

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD October 26, 2017**

1. CALL TO ORDER:

Chair Berardino called the meeting to order at 9:00 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by Director Mouet. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT:

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

DIRECTORS ABSENT/EXCUSED: Director Cervantes

OTHERS PRESENT:

Kathy Kramer, OCFEC CEO; Michele Richards, OCFEC Vice President, Business Development, Ken Karns, OCFEC Vice President, Operations; Adam Carleton, OCFEC Vice President, Finance & Administration; Summer Angus, OCFEC; Bianca Kulback, OCFEC Director of Human Resources; Jerry Eldridge, OCFEC Director of Facilities; Jason Jacobsen, OCFEC Director of Planning & Presentation; Joan Hamill, OCFEC Director of Exhibits & Education; Terry Moore, OCFEC Director of Communications; Howard, Sandler, OCFEC Director of Events; Ruby Lau, OCFEC Director of Marketing; Nick Buffa, OCFEC Director Security & Traffic; Thane Hollman, OCFEC Guest Experience Supervisor; Evy Young, OCFEC Agriculture Education Supervisor; Keith Holbrook, OCFEC Maintenance Supervisor; Omar Sanchez, OCFEC Farm Operations Supervisor; Fran Leary, OCFEC; Roxanne Hack, OCFEC; Josh Caplan, Office of the Attorney General; Luis Hernandez, Stenographer; Don Isbell, Santa Ana Unified School District, Kevin Mondrogon, Victor Garita, Katrina Gonzales, Reggie Mundekis, Vincent Pollmeier, Beth Refakes, Jeanine Robbins, Katrina Finklestein, Jan Tubbiola, Lisa Sabo, Kim Stanford

5. CEO'S OPERATIONAL UPDATE

Kathy Kramer, OCFEC CEO, reported on the intake of evacuated animals at the fairgrounds due to the Canyon 2 fires. She complimented staff and volunteers on their quick response and preparation of facilities to accommodate the evacuated animals.

Ken Karns, OCFEC VP Operations, reported on the efforts of staff and volunteers with the preparation of the fairgrounds for the intake of the evacuated animals.

A female speaker thanked staff and volunteers who helped with the evacuated animals.

Chair Berardino presented a resolution certificate from the Orange County Board of Supervisors to OCFEC for the outstanding leadership in response to the evacuation crisis due to the Canyon 2 fires. Chair Berardino thanked Kathy Kramer, Ken Karns and OCFEC staff for their leadership during the crisis.

Kramer presented certificates from OCFEC to all who aided in preparation and the care of the evacuated animals.

Omar Sanchez, OCFEC Farm Operations Supervisor, talked about the construction of the temporary animal stalls.

Director Aitken spoke of lessons learned and suggested working with the county and animal control to have a more comprehensive plan in place.

The meeting broke for a recess at 9:19 a.m. and resumed at 9:23 a.m.

Kramer commented on several LOUs in place for different evacuation procedures and suggested that the committee could help build a more robust plan.

Kramer shared that the Santa Ana Unified School District (SAUSD) had awarded OCFEC their Connectedness Bright Star Award for the summer internship program.

Victor Garita, Karina Gonzales and Kevin Mondrogon, SAUSD students, spoke about their internship experiences during the 2017 OC Fair.

Don Isbell, SAUSD, shared some facts about SAUSD and the internship program and the partnership with the OC Fair.

Kramer recognized Janice Tubbiola for her fifty years of service to the OC Fair and presented her with a plaque.

Janice Tubbiola shared her experiences and memories of her time at the OC Fair.

Chair Berardino announced that Item 9C to be moved as the next item of business.

C. 2017 OC Fair Patron Perfect Attendance Award
Information Item

Michele Richards presented the staff report and present awards to three of the seventeen winners of the OC Fair Patron Perfect Attendance Award.

Kramer stated that earlier in the month she co-hosted the 18th Annual Arts Orange County Awards with President, Rick Stein.

Adam Carleton, OCFEC VP Finance & Administration presented the September 2017 financials.

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

6. PUBLIC COMMENTS

Beth Refakes, Costa Mesa resident, commended staff for a great job on the intake of the evacuated animals. She commented on the confusion and miscommunication from some of the news reports. She suggested a more comprehensive plan for future evacuations for people and animals during emergencies.

Kim Stanford thanked the Board, staff, the Equestrian Center and volunteers for all coming together during the crisis. She spoke of lessons learned and better communication with the Equestrian Center.

Lisa Sabo shared her experience during the animal evacuation. She thanked everyone who helped and stated that the Equestrian Center would like to be included more into the fairgrounds.

Jeanine Robbins stated that Paradise Cigars will be donating free cigars to veterans during the Veterans Day celebration.

Reggie Mundekis suggested that the PowerPoint slides presented in Board of Directors meeting be posted on website prior to the meeting for the public to download.

7. MINUTES:

A. Board Meeting held September 28, 2017

ACTION: Vice Chair Bagneris motioned and Director Tkaczyk seconded to review and approve the minutes from the Board meeting held September 28, 2017. **MOTION CARRIED. AYES: Chair Bernardino, Vice Chair Bagneris, Director Mouet, Director Aitken and Director Tkaczyk. NAYES: None. Abstention: Director La Belle, Director Ruiz, and Director Pham**

8. CONSENT CALENDAR

- A. Standard Agreements: SA-001-18HB; SA-226-17YR
- B. Amendments: SA-004-15CI; SA-046-16YR; SA-055-15HS; SA-056-15GS; SA-057-15HV; SA-117-15GL; SA-224-17FTYR; SA-271-15PA
- C. Rental Agreements: R-165-17; R-166-17; R-167-17; R-173-17; R-001-18; R-002-18; R-003-18; R-005-18
- D. Active Joint Powers Authority Agreements: None
- E. Correspondence:
Communications to the Board from the public in response to Board discussion or to comments made before the Board are to be listed on the meeting agenda and included in the Board materials as an item of public disclosure.

i. none.

-End of Consent Calendar-

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

9. GOVERNANCE PROCESS:

A. Committee/Task Force/Liaison Reports

- i. Centennial Farm Foundation Board (Director Cervantes)
- ii. Heroes Hall Veterans Foundation Board (Chair Berardino, Director La Belle)
- iii. Financial Monitoring Committee (Vice Chair Bagneris, Director Pham)
- iv. 2018 OC Fair City Liaison Committee (Director La Belle, Director Cervantes)
- v. Legislative Monitoring Task Force (Chair Berardino, Director Aitken)
- vi. Master Site Plan Task Force (Director La Belle, Director Ruiz)
- vii. Tenant Liaison Committee (Director Tkaczyk, Chair Berardino)
- viii. Consumer Initiatives Task Force (Director Tkaczyk, Vice Chair Bagneris)
- ix. Agricultural Committee (Director Mouet, Director Cervantes)
- x. Equestrian Center Task Force (Director Aitken, Director Tkaczyk)
- xi. Pacific Amphitheatre Operation Evaluation & Review Task Force (Chair Berardino, Director Tkaczyk)

Beth Refakes spoke her concerns of some of the concepts presented at the Master Site Plan workshop, during the Board of Directors meeting, the prior month. She stated that she is opposed to the demolition of historic buildings.

Reggie Mundekis criticized the Master Site Plan workshop for being held during the morning hours.

Female speaker, eastside Costa Mesa resident, spoke her concerns of the fairgrounds changing and not maintaining its traditions and heritage.

Michele Richards, on behalf of the Centennial Farm Foundation Board, reported that the Foundation had met last month to review and consider the feedback from the MOU. Richards stated that there is another meeting scheduled for the afternoon.

Chair Berardino, on behalf of the Heroes Hall Veterans Foundation Board, thanked staff for their continued hard work on Heroes Hall. He commented on another successful Voices presentation.

Vice Chair Bagneris, on behalf of the Financial Monitoring Committee, stated that the committee had met on October 13th and have set the dates for the budget study session meeting. Director Pham stated that he is looking forward to the study session and that he is impressed with staff preparation.

Director Pham left the meeting.

Chair Berardino, on behalf of the Legislative Monitoring Task Force, stated that there should be a report next month.

Director La Belle, on behalf of the Master Site Plan Task Force, stated that the Master Site Plan is an ongoing process. He added that the Board has not made any decisions in regard to the plan, that there will be many more meetings and workshops before a decision will be made. Ken Karns added that at the workshop concepts were presented to start a dialog to help formulate the beginnings of a plan.

Chair Bernardino, on behalf of the Tenant Liaison Committee, asked for copies of the multi-year contracts for the committee to review.

Director Tkaczyk, on behalf of the Consumer Initiatives Task Force, asked to be removed from the committee and stated that Director Pham agreed to take his place. Chair Berardino accepted the change.

Chair Berardino, on behalf of the Pacific Amphitheatre Operation Evaluation & Review Task Force, stated that the committee continues to meet.

B. 2017 OC Fair Highlights

Information Item

Michele Richards presented the highlights from the 2017 OC Fair.

C. 2017 OC Fair Patron Perfect Attendance Award
Information Item

Agenda item presented earlier.

D. 2017 OC Fair P&L
Information Item

Adam Carleton presented the OC Fair Profit & Loss Statement in three reports: Fair, Non-Fair and Totals.

E. Centennial Farm Foundation Request to Waive Fees for Poker Tournament Fundraiser
Action Item

Vincent Pollmeier criticized the Board of Directors meeting for being held in the day time. Pollmeier spoke in opposition of waiving the fees for the Centennial Farm Foundation's event.

Josh Caplan, Office of the Attorney General, clarified that the Board has the discretion and direct authority to determine whether or not to exercise waiving the fees.

ACTION: Director Mouet motioned and Director Aitken seconded to review and approve the Centennial Farm Foundation Request to Waive Fees for Poker Tournament Fundraiser. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Aitken, Director Tkaczyk, Director La Belle and Director Ruiz. NAYES: None.**

F. Heroes Hall Plaque Installation
Action Item

Chair Berardino presented staff report.

ACTION: Vice Chair Bagneris motioned and Director Ruiz seconded to review and approve the Heroes Hall Plaque Installation. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Aitken, Director Tkaczyk, Director La Belle and Director Ruiz, NAYES: None.**

G. Board of Directors Nominating Task Force Recommendation and Election of Board Officers
Action Item

Director Tkaczyk announced his and Director La Belle's recommendation of Barbara Bagneris as Chair and Robert Ruiz as

Vice Chair for the next term.

ACTION: Director La Belle motioned and Director Aitken seconded to review and approve Director Ruiz as Vice Chair for 2017-2018 term. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Aitken, Director Tkaczyk, Director La Belle and Director Ruiz. NAYES: None.**

ACTION: Director Ruiz motioned and Director La Belle seconded to review and approve Vice Chair Bagneris as Board Chair for 2017-2018 term. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Aitken, Director Tkaczyk, Director La Belle and Director Ruiz. NAYES: None.**

H. Review and Approve the Appointment of the Board Chair to serve on behalf of the 32nd District Agricultural Association as an Elector for the California Fair Services Authority (CFSA) Board of Directors Elections

Action Item

Kathy Kramer presented the staff report.

ACTION: Director La Belle motioned and Director Tkaczyk seconded to review and approve the Appointment of the Board Chair to serve on behalf of the 32nd District Agricultural Association as an Elector for the California Fair Services Authority (CFSA) Board of Directors Elections. **MOTION CARRIED. AYES: Chair Berardino, Vice Chair Bagneris, Director Mouet, Director Aitken, Director Tkaczyk, Director La Belle and Director Ruiz. NAYES: None.**

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

Action Item

Chair Berardino presented the staff report.

Vincent Pollmieier criticized the delegation of authority to CEO Kramer and VP Richards.

Reggie Mundekis criticized the delegation of authority to the executive staff.

Beth Refakis spoke her concerns regarding delegating authority to staff.

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

10. CLOSED SESSION

No closed session

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Director La Belle congratulated the new Chair and Vice Chair on their positions and is looking forward to the next year.

Director Aitken thanked everyone for their hard work during the evacuation. She commented on a visit to a school in Anaheim that had their student's fair artwork on display. She thanked Chair Berardino for his service as chair and congratulated Vice Chair Bagneris and Director Ruiz on their new appointments.

Director Mouet stated that he was impressed at the response to the emergency and animal evacuation efforts. He also thanked Chair Berardino for his leadership and congratulated the new Chair and Vice Chair.

Director Ruiz thanked the nomination task force for the nomination as Vice Chair. He stated that he is looking forward to working with Barbara Bagneris. He encouraged everyone to attend the Veterans Day celebration on November 11th.

Vice Chair Bagneris complemented and thanked staff for another outstanding fair. She commented on her experience and enjoyment at the Japan Fair at the fairgrounds. Vice Chair Bagneris thanked the nominating committee for their recommendation, Chair Berardino for his leadership and stated that she is looking forward to working with Director Ruiz this next year.

Chair Berardino thanked the Board and past Board Chairs for their support over the last year. He shared his appreciation to CEO Kramer for her leadership and the support of the executive staff. Chair Berardino congratulated the new chair and Vice Chair.

12. NEXT BOARD MEETING: NOVEMBER 16, 2017

13. ADJOURNMENT

Meeting adjourned at 11:19 a.m.

Barbara Bagneris, Chair

Kathy Kramer, Chief Executive Officer