9  161:21  <b>runners</b> 37:12  44:4  <b>running</b> 13:1  35:16 55:13,17,18  55:22 56:1 105:10  107:17 144:5  153:21  <b>runs</b> 103:14  129:14  <b>russo</b> 2:20 22:9,11  22:16</p>
--	--	--	---

[sa25-13ct - selfishly]

s	125:11 128:8 135:10,12 147:15 157:6	93:10	149:11,13 150:8 150:16,20 151:5 151:16,19,20,22 151:23 152:5,21 153:25 154:19 155:6,21 156:10 156:19 157:2,12 158:16 160:5 163:24
<b>sa25-13ct</b> 27:19	<b>saying</b> 33:14 34:19 39:7,15 40:8,12 41:2 49:6 69:4,7 69:20 84:1 92:1 92:22 95:23 101:25 109:12 122:1 150:2,5 153:3	<b>scouts</b> 109:25,25 <b>screening</b> 146:23 148:25 <b>search</b> 150:3 <b>sears</b> 2:21 80:24 83:4,5,9 84:20 <b>season</b> 11:24 66:24 <b>seasonal</b> 148:2 150:10 161:5 <b>seat</b> 94:5 <b>second</b> 22:13 26:16 28:3,14,15 30:19 38:9 52:22 52:23 53:14,15 54:3 58:16 66:1 91:22 112:6 114:24 115:2 116:10 119:13 146:7 150:16 172:14 <b>seconded</b> 26:18 28:16 30:21 53:16 <b>secondly</b> 171:3 <b>seconds</b> 22:14,15 <b>secrecy</b> 21:22 <b>secret</b> 15:20,21 151:4 <b>secretary</b> 3:18 26:19 28:18 30:22 54:5 111:5 116:13 <b>sector</b> 33:6,20 <b>secure</b> 152:17 160:12 <b>security</b> 71:1,9,10 126:5 143:17,20 143:21 144:12,19 144:20,23 145:2,6 145:20,25 146:9 148:9,16 149:4,9	<b>see</b> 17:17 23:18 26:12 34:22 35:4 35:18 36:1 39:25 41:4 43:6 55:21 59:3 62:23 74:20 79:5 87:25 88:1 89:18 94:1,13,23 95:15 97:12 104:25 105:25 108:23 114:12 118:16 139:8,17 140:12 143:9,23 144:8 145:17 146:20 147:4,4,20 153:1 154:23 155:3 156:23 160:3 161:18 164:3 167:5 170:14,16 <b>seeing</b> 27:15 <b>seek</b> 20:3 21:13 <b>seeks</b> 21:2 <b>seen</b> 57:3 73:5 75:25 110:21 125:23 134:2 135:21 142:11 146:14 163:2 <b>selection</b> 113:11 <b>self</b> 165:2 <b>selfish</b> 105:2 <b>selfishly</b> 76:23
<b>sabo</b> 2:22 87:23,24	<b>sb741</b> 5:8 <b>scarecrow</b> 155:17 <b>schedule</b> 10:21 <b>scheduled</b> 16:24 18:15 20:20 48:20 107:5 <b>schedules</b> 171:24 <b>scheduling</b> 18:16 <b>scholar</b> 140:24 <b>scholarship</b> 142:3 <b>scholarships</b> 87:8 141:13 <b>school</b> 10:17 35:15 57:16 103:22,22 138:19 141:14,17 141:19,21,22,23 142:17,19,23 143:3 149:1 150:14,17 151:10 156:8 <b>schools</b> 57:11 141:13 142:7,24 <b>science</b> 138:24 <b>scope</b> 30:4 106:15 107:5,10 <b>scored</b> 92:16,16,22 93:1 <b>scoring</b> 92:8,10,13 92:15,21,24 93:2,8		
<b>sabotaged</b> 23:2			
<b>safe</b> 9:15 71:20 126:8 160:12			
<b>safest</b> 154:14			
<b>safety</b> 25:10 67:18 67:24 70:14 71:4 126:5 131:2 150:15 164:9 169:25 170:1			
<b>sails</b> 94:9			
<b>sale</b> 5:22			
<b>sales</b> 23:11 25:1 29:23 30:1 113:10 140:14 148:19			
<b>sample</b> 11:11			
<b>san</b> 2:16 18:2			
<b>sand</b> 12:16,18			
<b>sandra</b> 2:7 4:6,20 26:14,17 27:6 28:10 29:5 30:19 31:9 54:18 56:18 63:17,24 77:25 103:14 117:1 168:2 169:2,11 170:7 172:14,19			
<b>sasha</b> 13:25			
<b>sat</b> 75:12 164:23			
<b>satisfaction</b> 147:16			
<b>saturday</b> 7:9 12:1 12:8,25 13:9,10 14:6,8,10 18:10,12 55:19,23 75:1,23 76:8 153:22			
<b>sausage</b> 65:6,7			
<b>saved</b> 108:13			
<b>saw</b> 62:11 75:19 83:15 94:6 122:23			



[sell - sole]

<p><b>sell</b> 6:15 11:12 18:6,9,12 19:1 25:12,23 <b>seller</b> 145:17 <b>selling</b> 6:2 <b>sellout</b> 5:25 <b>send</b> 88:5 137:3 167:2 <b>seniors</b> 12:14 14:2 14:21 <b>sense</b> 44:1 47:10 81:24 95:17 109:1 169:16 <b>sensitive</b> 95:8 <b>sensitivity</b> 158:14 158:20 159:13 160:5 161:2,3,7 <b>sent</b> 63:4 65:23 72:12,13 80:15,17 86:10 <b>sentiments</b> 124:18 <b>separate</b> 147:3 <b>september</b> 57:16 144:7 <b>series</b> 5:19 124:24 <b>serious</b> 58:9 <b>seriously</b> 157:23 <b>serve</b> 109:24 166:16 <b>service</b> 11:10 58:25 70:4 85:15 85:15,18 86:8 151:4,20,23 152:4 <b>services</b> 11:6 27:21 29:21 79:6 120:4 149:13 <b>session</b> 15:22 167:19 <b>sessions</b> 148:1,4 150:13</p>	<p><b>set</b> 42:2 60:9,19 81:25 94:24 134:14 173:8 <b>sets</b> 127:3 <b>setting</b> 86:2 149:2 <b>settlement</b> 111:24 <b>seven</b> 6:14 88:4 105:16 135:2,8 <b>severe</b> 151:8 <b>shaping</b> 5:20 <b>share</b> 5:18 6:9 19:17,19 42:23 43:11 63:20 82:19 140:24 160:3 163:17 165:4,6 <b>shared</b> 10:7 70:23 <b>shares</b> 137:19 <b>sharing</b> 133:11 164:23 166:17,18 <b>she'll</b> 82:24 <b>shelton</b> 3:14 <b>sheriff</b> 144:15 <b>sheriff's</b> 155:8,9 155:14,21 <b>shift</b> 93:23 <b>shifting</b> 93:25 <b>shirts</b> 145:12,12 <b>shocking</b> 102:25 <b>shoot</b> 99:23 <b>shop</b> 62:11 <b>short</b> 6:14 44:17 134:2 <b>shorter</b> 144:4 <b>shorthand</b> 2:2 173:3,5,12 <b>shorts</b> 24:18 146:5 <b>shot</b> 119:19 <b>shout</b> 166:21 <b>shoved</b> 44:15 <b>show</b> 17:11 26:2 123:9 144:3 145:9</p>	<p><b>showcasing</b> 139:1 141:6 <b>showed</b> 156:18 <b>showing</b> 24:21 51:20 <b>shows</b> 5:21,25 17:10 129:18 131:16 156:2 <b>shutdown</b> 19:11 <b>shuttle</b> 144:14 153:19,22 <b>side</b> 80:11 162:20 162:24 <b>sides</b> 134:13 <b>sidewalk</b> 162:19 <b>sign</b> 101:22,24 <b>signage</b> 73:19,25 76:14 139:16 <b>signature</b> 173:23 <b>signed</b> 58:20 75:18 <b>significant</b> 49:12 71:5 82:5 118:22 <b>signs</b> 95:19,20 101:5,16 128:22 <b>silly</b> 22:1 24:7 <b>silva</b> 2:21 23:22,23 23:25,25 24:10 <b>silver</b> 5:4 <b>similar</b> 125:24 145:3 162:9 <b>simple</b> 99:12 146:5 <b>simply</b> 50:10 86:18 <b>single</b> 55:17 65:20 65:21 98:8 121:17 <b>sir</b> 36:6 77:22 <b>sit</b> 41:18,19 52:19 69:10 88:8 102:14 119:11 120:13 123:14 163:25</p>	<p><b>site</b> 10:14 61:16 65:11,24 111:23 111:25 140:18 <b>sitting</b> 49:11 122:12 124:25 <b>situation</b> 53:24 69:1 71:11,16 74:17 84:4 121:24 134:9 165:4 <b>six</b> 35:16 38:24 39:10 51:18 61:23 105:12 140:17 <b>sixth</b> 37:8,16 141:20 <b>size</b> 146:21 <b>skill</b> 103:12 127:3 <b>skip</b> 13:2 <b>sky</b> 94:8,9,10 132:21 <b>slammed</b> 58:11 <b>sleeps</b> 137:21 <b>sleeve</b> 125:12 <b>slide</b> 5:21 8:14 <b>slowed</b> 147:15 153:13 <b>slurpees</b> 166:3 <b>small</b> 151:7 <b>smaller</b> 162:3 <b>smarter</b> 93:2 <b>smell</b> 97:12 <b>smiles</b> 55:22 <b>smoothly</b> 22:19 <b>sobering</b> 156:23 <b>social</b> 74:3 128:10 <b>socialize</b> 128:11 <b>society</b> 13:21 <b>sol</b> 6:11,13 7:3 <b>sold</b> 6:4 <b>sole</b> 46:4 58:2 96:21</p>
---	---	--	---

[solidified - stay]

<p><b>solidified</b> 35:19  <b>solution</b> 74:18  <b>solvent</b> 86:6  <b>somebody</b> 17:22  69:19 93:1 100:10  100:17 121:25  124:5 128:13  129:19 130:8,19  159:16  <b>someone's</b> 150:5  <b>somewhat</b> 44:9  153:13  <b>sons</b> 5:11  <b>soon</b> 63:4 94:23  149:23  <b>sore</b> 52:2  <b>sorry</b> 8:25 13:9  28:2 35:12 51:8  51:12 76:12  <b>sort</b> 63:21 137:4  <b>sorts</b> 150:6  <b>sought</b> 20:12  <b>soul</b> 129:19  <b>south</b> 113:19  142:20 154:25  162:20  <b>southern</b> 18:1  <b>soy</b> 65:7  <b>space</b> 9:7 90:22  101:8 112:12  115:5  <b>spaces</b> 111:23  112:4  <b>span</b> 144:3  <b>speak</b> 81:8 107:22  114:25 135:11,13  163:15 171:6  <b>speaker</b> 135:5  <b>speakers</b> 2:18  <b>speaking</b> 9:22  15:13 24:24 26:3</p>	<p>135:10 162:6  <b>speaks</b> 41:25 42:1  <b>special</b> 123:15  141:10 166:21  <b>specialized</b> 151:19  152:4  <b>specific</b> 106:19  107:20  <b>specifically</b> 57:21  151:21 152:5,9  <b>specified</b> 20:1  <b>spectra</b> 22:11,16  74:20 117:18  121:8,11 129:25  <b>speedway</b> 151:6  <b>spelling</b> 151:13  <b>spend</b> 120:23  160:19 166:11  169:18  <b>spending</b> 89:23  <b>spent</b> 15:4 60:16  60:18 114:8 117:9  <b>spirit</b> 109:15  <b>split</b> 88:22 91:12  <b>spoke</b> 35:8  <b>sponsor</b> 88:19,22  141:1,3  <b>sponsored</b> 141:2  <b>sponsors</b> 140:16  <b>sponsorship</b> 95:13  <b>sport</b> 87:13 136:16  136:17,18,25  <b>sports</b> 10:13 12:16  85:13 87:11  <b>spot</b> 101:12  <b>spots</b> 128:10  <b>squads</b> 100:7,10  <b>st</b> 75:10,12 122:19  <b>stable</b> 83:22  <b>staff</b> 2:9 5:13,16  9:13,22 15:4 28:7</p>	<p>30:2 32:3 36:9  37:15 40:2 41:13  41:18,21,23 53:21  57:2 65:19,21,23  71:13 72:16 74:24  84:7,17 85:23  104:4 109:14  117:8 118:23  121:18,19,21  124:9,15,22  126:23 129:13  130:1,11 131:20  132:5,11,12,17  136:21 138:6  141:7 142:17  144:9,13 145:2,10  147:13,21 148:2  149:10 150:11  151:19,22 153:2,8  155:7 157:1,16,18  158:8,20 159:25  160:11 171:21  <b>staffing</b> 144:10,11  148:7,14  <b>stage</b> 7:3 156:1  <b>stakeholder</b> 66:1,7  106:21  <b>stakeholders</b> 5:11  66:3  <b>stan</b> 43:12 64:17  84:6 97:16 98:22  <b>stand</b> 13:4 172:22  <b>standalone</b> 49:21  49:25  <b>standing</b> 138:24  <b>standoff</b> 146:18  <b>stanley</b> 2:7 4:2  13:25 15:18 27:2  29:1 31:5 41:10  41:25 48:9,23  49:5 52:16 53:7</p>	<p>53:11 54:14 62:2  62:6,13 70:9 72:2  77:20 78:6 80:15  80:19 82:21  116:22 133:10,15  162:15,23 163:4  163:18 168:25  172:17  <b>start</b> 15:19 40:20  49:25 52:1,20  56:15 79:4 83:3  91:5,15 103:20  105:8,24,24,24  106:2,2 118:11  119:9 120:24  121:12 123:2  131:9 167:24  <b>started</b> 61:21  141:22 142:16  153:10  <b>starting</b> 12:1  38:11,24 39:2,3,10  134:11  <b>starts</b> 36:18 37:4  57:16 102:23,23  <b>state</b> 2:2 21:3,12  24:25 25:5 67:9  67:11 149:11,14  171:10 173:6  <b>stated</b> 20:6,16  21:15  <b>statement</b> 3:11  20:17 109:6  <b>states</b> 19:24 20:11  <b>statewide</b> 104:3  <b>stating</b> 19:15  21:11  <b>status</b> 158:19  159:9  <b>stay</b> 75:1 107:14  117:12 123:13,16</p>
--	---	--	---

[stay - synergy]

<p>133:18 145:4  <b>staying</b> 62:5 68:25  <b>steal</b> 76:10  <b>steam</b> 138:23,24  <b>stegosaurus</b> 12:11  <b>step</b> 88:21 94:16  119:12 132:9  161:25  <b>stepped</b> 132:17  <b>steve</b> 5:24  <b>stevens</b> 9:12  <b>stings</b> 126:12  <b>stone</b> 60:20  <b>stooges</b> 117:20  <b>stop</b> 91:5,8,15  105:8,24,24,24  106:2 129:3,3  141:25  <b>stopped</b> 91:16  <b>storage</b> 152:15  <b>store</b> 149:5  <b>stories</b> 56:7  <b>storms</b> 125:22  <b>story</b> 83:24  <b>stout</b> 2:22 85:1,3,7  86:24 135:6,6,9  137:15  <b>strategic</b> 64:6  144:11,15 148:7  155:8  <b>strategically</b>  146:16  <b>strategists</b> 104:11  <b>strategy</b> 104:13  <b>street</b> 10:16 128:8  149:2 162:17  163:20  <b>streets</b> 16:11  <b>stretch</b> 122:10  134:24</p>	<p><b>stringent</b> 145:13  <b>strong</b> 56:3 91:2  120:25  <b>structural</b> 132:3  <b>structure</b> 39:23  90:10,15,15 91:13  106:1 108:17  113:6  <b>student</b> 138:20  <b>students</b> 6:21 7:6  11:10,15 87:9  138:16 139:1  140:25 141:16  143:9  <b>studies</b> 34:3  <b>study</b> 72:11,12  78:8,9 81:15,20  84:1 97:7 119:22  120:2  <b>stuff</b> 55:23 60:3  69:16,18 82:3  83:12 96:8 97:8  102:20 105:7  118:20,20 121:4  122:17 152:20  161:3  <b>stupid</b> 24:6  <b>subject</b> 46:9 146:7  <b>subjects</b> 150:7  <b>submitted</b> 106:16  <b>subscribed</b> 173:19  <b>subsequent</b> 50:14  <b>substantial</b> 86:17  <b>subvent</b> 98:16  <b>succeed</b> 134:17  171:7  <b>succeeded</b> 171:8  <b>success</b> 133:22  <b>successful</b> 7:23  61:12 101:14,15</p>	<p><b>sudden</b> 122:17  <b>suffer</b> 18:23  <b>suggest</b> 68:9 116:4  163:10 168:17  <b>suggested</b> 114:13  <b>suggesting</b> 78:23  <b>suggests</b> 53:1  137:2  <b>suite</b> 2:16  <b>summer</b> 2:13 3:20  3:22,24 4:1,3,5,7,9  5:19 6:20 7:5 9:6  9:15 10:14 26:21  26:23 27:1,3,5,7,9  28:19,21,23,25  29:2,4,6,8 30:23  30:25 31:2,4,6,8  31:10,12 54:7,9,11  54:13,15,17,19,21  82:16,24 116:15  116:17,19,21,23  116:25 117:2,4  <b>sunday</b> 12:9,15  13:10 14:6,9 18:9  18:12 37:22 56:2  153:22  <b>super</b> 12:16  <b>supervision</b>  144:11 148:8  <b>supervisor</b> 2:12  83:18  <b>supervisors</b> 66:4  95:7 145:25  <b>supplier</b> 11:14  <b>support</b> 5:12 6:10  21:25 43:15 50:8  50:9 51:20 101:2  101:4 108:21  110:17 168:9  169:24</p>	<p><b>supporting</b> 34:10  34:10 35:17 42:7  42:7  <b>supportive</b> 157:17  157:17 164:12  <b>supports</b> 13:4  <b>supposed</b> 70:15  <b>supreme</b> 21:14  <b>sure</b> 34:10 35:25  36:1 52:8 56:4  76:5 77:9 80:1,6,9  82:16 104:17  117:21 119:7  132:9,16 133:19  145:12 148:4,20  154:2,4 156:9  159:18,23 160:6  163:14 164:11  168:19  <b>surprised</b> 73:17  <b>surrounding</b>  84:12  <b>survey</b> 72:13  86:10 87:1,4 88:2  88:6,12 119:17  120:5 122:22  <b>surveys</b> 72:5 80:9  80:16  <b>swale</b> 112:13  162:16  <b>swap</b> 12:16,17  16:3 24:1 42:8  70:12 95:2  <b>sworn</b> 104:18  <b>symphony</b> 6:2  9:18,22,24 168:12  <b>synergies</b> 45:11  67:3,6 108:9  126:20  <b>synergy</b> 98:1,13  100:24</p>
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[system - texas]

<p><b>system</b> 29:23 91:6 147:6,6 150:20,21 <b>systems</b> 155:4</p>	<p>111:18 119:8 121:15,24,25 124:1 130:10 152:18 153:11 156:20 159:7 160:9 164:1 165:11</p>	<p><b>tasks</b> 155:23 <b>tasty</b> 11:12 <b>taught</b> 151:3 <b>tax</b> 25:1 92:21 93:4 <b>taxes</b> 8:4 <b>teach</b> 136:23 <b>teachers</b> 57:13 <b>teaching</b> 11:9 <b>team</b> 5:7 9:8 32:24 66:5 75:13 76:10 85:13 124:15 125:3 133:22 134:13,19 139:7 140:14 145:2 148:11,16 161:1 166:25 169:23 <b>teams</b> 45:19 136:9 <b>tearing</b> 154:18 <b>technical</b> 161:6 <b>technology</b> 138:25 <b>teenagers</b> 139:9 <b>television</b> 4:24 <b>tell</b> 23:13 41:15 64:20 94:12 120:11,12 122:4 127:6 130:16 131:1,21 137:6 139:6 171:23 <b>teller</b> 118:21 124:17 <b>telling</b> 94:22 127:19 167:14 <b>temporary</b> 94:5,7 171:4 <b>ten</b> 10:12 19:13,13 49:8 72:24 78:11 89:14,14,18,21 90:21 93:8 96:1 105:7 109:8 121:22 128:20</p>	<p>146:16 <b>tenant</b> 41:16,21 42:2 43:20 45:4 47:17 53:23 66:14 66:19 68:15 69:25 70:10 72:8,14 74:10 78:7 80:7 132:16 133:13 168:17 <b>tenants</b> 66:18 79:21 <b>tent</b> 122:12 153:25 <b>tented</b> 154:25 <b>tents</b> 146:21 <b>teresa</b> 16:8 <b>term</b> 29:18,24 33:23,24 42:8,10 43:13 44:25 45:19 46:5 50:11 51:1,3 53:5 83:16 121:24 130:7,12 <b>terms</b> 33:22 38:6 39:18 43:8 45:22 46:7,17,23 47:15 50:15,22 57:12 60:14,17 66:19 68:3 89:19,19 90:21 91:12 93:7 93:8 106:9 107:15 115:6 121:15 170:20 <b>terrible</b> 69:5 170:24 <b>terrific</b> 143:16 <b>terror</b> 16:15 <b>terry</b> 73:15 <b>testified</b> 159:3 <b>testifying</b> 173:10 <b>tet</b> 7:23 <b>texas</b> 156:8</p>
<p><b>t</b></p>	<p>152:18 153:11 156:20 159:7 160:9 164:1 165:11</p>		
<p><b>t</b> 12:11 <b>table</b> 10:19 42:4,6 42:18 43:16 44:25 45:2 49:11 64:15 88:24 104:25 164:25 <b>tabled</b> 48:12,13 <b>tables</b> 84:21 <b>tactical</b> 171:18 <b>tactics</b> 150:7 <b>take</b> 25:22 70:18 70:21 77:12 80:11 83:1,8 92:2 99:15 99:16,17 102:13 103:19 107:2 118:6 119:16 120:4 122:9,9,22 130:8 135:1 143:24 147:10 150:9 163:8 169:17 <b>taken</b> 30:2 48:13 58:18 60:25 135:3 157:22,22 166:24 173:7 <b>takes</b> 68:16 92:20 96:15 120:7 129:1 129:1,2 <b>talents</b> 139:1 <b>talk</b> 22:19 25:6 27:23,25 34:15 52:2,12 56:11 57:10 59:23 60:1 63:5 64:15 66:16 66:21 67:2,4 83:7 88:8,13 94:8 102:15 103:14</p>	<p><b>talked</b> 33:5,11,24 60:7 68:1,2 74:9 74:21 90:20 108:9 108:10 122:14,15 122:16 123:11 128:13 134:4,7 144:8 157:8 163:23 <b>talking</b> 16:1,5 24:8 34:7 45:9,10 49:6 57:13,14 66:12 67:4 72:3 74:16 88:20,25 89:14 95:4 96:19 99:1 100:12 105:13 110:19,23 121:4 122:18,20 123:2 126:19 127:18 128:19 129:23 134:6 152:3 156:12 161:11 170:18 <b>talks</b> 149:25 <b>tandem</b> 33:12 140:14 <b>target</b> 113:24 119:14 120:19,21 142:10 <b>targeting</b> 66:8 119:14 <b>task</b> 55:1 60:24 64:4 65:11 77:19 78:3 79:13,17 87:19</p>		

[thane - thoughts]

<p><b>thane</b> 166:21,21  <b>thank</b> 3:17 4:11,15  8:17,18 10:18  14:23 15:2,8  16:18,19 19:1,4,5  19:9 22:7,8 23:19  23:21 26:8,9  29:13 31:14 40:15  41:7,11,24 42:20  43:24 48:6 50:21  52:10 53:8,13,25  54:1,23 55:9,13  56:7,10,13,22  59:20 60:21 61:10  62:13 63:12 64:1  66:10,12 71:24,25  74:7,15 77:22  78:2 80:13,21  84:24,24 87:21,24  88:25 89:2,6  101:5 107:25  110:24 111:7  114:3,4 117:7,7,15  124:11,12,17  126:14,16 132:7  132:22 133:10  134:21 137:17  138:1 143:16  144:1 157:15  160:22 162:13  163:21 164:4,7  167:12,16,17,25  168:9,21 169:2,14  169:20,23 170:2,3  170:8  <b>thanks</b> 9:2 59:10  84:22 117:9  134:11 140:2,14  168:20  <b>theme</b> 140:10  165:11</p>	<p><b>theoretically</b>  48:12,13  <b>theory</b> 171:17  <b>therapeutic</b> 136:2  <b>thereof</b> 173:14  <b>theresa</b> 2:21 80:24  80:25 83:4,5,9  84:20 88:10  <b>thicker</b> 155:2  <b>thing</b> 14:19 17:9  40:10 41:1 44:25  45:10 50:24 59:11  63:22 77:16 83:14  84:1 88:12 90:19  91:18,22 92:10,18  93:15 94:5,6  95:21 96:17 97:18  97:23 98:12 106:5  110:13 114:15  117:11 121:6,10  123:19 128:11,20  129:9,22 133:12  133:16 134:5  154:2,14 156:6  163:20 165:21  166:7 169:20  170:17  <b>things</b> 5:17 15:15  16:7 23:7 34:15  43:25 44:22 57:24  58:21 63:6 65:3  67:3 69:4 70:13  70:17,19,21 71:14  72:4,14,23 74:12  74:25 78:20 85:9  88:17,23 90:20  91:4,6,21 92:12  94:8 97:16,24  100:22 106:1,13  107:21 108:9  118:12,19,23</p>	<p>121:5 122:14,23  127:17 128:14  129:3 133:2,3  134:3 136:21  137:1 144:18  145:14 147:12,15  149:8 150:6  154:22 155:10  156:18 157:11  159:11 160:2  163:7,23 164:24  165:24 172:5  <b>think</b> 32:21,23,24  33:8,14 34:3,13  35:4,23 36:4  37:17,20 38:1  40:14 42:12 43:1  43:12,13,16,25  44:1,20 45:7  47:20 48:3,9  50:22 52:24 53:2  59:24 64:8,22,23  65:5,9 68:13,13  70:16 72:18,23  77:15 78:6,12  79:18,24 80:3  84:3,18 85:18,20  88:7 89:15,16  90:1,17 92:1,23,23  93:15,20 95:11,17  96:4,10,11,11,16  96:25 97:19 100:2  100:11,24,25  101:7 102:12  103:10 104:15,20  105:8,9,9 106:14  106:15,17,21,25  107:4,7,9,10,14,20  108:6,8,8,11,12,16  108:16,18,23  109:12 110:2,9,19</p>	<p>110:22,23 111:10  111:10 115:7,23  118:9,24 119:8,9  120:11,12,18  122:18 123:10,19  123:20 124:12  126:17 127:11,12  127:13,17 129:11  129:22 130:22,24  130:25 131:18  132:12,20,24  133:17 134:11  135:6 136:4 146:6  154:20 155:12  157:12,24 158:8  159:25 168:10  169:15 171:13,13  171:21,25 172:2,6  172:8  <b>thinking</b> 64:21  89:25 95:9,10  97:17 102:5 119:9  119:11 128:20  131:9,10  <b>third</b> 82:3 141:20  <b>thoroughly</b> 42:16  <b>thought</b> 25:7  43:14 65:1 68:2  75:7 86:25 89:13  90:19 91:10 92:8  108:21 117:11  135:12 136:15  149:17 150:23,24  151:1 153:15  <b>thoughtful</b> 98:14  100:22  <b>thoughts</b> 43:11  89:9 90:2 104:25  105:1 107:24  120:14,14 134:14</p>
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[thousand - transfer]

<p><b>thousand</b> 36:23 38:16,17 39:9,11 122:21 143:8 166:16</p> <p><b>thousands</b> 24:20 24:24,24 25:3 71:1,22 73:10</p> <p><b>three</b> 5:6 33:9,10 34:21 35:1 36:13 38:17 39:19 40:1 50:15 109:8 117:20 135:23 138:14 162:3</p> <p><b>thrilled</b> 7:5 141:24</p> <p><b>thrilling</b> 12:12</p> <p><b>throat</b> 44:16</p> <p><b>throughput</b> 147:14</p> <p><b>throwing</b> 51:13 91:9</p> <p><b>thunder</b> 76:10,12</p> <p><b>thursday</b> 1:15 2:3 3:1 12:20 13:8 14:12 49:9</p> <p><b>thursdays</b> 167:8</p> <p><b>ticket</b> 14:17 123:21 125:5</p> <p><b>ticketing</b> 27:20</p> <p><b>ticketmaster</b> 29:14,23</p> <p><b>tickets</b> 6:4 12:14 12:18,22 14:1 123:22,22</p> <p><b>tide</b> 92:4</p> <p><b>tie</b> 62:22</p> <p><b>tier</b> 137:3</p> <p><b>tiered</b> 5:6 113:6 137:4</p> <p><b>time</b> 7:12 8:16 15:16 20:1 22:3 23:12 33:21 41:23</p>	<p>43:3,6,8,20 44:13 47:17 49:13 52:10 55:16 61:9 62:19 62:23,25 63:7 64:17 66:6 68:16 78:19,21 84:21 88:7,8 89:11,13,16 90:17 91:15,17,19 91:20 102:13 103:16 104:8 105:20 107:23 108:6 114:9 117:10,13 120:3,7 123:8 127:11 131:16 133:5,6 134:2 135:17,23 143:23 145:10 151:7 159:14 161:9 162:1 166:11 169:13,17 169:18 172:23 173:8</p> <p><b>timer</b> 15:14,25</p> <p><b>times</b> 39:9 41:14 46:19 121:22 136:3 148:21 155:16 159:1</p> <p><b>timing</b> 8:6 166:9</p> <p><b>tired</b> 98:25</p> <p><b>title</b> 141:20</p> <p><b>tkaczyk</b> 2:7 4:1,2 13:23,25 15:18 27:1,2 28:25 29:1 31:4,5 41:9,10,25 42:21 45:12 48:7 48:8,9,23 49:5 51:2 52:16 53:7 53:11 54:13,14 59:24 62:1,2,6,13 66:15 70:1,9 72:2 74:9 77:20 78:5,6</p>	<p>79:25 80:15,19 81:14 82:7,21 96:6 100:12 116:21,22 133:9 133:10,15 162:14 162:15,23 163:4 163:18 164:5 168:24,25 172:17</p> <p><b>tkaczyk's</b> 42:24</p> <p><b>today</b> 16:6 23:14 41:23 45:21 46:10 47:4 48:12 50:12 56:20 63:15 64:10 70:14 105:1,5 117:24 119:2 121:5 122:12,12 131:15 132:25 133:21 134:3 162:4 164:3 167:15 169:14,21</p> <p><b>today's</b> 146:8</p> <p><b>token</b> 126:4</p> <p><b>told</b> 58:20 69:13 122:5</p> <p><b>tom</b> 10:18</p> <p><b>tomatoes</b> 12:3</p> <p><b>tomorrow</b> 64:11 138:21</p> <p><b>ton</b> 85:17</p> <p><b>tonight</b> 5:3 105:15</p> <p><b>tool</b> 146:11,12</p> <p><b>tools</b> 140:25</p> <p><b>top</b> 13:22 95:9 147:4</p> <p><b>topic</b> 87:25 152:12 157:10 158:12</p> <p><b>topics</b> 152:22 155:11 159:8</p> <p><b>toro</b> 58:9,11</p> <p><b>tossed</b> 87:4</p>	<p><b>total</b> 15:6</p> <p><b>totally</b> 155:5</p> <p><b>touch</b> 23:13 144:17 166:13</p> <p><b>touched</b> 159:10</p> <p><b>touches</b> 9:3</p> <p><b>tough</b> 34:6 118:4 122:3 125:16</p> <p><b>tour</b> 10:3 97:5 142:6</p> <p><b>toured</b> 11:3</p> <p><b>tours</b> 128:12</p> <p><b>town</b> 86:12 90:24</p> <p><b>toys</b> 12:18</p> <p><b>track</b> 15:15 107:15</p> <p><b>tractor</b> 140:11</p> <p><b>traditional</b> 136:20 144:20</p> <p><b>traditionally</b> 110:21</p> <p><b>traffic</b> 10:24 76:3 112:7 161:15,19 161:22</p> <p><b>trail</b> 112:13</p> <p><b>trained</b> 147:22 148:2</p> <p><b>trainers</b> 72:20</p> <p><b>training</b> 10:14,21 11:9 47:3 136:3 144:13 147:25 149:10,21 150:13 151:19 152:2 158:14,20 160:5 161:4</p> <p><b>transcribed</b> 173:12</p> <p><b>transcription</b> 173:14</p> <p><b>transfer</b> 150:10</p>
---	---	---	---

[transport - vendor]

<p><b>transport</b> 155:20  <b>transportation</b>  143:21 152:23  153:19 165:10  <b>treasures</b> 75:25  <b>treat</b> 118:6  <b>tremendous</b> 71:7  125:7 143:1  171:10  <b>tried</b> 24:4  <b>trigger</b> 53:22  <b>trimming</b> 86:4  <b>trip</b> 138:16 165:9  <b>troubled</b> 103:7  <b>truck</b> 102:24,25  <b>true</b> 62:5 95:22  99:13 120:25  158:15  <b>truly</b> 130:3 166:6  <b>trump</b> 71:8  <b>trust</b> 129:20,21  130:2 137:20  <b>try</b> 22:18 59:16  74:13 77:14 85:25  118:2 129:23  144:4 163:11  <b>trying</b> 39:17 77:8  79:7 87:9 91:25  92:18 94:8 109:21  120:23 145:4,6  159:20  <b>tucked</b> 145:12  <b>tuesday</b> 10:10  66:2 93:24  <b>tugged</b> 125:12  <b>turn</b> 11:20 31:16  61:7 69:2,25  73:14 74:8 112:9  132:5 134:10  163:15 164:1  170:23,25</p>	<p><b>turned</b> 58:4 65:2  86:12  <b>turning</b> 128:7  <b>turns</b> 154:18  <b>twilight</b> 75:1  <b>two</b> 5:22 6:12 17:8  22:14,15 25:13  27:17 28:6 34:22  35:1,13 36:13  38:16 39:19 40:2  44:8 48:1 50:16  52:13 56:11 57:13  57:24,25 58:6  60:11 63:2 76:1  81:17 83:2 87:14  109:5,7 112:12  140:17 141:12  142:20 148:13,18  148:19 156:16,17  170:12  <b>type</b> 26:5 33:9  36:1 62:21 160:5  <b>typically</b> 110:20  154:11</p> <p style="text-align: center;"><b>u</b></p> <p><b>u.n.</b> 105:5,6  <b>u.s.</b> 51:10 103:2  <b>uh</b> 64:22  <b>ultimate</b> 106:24  <b>ultimately</b> 83:19  <b>unable</b> 20:16  25:12  <b>unanimously</b>  10:11 48:14  <b>unbelievable</b> 24:6  62:11 156:23  <b>unclear</b> 20:14  <b>underserved</b>  164:15  <b>undersigned</b> 173:5</p>	<p><b>understand</b> 18:13  20:17 23:16 38:1  39:14 67:2,15  68:24 69:23 75:22  77:17 95:2 108:21  109:3 115:9 122:4  126:3 130:2  133:17  <b>understanding</b>  49:23 60:12,16  68:4,8 77:3 110:3  114:8,10,14,19  <b>undertaking</b>  106:15  <b>underway</b> 143:22  <b>unfortunate</b> 134:1  <b>unfortunately</b>  102:12 119:3  144:22  <b>unhappy</b> 77:10  <b>uniform</b> 144:21,22  144:25 145:13  155:16  <b>unformed</b> 155:24  <b>uniforms</b> 144:9,23  145:4,9,11  <b>unique</b> 87:11,13  113:16  <b>unofficial</b> 160:8  160:15  <b>unveil</b> 62:25  <b>unveiling</b> 61:25  63:5  <b>update</b> 5:17 8:20  11:21 39:21 60:15  93:24 117:16,25  143:18 163:14  164:16,18  <b>updates</b> 4:14 8:22  <b>upfront</b> 156:4</p>	<p><b>upgrading</b> 145:11  <b>upper</b> 139:8  <b>upstairs</b> 58:23  <b>urban</b> 86:2  <b>usage</b> 154:1  <b>use</b> 10:13 67:9  75:8 89:6 110:2  111:21 112:5  113:5 120:4 123:5  147:1 149:6  <b>user</b> 43:21 50:9  <b>usual</b> 16:9  <b>usually</b> 135:19  <b>utilized</b> 125:5,10</p> <p style="text-align: center;"><b>v</b></p> <p><b>vacations</b> 140:24  <b>vague</b> 20:13  <b>valdes</b> 141:14  <b>valley</b> 61:14  <b>valuable</b> 84:3  <b>value</b> 125:11  <b>variance</b> 7:22  <b>varied</b> 136:4  <b>varies</b> 110:5  <b>various</b> 67:6  132:25 172:5  <b>vaulters</b> 136:18  <b>vaulting</b> 85:11  135:17,25 136:8  <b>veers</b> 161:20  <b>vegan</b> 65:7  <b>vehicle</b> 90:16  154:10 162:2  <b>vehicles</b> 146:11,18  147:2,7,10 162:12  <b>velociraptors</b>  12:11  <b>vendor</b> 16:3 29:19  44:5 101:23 102:3  102:9 119:4  125:17 126:11</p>
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[vendors - weapons]

<p><b>vendors</b> 18:24 22:17 25:1,17 60:2 66:21 67:1 69:14 70:14 75:6 75:19 92:25 101:1 101:4,7 118:23 119:17,17,20,25 120:1,11 121:7,19 122:3 123:6,10,16 123:20 124:8 127:19 129:12,17 129:25 130:12 132:11 133:17 149:5 159:24 165:13</p> <p><b>venture</b> 130:13</p> <p><b>venue</b> 150:15</p> <p><b>venues</b> 146:1</p> <p><b>verbatim</b> 173:10</p> <p><b>verbiage</b> 150:6</p> <p><b>verify</b> 21:19</p> <p><b>versa</b> 154:3</p> <p><b>versus</b> 7:20 8:7</p> <p><b>veterans</b> 56:23 93:17 114:7 117:14</p> <p><b>viable</b> 16:25 78:22</p> <p><b>vibe</b> 76:7</p> <p><b>vice</b> 10:4 66:11 99:3 154:3</p> <p><b>vietnam</b> 58:8</p> <p><b>view</b> 67:7 69:6 132:4</p> <p><b>viewing</b> 146:19</p> <p><b>views</b> 67:21</p> <p><b>violence</b> 157:13</p> <p><b>visa</b> 166:2</p> <p><b>visalia</b> 17:22,22</p> <p><b>vision</b> 89:17,19 90:6,8 91:25 93:3 96:21 98:1,9,16</p>	<p>100:3,5 101:22 104:5,15,22 129:1 166:24</p> <p><b>visit</b> 14:4 139:20 156:15</p> <p><b>voices</b> 16:16</p> <p><b>volumes</b> 42:1</p> <p><b>volunteers</b> 85:24 86:8 136:21</p> <p><b>vote</b> 43:3,8 44:19 46:9,17,20 48:13</p> <p><b>voted</b> 10:11</p> <p><b>votes</b> 48:18</p> <p><b>vp</b> 2:10,11,11 7:13 8:19 11:20</p> <p><b>vulnerable</b> 144:12 148:8,23</p>	<p>23:3,3,5,12 27:23 33:13 34:15,23 35:3 41:11,12 44:3,6 47:21 50:15,20 52:7 53:23 55:5 56:4,4 56:7,25 61:5 62:23 65:8 71:19 72:3,6 73:22 75:6 76:4,23,24 77:4 78:25 81:23 85:23 87:1,25 89:8,18,22 89:22 91:6 95:3 96:12 101:25 104:15 105:2,3,25 108:7,12,14,16,20 109:7 111:13 119:2,18 120:21 120:22 124:11,11 124:18,19 126:10 126:14,17 132:1 132:16 136:16 144:5 148:10 152:18 153:5 157:6,15,19 158:7 159:18,23 160:18 163:15 166:4 168:8,25 169:14 169:20,22 171:5</p> <p><b>wanted</b> 11:25 32:7 40:13 62:18 64:20 104:24 108:7 131:14 151:20</p> <p><b>wanting</b> 43:9 116:1 133:22</p> <p><b>wants</b> 67:4 72:9 89:6 90:5 156:7</p> <p><b>war</b> 58:8,20,24</p> <p><b>warfare</b> 136:3</p> <p><b>warrant</b> 150:4</p>	<p><b>watch</b> 95:6 146:13</p> <p><b>water</b> 55:12 118:8</p> <p><b>way</b> 13:2 17:22,24 42:15 45:24 51:5 51:6 66:6 68:12 83:25 86:5 87:18 95:23 100:21 104:16,20 105:5 106:1,4 108:23 109:3 118:6 121:9 122:1 123:14 126:23,24 127:21 129:4 130:14 131:10 134:6 142:12 145:14 160:4 161:13 165:17</p> <p><b>wayne</b> 113:20</p> <p><b>ways</b> 10:8 87:19 91:24 109:3 123:18</p> <p><b>we've</b> 25:11 30:13 32:23 40:19 42:4 44:20,21 47:16 57:7 60:8 69:12 73:18 74:16,23 87:8 90:19 94:8 96:2,7 100:22 120:1 122:14 129:4,5 135:15 139:12 140:7 141:13 146:13 148:8 152:3,25 154:19 160:20 161:8 162:4 171:7 171:8,9</p> <p><b>wealthy</b> 110:7,7,9 110:16</p> <p><b>weapons</b> 99:20 146:10</p>
	<p><b>w</b></p>		
	<p><b>wagon</b> 97:3,6</p> <p><b>wait</b> 112:9 119:12 119:24 147:20 148:15</p> <p><b>waited</b> 74:21 111:10</p> <p><b>waiter</b> 99:12</p> <p><b>waiting</b> 41:20 84:7 116:1 146:19 147:9,17</p> <p><b>walk</b> 13:2 64:21 99:5,8,9 135:20 137:11 154:12</p> <p><b>walking</b> 112:14,15 128:14 154:4 162:24</p> <p><b>walkthrough</b> 12:12</p> <p><b>walkway</b> 162:19</p> <p><b>wall</b> 128:8</p> <p><b>wallet</b> 126:12</p> <p><b>want</b> 7:17 10:18 15:21 16:6 22:22</p>		



[wear - year]

<p><b>wear</b> 85:9 144:23  <b>wearing</b> 145:11  146:2,4  <b>weather</b> 7:22  125:23 139:23  151:9  <b>website</b> 6:23 12:6  14:22 17:7,10,10  17:15 19:2 62:12  65:16,18 73:7,25  74:2 120:10  <b>websites</b> 120:22  <b>wednesday</b> 61:11  61:19 65:18  <b>wednesdays</b> 167:7  <b>week</b> 10:2 18:15  25:19,20 57:10  61:15,23 63:3  69:19 159:16  <b>weekend</b> 13:8 16:6  16:11,13,22,23  17:3,21,24 18:11  18:17,22,25 22:21  22:22 23:9,9,11,16  23:17 24:18,21  25:24 26:5 46:14  70:25 73:5,10,13  73:24 74:19 75:10  75:11 125:10,14  126:2 127:23,25  128:17,25 130:13  130:18 133:25  134:1 136:10,11  <b>weekends</b> 23:1  25:13 75:3  <b>weekly</b> 17:17,18  <b>weeks</b> 17:8 25:15  35:16 49:2,4  51:14,18,22 52:14  74:23 139:14  149:21 150:13</p>	<p><b>weir</b> 83:23  <b>welcome</b> 3:8 12:24  55:20 84:5,14  <b>went</b> 17:17 65:18  66:20 67:7 68:1,1  68:7 72:5 74:22  86:10 88:6,7  91:16 97:16  119:23 125:13  132:10 144:20,21  158:11 163:19,19  <b>west</b> 2:15  <b>westminster</b>  140:20  <b>whereof</b> 173:18  <b>white</b> 146:25  155:3  <b>wife</b> 24:9 36:8  130:5  <b>willing</b> 94:4  110:17 115:24  <b>willingness</b> 125:3  <b>willson</b> 2:12  <b>win</b> 126:22  <b>window</b> 88:4  <b>wine</b> 17:12  <b>winner</b> 7:2 74:17  <b>winning</b> 29:20  69:10 171:11  <b>wise</b> 37:9  <b>wish</b> 27:14  <b>witness</b> 173:18  <b>witnesses</b> 173:9  <b>woman</b> 159:21  <b>won</b> 5:1,3 58:25  <b>wonderful</b> 57:3  80:23 82:19  124:22 125:6  151:15  <b>wondering</b> 24:23</p>	<p><b>word</b> 72:13  <b>words</b> 24:6 32:8  45:23  <b>work</b> 5:11 7:7  9:17,20 10:25  15:17 16:11 18:20  22:17,19 23:3,17  23:18 30:4 35:22  42:13 61:21 68:12  68:24 77:4,13  79:24 88:8 92:11  101:13 106:15  107:5,10 113:4  117:8 118:20,23  121:1 123:4  124:21 139:17  145:15 148:3  155:13,22 160:13  170:21  <b>worked</b> 43:7 83:15  119:22  <b>workers</b> 60:23  <b>working</b> 23:10  25:20 35:19 61:12  76:9 78:24 79:22  80:5 86:13 98:5  99:22 105:15,16  117:12 120:2  145:1,10 146:14  147:21 148:15  149:24 151:18  152:13 153:5  154:6,9 155:9,13  155:25 161:2  162:2 169:17  171:24  <b>workplace</b> 118:19  <b>works</b> 61:13  164:21  <b>world</b> 6:22,23  133:7 144:19,23</p>	<p>154:14 157:14  163:24  <b>world's</b> 13:1,19  <b>worry</b> 153:6  <b>wrap</b> 13:16 14:13  <b>wrapping</b> 61:1  <b>writings</b> 20:18,24</p> <hr/> <p style="text-align: center;"><b>x</b></p> <hr/> <p><b>x</b> 36:12 37:11</p> <hr/> <p style="text-align: center;"><b>y</b></p> <hr/> <p><b>yeah</b> 19:23 60:6  99:18 119:13  129:5 162:23,23  <b>year</b> 6:4,6,18 7:1,8  8:6,11,16 10:9,12  21:24 29:15,18  31:19,21 32:4,10  32:10,13,14,21  33:1,2,5,9,10,10  33:17,19 34:11,19  34:21 35:1,1  36:11,11,13,13,20  37:7,7,8,11,13,16  37:19,19 38:15,16  38:17,24 39:6,8,8  39:10,19,22,25  40:7,20,23,23 41:2  43:2,6,18 44:3,9  44:25 46:1,25  47:13,16,19 48:5  48:22 49:21 50:12  50:12,15,16,16,16  50:17,17,24,25  51:16,17 52:4,6  53:1 55:14 57:19  65:1 72:24 78:11  86:21 89:14,14,21  90:21 91:15 93:8  96:1 103:4 104:23  105:4,7,13 106:9</p>
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[year - zoo]

107:3 109:5 110:5 113:18 117:25 118:4 125:20,25 128:20 136:9 138:17 139:24 140:16 141:2,12 141:23 147:15 148:1,4,6,12 150:9 150:16 151:10,25 152:13 153:23 158:1 159:21 161:9 163:23 164:18 165:18 166:23 171:16 <b>year's</b> 6:7 136:5 138:12 152:10 <b>years</b> 6:15 16:4 24:2,3 34:22,23,25 36:11 38:9 39:4 40:2,19 41:13 43:10 46:18 50:11 55:12,13 62:9 64:18,18 76:1,19 76:21 78:17 83:13 83:20 89:18 106:25 109:7,8,8 121:10,12 124:23 125:9 129:10 130:5,5,6,13 131:5 133:20,23 135:16 138:5,14 144:20 153:11 154:21 156:11,16 169:6 <b>yellow</b> 147:5 154:23,24 155:2 <b>yesterday</b> 16:7 104:1 151:12 <b>yield</b> 90:10 <b>yielded</b> 125:7 <b>yoga</b> 87:15 88:1	<b>young</b> 109:22 <b>younger</b> 12:19 103:17,18 128:6 <b>youth</b> 6:20 7:4 11:6,8 85:13,24 87:16 109:24 138:5,7,11 143:3
	<b>z</b>
	<b>zeyen</b> 141:18 <b>zones</b> 146:18 <b>zoo</b> 128:13,23