



The mission of OCFEC is...

**CELEBRATION OF ORANGE COUNTY'S
COMMUNITIES, INTERESTS, AGRICULTURE AND HERITAGE**
(with results justifying resources expended)

NOTICE OF MEETING

32ND District Agricultural Association
OCFEC Board of Directors
Thursday, March 22, 2018
9:00 a.m.

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

Board of Directors

Barbara Bagneris, Board Chair
Robert Ruiz, Vice Chair

Nick Berardino, Member
Gerardo Mouet, Member
Ashleigh Aitken, Member

Stan Tkaczyk, Member
Douglas La Belle, Member
Sandra Cervantes, Member
Newton Pham, Member

Secretary-Treasurer

Kathy Kramer CFE, CFEE, CMP
Chief Executive Officer, OCFEC

32nd DAA Counsel

Josh Caplan
Office of the California Attorney General

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

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

AGENDA

1. CALL TO ORDER

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

2. THE MISSION OF OC FEC IS...

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

3. PLEDGE OF ALLEGIANCE

4. ROLL CALL (Policy 4.5.2.B)

5. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

6. MATTERS OF PUBLIC COMMENT

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

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

7. MINUTES:

A. Board Meeting held February 22, 2018

Action Item

8. CONSENT CALENDAR: (Policy 4.3.4)

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

A. Standard Agreements: SA-036-18IO; SA-043-18GE; SA-046-18PL; SA-050-18PA; SA-052-18PA; SA-053-18HB; SA-054-18GE; SA-056-18BB; SA-057-18GE; SA-058-18BB; SA-064-18P; SA-065-18IO; SA-066-18HL; SA-083-18SP; SA-084-18SP

B. Amendments: SA-50-14BS (Amend. #4); SA-096-16FT (Amend. #1); SA-128-16FT (Amend. #1); SA-224-16FTYR (Amend. #2); SA-238-16WR (Amend.

- #3); SA-096-17YR (Amend #2)
- C. Interagency Agreements:** SA-060-18IA
- D. Rental Agreements:** R-004-18; R-019-18; R-021-18; R-022-18; R-030-18; R-036-18; R-049-18; R-053-18; R-059-18; R-069-18; R-083-18; R-087-18; R-088-18; R-089-18; 18 IO- 01; 18 IO-FE 53; 18 IO-FE 54; 18 IO-FE 55; 18 IO-FE 56; 18 IO-FE 57; 18 IO-FE 58; 18 IO-FE 59; 18 IO-FE 60; 18 IO-FE 61; 18 IO-FE 62; 18 IO-FE 63; 18 IO-FE 64; 18 IO-FE 65; 18 IO-FE 66; 18 IO-FE 67; 18 IO-FE 68
- E. Active Joint Powers Authority Agreements:** 03218005
- F. Commercial Rental Agreements:** IMCOM-01-18; IMCOM-02-18; IMCOM-03-18; IMCOM-04-18; IMCOM-05-18; IMCOM-06-18; IMCOM-07-18
- G. Concession Rental Agreements:** IMFO-01-18; IMFO-02-18; IMFO-03-18; IMFO-04-18; IMFO-05-18; IMFO-06-18; IMFO-07-18; IMFO-08-18; IMFO-09-18; IMFO-12-18; IMFO-14-18; IMFO-15-18; IMFT-01-18; IMFT-02-18
- H. Independent Amusement Agreements:** IMIA-01-18
- I. Judging Agreements:** IO-001-18; IO-002-18; IO-003-18; IO-004-18; IO-005-18; IO-006-18; IO-007-18; IO-008-18; IO-009-18
- J. Correspondence:**
Communications to the Board from the public in response to Board discussion or to comments made before the Board are to be listed on the meeting agenda and included in the Board materials as an item of public disclosure.
- i. none.
- K. CDFA Correspondence:**
Communications to the Board from the California Department of Food & Agriculture Division of Fairs & Expositions regarding relevant topics at Fairs and Expositions.
- i. none.

-End of Consent Calendar-

9. GOVERNANCE PROCESS

A. Committee / Task Force / Liaison Reports Information Item

To assure compliance with the Bagley-Keene Act, Committee reports are only for the purpose of the Committee chair, Task Force members or Liaison to provide a verbal update. Should the Board want to discuss any Committee

work item not already on the agenda; those would need to be agendized for a future Board meeting.

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

B. Spectra Contract Amendment and OC Market Place Update

Action Item

C. Centennial Farm Foundation Memorandum of Understanding (MOU)

Action Item

D. California Assembly Bill AB 2396 Discussion

Action Item

E. Board of Directors Training Workshop

Information Item

10. CLOSED SESSION (Closed to the Public)

- A. Pending Litigation – The Board will meet in closed session to consult with legal counsel regarding the following pending litigation. [Gov. Code section 11126(e).]
- i. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural Association. Based on existing facts and circumstances, the Board of Directors will decide whether to initiate litigation. (Govt. Code, § 11126, subd. (e).)
 - ii. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural Association. Based on existing facts and circumstances, there is significant exposure to litigation against the 32nd District Agricultural Association. (Govt. Code, § 11126, subd. (e).)

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

12. NEXT BOARD MEETING: APRIL 26, 2018

13. ADJOURNMENT

Respectfully submitted,

A handwritten signature in black ink that reads "Kathy Kramer". The signature is written in a cursive style with a large, sweeping flourish at the end.

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

Date of notice: 4:00 p.m. March 12, 2018



The following financial reports as of February 28, 2018 are enclosed for your reference.

Income Statement

For the year ended February 28, 2018, year-to-date Net Proceeds were negative \$1.5M. This is favorable to the budget of negative \$2.7M by \$1.2M.

Total 2018 Revenue of \$1.8M was favorable to Budget of 1.6 by \$.2M. Year Round events such as Tet Festival, and Cirque helped Interim Parking, Personnel, Catering. Interest income was also favorable.

Total year-to-date Operating Expenses of \$2.6M were favorable to budget of \$3.1 by \$.5M. Positive variances were related to payroll/benefits/taxes from unfilled positions, Advertising, Maintenance and Utilities expenses. Non-Operating Expenses were favorable due to the timing of Major Projects and GASB 68 pension adjustment.

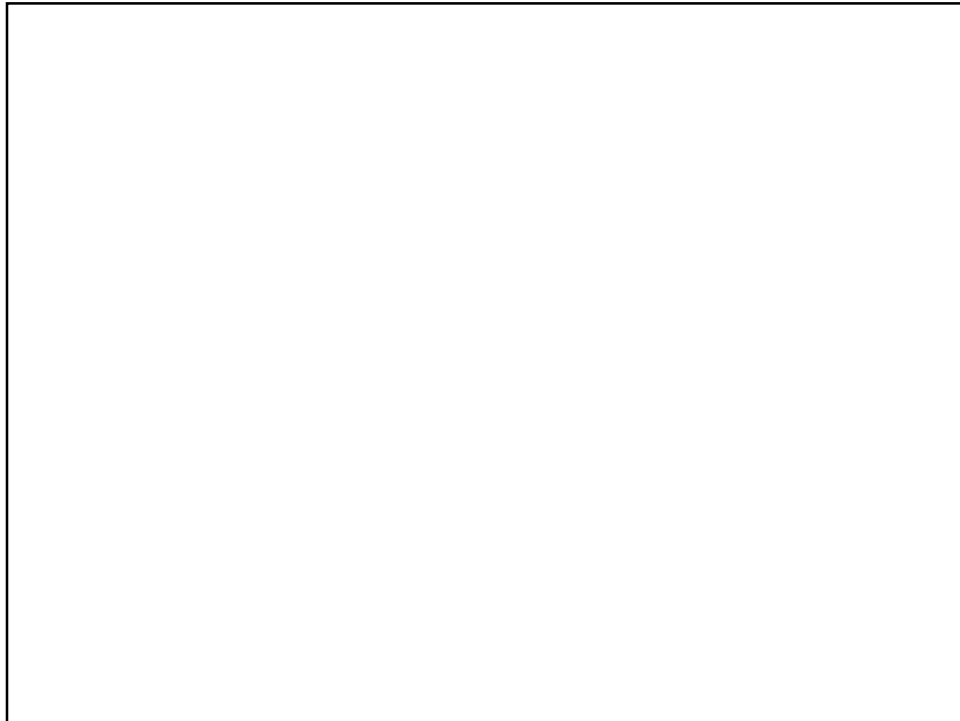
Balance Sheet

For February 2018 Accounts Receivable were \$.6M vs. \$.8M in February of prior year. Deferred Revenues were \$2.3M compared to \$2.9M prior year. These funds will be reclassified as Revenue per State and GAAP guidelines.

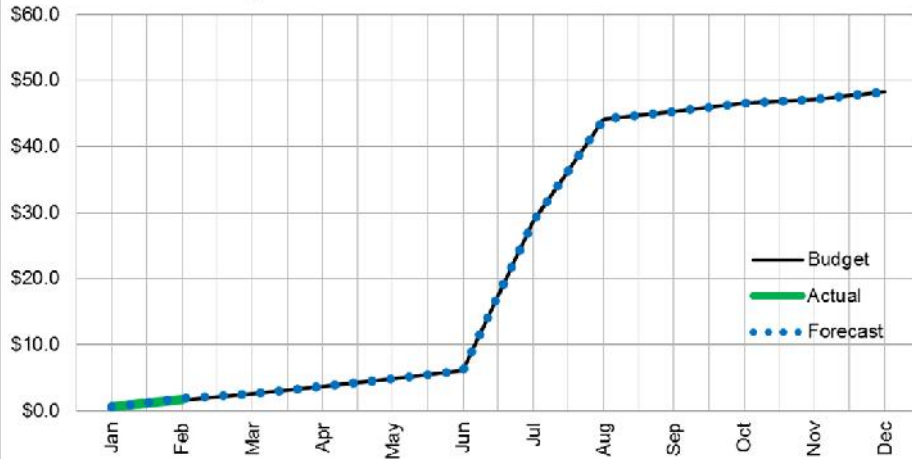
Statement of Cash Flows

As of February 28, 2018, OC FEC's Cash and Investments were \$43.3M vs. \$36.4M, a year over year increase of nearly \$7M. Surplus cash is invested in the State LAIF account. Year-to-date 2018 Sources of Cash were primarily Depreciation of \$.6M. Year-to-date uses of Cash were primarily negative Net Proceeds of \$1.5M. For 2018 Capital Expenditures are projected at \$2.9M vs. \$4.2M in prior year. Planned projects are primarily limited to repairs of facilities and completion of the Arlington Bio-swale Project, pending completion of the Master Site Plan.

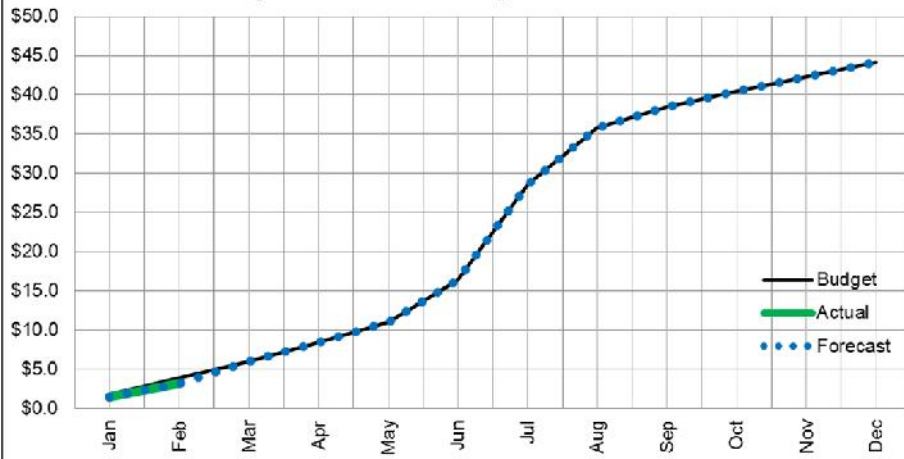
32nd DAA
OC Fair & Event Center
Year to Date
Business Unit Financial Results
As of February 28,2018



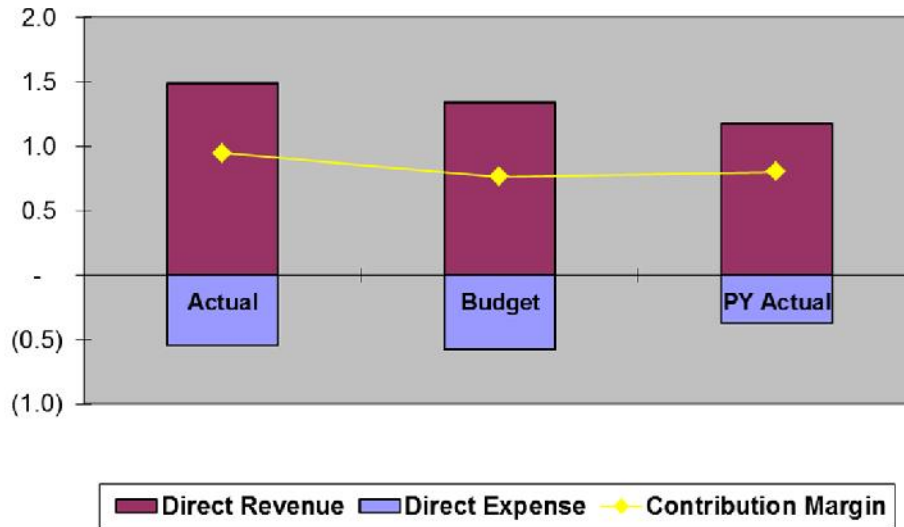
February 2018 YTD Revenue Performance



February 2018 YTD Expense Performance

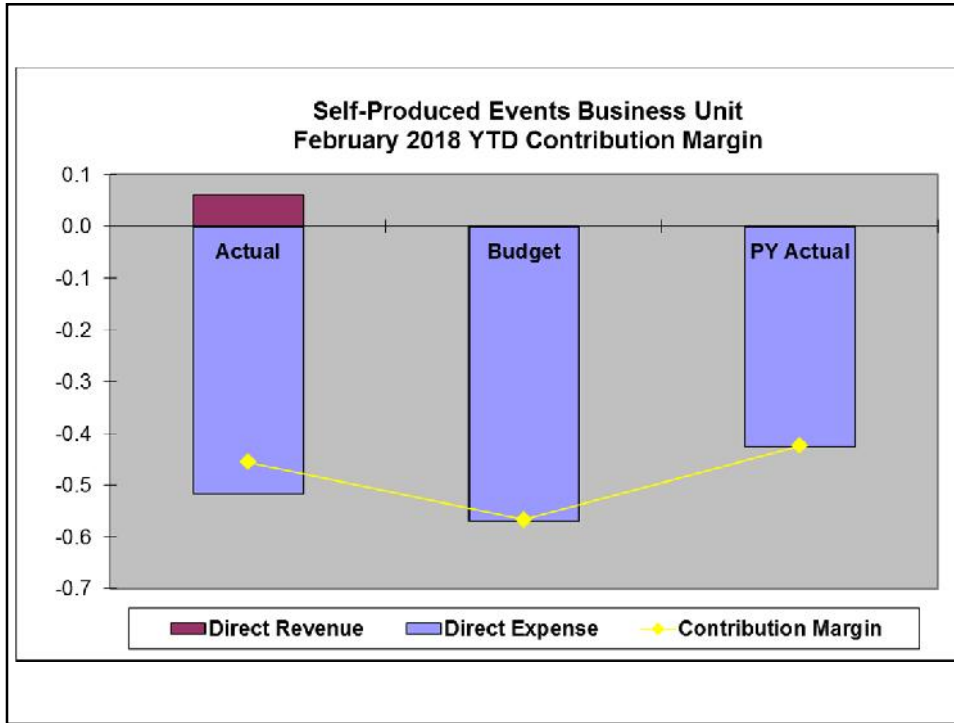


**Year-Round Events Business Unit
February 2018 YTD Contribution Margin**



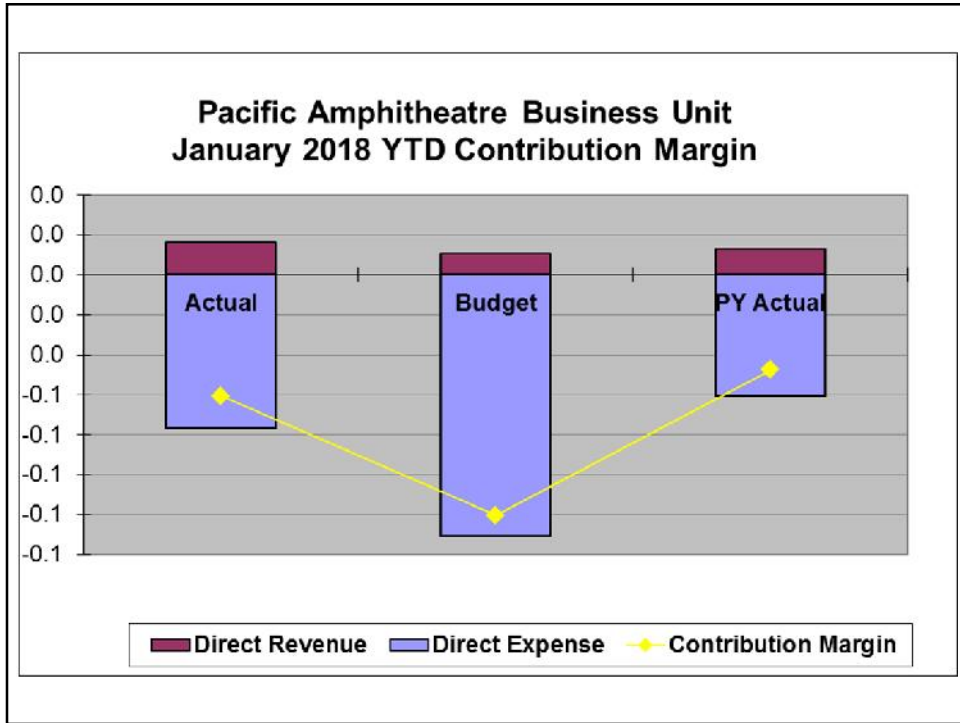
**Year-Round Events Business Unit
Contribution Margin Statement
Year to Date as of February, 2018**

	2018 Year to Date		2018 Year to Date		2017 Year to Date		2018 Full Year	
	Actual	%	Budget	%	Actual	%	Budget	
Rental of Facilities	0.7	19%	0.6	19%	0.5	16%	3.5	
Personnel Services	0.2	12%	0.2	11%	0.2	10%	1.7	
Concessions	0.1	9%	0.1	6%	0.1	6%	1.3	
Equipment Rentals	0.1	14%	0.1	12%	0.1	12%	0.7	
Admissions/Parking	0.4	15%	0.3	13%	0.3	11%	2.6	
Other Revenue	0.0	2%	0.0	4%	0.0	4%	0.2	
Total Direct Revenue	\$1.5	15%	\$1.3	13%	\$1.2	12%	\$9.9	
Payroll/Related	0.4	14%	0.4	16%	0.3	11%	2.5	
Outside Services	0.0	4%	0.0	12%	0.0	1%	0.3	
Supplies/Equipment/Rentals	0.0	10%	0.0	7%	0.0	5%	0.1	
Facility/Related	0.1	11%	0.1	16%	0.1	10%	0.6	
Marketing/Related	0.0	33%	0.0	24%	0.0	6%	0.1	
Other Expense	0.0	287%	0.0	7%	0.0	53%	0.0	
Total Direct Expense	\$0.5	14%	\$0.6	15%	\$0.4	10%	\$3.8	
Contribution to Overhead and CapEx	\$0.9	146%	\$0.8	118%	\$0.8	124%	\$0.6	



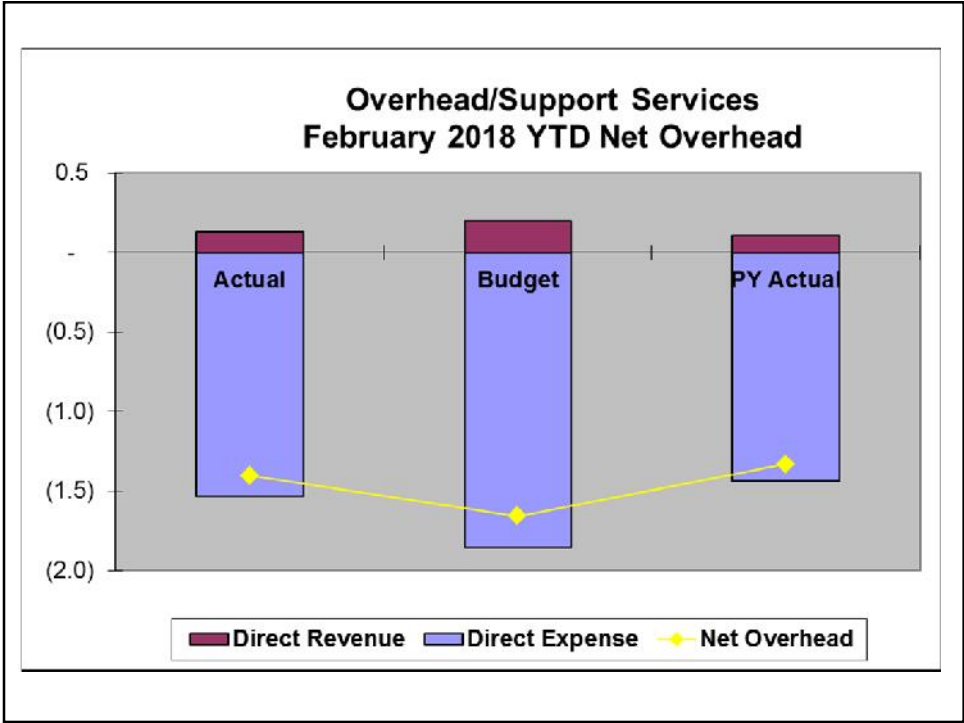
Self-Produced Events Business Unit Contribution Margin Statement Year to Date as of February, 2018

	2018 Year to Date Actual		2018 Year to Date Budget		2017 Year to Date Actual		2018 Full Year Budget	
		%		%		%		
Admissions	0.0	0.0%	0.0	0.0%	0.0	0.0%		\$9.1
Concessions	0.0	0.0%	0.0	0.0%	0.0	0.0%		8.3
Carnival	0.0	0.0%	0.0	0.0%	0.0	0.0%		3.9
Sponsorships	0.0	2.0%	0.0	0.0%	0.0	0.0%		1.8
Commercial Space	0.0	0.0%	0.0	0.0%	0.0	0.0%		1.4
Parking	0.0	0.0%	0.0	0.0%	0.0	0.0%		2.3
Other Revenue	0.0	2.0%	0.0	0.1%	0.0	0.2%		1.2
Total Direct Revenue	\$0.1	0.2%	\$0.0	0.0%	\$0.0	0.0%		\$28.0
Payroll/Related	0.4	6.3%	0.4	6.6%	0.3	5.3%		6.2
Outside Services	0.1	2.3%	0.1	1.8%	0.0	1.5%		2.9
Marketing/Related	0.0	1.2%	0.0	2.5%	0.0	1.8%		1.7
Supplies/Equipment/Rentals	0.0	1.3%	0.1	2.2%	0.0	0.6%		2.5
Attractions	0.0	0.0%	0.0	0.0%	0.0	0.0%		1.2
Other Expense	0.0	0.5%	0.0	0.5%	0.0	0.4%		1.9
Total Direct Expense	\$0.5	3.2%	\$0.6	3.5%	\$0.4	2.6%		\$16.3
Contribution to Overhead and CapEx	(\$0.5)	-3.9%	(\$0.6)	-4.8%	(\$0.4)	-3.6%		\$11.7



Pacific Amphitheatre Business Unit Contribution Margin Statement Year to Date as of February, 2018

	2018 Year to Date Actual		2018 Year to Date Budget		2017 Year to Date Actual		2018 Full Year Budget	
		%		%		%		%
Ticket Sales	0.0	0%	0.0	0%	0.0	0%	7.1	
Facility Fee	0.0	0%	0.0	0%	0.0	0%	1.0	
Concessions	0.0	0%	0.0	0%	0.0	0%	0.3	
Parking	0.0	0%	0.0	0%	0.0	0%	0.8	
Sponsorship	0.0	0%	0.0	0%	0.0	0%	0.0	
Other Revenue	0.0	0%	0.0	0%	0.0	0%	0.1	
Total Direct Revenue	\$0.0	0%	\$0.0	0%	\$0.0	0%	\$ 9.3	
Performers' Fees	0.0	0%	0.0	0%	0.0	0%	4.5	
Outside Services	0.0	2%	0.0	2%	0.0	2%	1.5	
Marketing/Related	0.0	13%	0.1	28%	0.0	8%	0.3	
Supplies/Equipment/Rentals	0.0	0%	0.0	0%	0.0	0%	0.1	
Payroll/Related	0.0	0%	0.0	0%	0.0	0%	0.2	
Other Expense	0.0	2%	0.0	3%	0.0	2%	0.3	
Total Direct Expense	\$0.1	1%	\$0.1	2%	\$0.1	1%	7.0	
Contribution to Overhead and CapEx	(\$0.1)	-3%	(\$0.1)	-5%	(\$0.0)	-2%	\$2.3	



Support Services Business Unit Net Overhead Summary Year to Date as of February, 2018

	2018 Year to Date		2018 Year to Date		2017 Year to Date		2018 Full Year
	Actual	%	Budget	%	Actual	%	Budget
Interest	0.1	22%	0.1	17%	0.0	8%	0.4
Facility Rentals	0.0	16%	0.0	16%	0.0	17%	0.1
Other Revenue	0.0	5%	0.1	29%	0.1	15%	0.4
Total Revenue	\$0.1	14%	\$0.2	22%	\$0.1	12%	\$0.9
Payroll/Related	1.1	14%	1.1	14%	1.0	12%	8.1
Facility/Related	0.2	10%	0.2	13%	0.2	12%	1.8
Supplies/Telephone/Postage	0.1	11%	0.2	20%	0.1	13%	0.9
Outside Services	0.1	9%	0.2	24%	0.0	7%	0.7
Insurance	0.1	16%	0.1	17%	0.0	11%	0.4
Other Expense	0.0	3%	0.1	11%	0.1	8%	0.7
Total Expense	\$1.5	12%	\$1.9	15%	\$1.4	11%	\$12.6
Net Overhead	(\$1.4)	12%	(\$1.7)	14%	(\$1.3)	11%	(\$11.7)
Non-Cash Expenses:							
Depreciation Expense	\$0.6	17%	\$0.6	17%	\$0.5	16%	\$3.3
Total Non-Cash Expense	\$0.6	17%	\$0.6	17%	\$0.5	16%	\$3.3

**32nd D A A - OC Fair & Event Center
Balance Sheet (Unaudited)
February 28, 2018 and 2017**

	2018	2017
Assets		
Cash	\$ 2,509,479	\$ 3,529,167
Investments	40,814,777	32,930,839
Accounts Receivable	616,981	803,161
Reserve for Bad Debt	(22,192)	(19,379)
Prepaid Expenses	793,646	677,133
Deferred Outflows - Pension	4,332,393	2,061,693
Total Assets	49,045,084	39,982,614
Capital Projects in Process	1,764,096	5,417,180
Land	133,553	133,553
Buildings and Improvements	93,071,569	87,752,033
Equipment	7,326,656	7,340,068
Accumulated Depreciation	(51,568,981)	(48,261,636)
Total Capital	50,726,893	52,381,198
Total Assets	\$ 99,771,977	\$ 92,363,812
Liabilities		
Accounts Payable	495,394	763,850
Deferred Revenue	2,301,125	2,857,227
Payroll Liabilities	414,140	374,371
Deposits	30,031	7,800
Other Liabilities	436,674	436,674
Compensated Absences Liability	987,550	936,362
Deferred Inflows - Pension	36,550	437,969
Pension Liability	15,917,666	14,175,597
Total Liabilities	20,619,130	19,989,850
Net Resources		
Investment in Capital Assets	50,726,893	52,386,062
Net Resources - Designated Use	959,341	859,341
Net Resources - Available for Operations	40,564,135	33,259,931
Unrestricted Net Position - Pension	(11,621,823)	(12,551,873)
Net Resources - Auction Fund	4,299	13,502
	80,632,845	73,966,963
Net Proceeds from Operations	(1,479,998)	(1,593,001)
Total Net Resources	79,152,847	72,373,962
Total Liabilities and Net Resources	\$ 99,771,977	\$ 92,363,812

32nd D A A - OC Fair & Event Center
Statement of Operations - Detailed (Unaudited)
February 28, 2018 and 2017

	2018 Year to Date Amount	Budget Year to Date Amount	Budget Variance	2017 Year to Date Amount	Year over Year Variance	Full 2018 Budget
OCFEC-PRODUCED EVENT REVENUE						
ADMISSIONS TO GROUNDS						
Gate Admissions	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,818,614
Advance Admissions	-	-	-	-	-	3,603,854
Subtotal	-	-	-	-	-	11,422,468
COMMERCIAL SPACE RENTALS						
	-	-	-	-	-	1,421,675
CARNIVAL & CONCESSIONS						
Carnival	-	-	-	-	-	3,871,050
Concessions	-	-	-	-	-	8,633,800
Subtotal	-	-	-	-	-	12,504,850
EXHIBITS REVENUE						
Entry Fees	878	1,176	(298)	1,176	(298)	80,127
Donations/Awards	-	-	-	-	-	2,766
Sales	4,019	1,413	2,606	1,529	2,490	19,192
Subtotal	4,897	2,589	2,308	2,705	2,192	102,085
ATTRACTIONS REVENUE						
	17,262	11,700	5,562	14,069	3,194	6,256,845
MISC OCFEC-PRODUCED EVENT REVENUE						
Parking	-	-	-	-	-	2,758,813
Sponsorships	36,087	-	36,087	-	36,087	1,803,000
Livestock Auction Receipts	-	-	-	-	-	292,000
Camping	-	-	-	-	-	98,000
Exhibitor Fees	-	-	-	-	-	40,700
Miscellaneous Other Self Produced Revenue	91,666	-	91,666	-	91,666	66,667
Subtotal	127,753	-	127,753	-	127,753	5,059,180
TOTAL OCFEC-PRODUCED EVENT REVENUE						
	149,912	14,289	135,623	16,774	133,138	36,767,103
RENTAL REVENUE						
RENTAL OF FACILITIES						
Facility Rental Fees	-	-	-	-	-	21,800
Grounds Wide Rentals	-	-	-	-	-	39,400
Building 10	61,150	60,200	950	58,850	2,300	367,500
Building 12	39,600	29,100	10,500	28,200	11,400	170,700
Building 14	39,150	40,600	(1,450)	39,200	(50)	122,900
Building 16	23,100	25,300	(2,200)	18,900	4,200	89,500
The Hangar	21,750	35,800	(14,050)	31,400	(9,650)	251,500
Parade of Products	13,300	13,300	-	12,600	700	106,800
Breezeway	-	-	-	-	-	54,300
Wine Courtyard	-	-	-	-	-	5,900
Silo Building	1,170	800	370	800	370	2,600
Millennium Barn	-	-	-	-	-	4,100
Little Theater	-	-	-	-	-	11,400
Baja Blues Restaurant	-	-	-	-	-	6,400
Livestock Office	-	-	-	-	-	-
Parking Lot	446,593	414,800	31,793	321,715	124,878	1,961,491
Lawns	500	500	-	500	-	11,900
Event Camping	1,400	1,700	(300)	1,680	(280)	58,700
Festival Grounds	11,500	500	11,000	450	11,050	33,000
Mall	4,000	6,000	(2,000)	3,875	125	51,200
Grandstand Arena	-	-	-	-	-	20,800
Trailer Rallies	-	300	(300)	320	(320)	1,700
Individual Camping	10,147	17,100	(6,953)	30,075	(19,928)	53,500
Pacific Amphitheater	-	-	-	-	-	52,800
Subtotal	673,360	646,000	27,360	548,565	124,795	3,503,491
OTHER RENTAL EVENT REVENUES						
Interim Admissions	-	-	-	-	-	287,600
Interim Parking	375,455	323,700	51,755	282,962	92,493	2,582,100
Revenue from Personnel Services	215,363	196,700	18,663	180,042	35,321	1,770,367
Equipment Rentals	102,017	86,300	15,717	82,715	19,302	798,000
Year-Round Concessions	87,871	62,800	25,071	52,305	35,567	1,016,600
Outside Caterers	28,943	15,400	13,543	16,836	12,107	237,600
Outdoor Signs	8,000	8,000	-	8,000	-	48,000
Subtotal	817,648	692,900	124,748	622,859	194,789	6,740,267
EQUESTRIAN CENTER REVENUES						
Stall Rentals	21,618	21,700	(82)	24,110	(2,491)	138,000
Subtotal	21,618	21,700	(82)	24,110	(2,491)	138,000

32nd D A A - OC Fair & Event Center
Statement of Operations - Detailed (Unaudited)
February 28, 2018 and 2017

	2018 Year to Date Amount	Budget Year to Date Amount	Budget Variance	2017 Year to Date Amount	Year over Year Variance	Full 2018 Budget
OTHER OPERATING REVENUES						
Discounts Earned	4,669	-	4,669	-	4,669	22,639
Miscellaneous	8,388	8,242	146	7,266	1,122	244,390
Subtotal	13,057	8,242	4,815	7,266	5,791	267,029
TOTAL RENTAL REVENUE	1,525,682	1,368,842	156,840	1,202,799	322,883	10,648,787
TOTAL OPERATING REVENUE	1,675,595	1,383,131	292,464	1,219,573	456,021	47,415,890
NON-OPERATING REVENUE						
Interest Earnings	88,058	69,000	19,058	30,575	57,483	407,000
Grants	-	50,000	(50,000)	40,000	(40,000)	153,804
Other Non-Operating Revenue	1,328	46,487	(45,159)	1,487	(159)	250,374
Prior Year Revenue	(3,962)	-	(3,962)	3,371	(7,333)	-
TOTAL NON-OPERATING REVENUE	85,424	165,487	(80,063)	75,433	9,991	811,178
TOTAL REVENUE	1,761,018	1,548,618	212,400	1,295,006	466,012	48,227,068
OPERATING EXPENSES						
Payroll and Related:						
Salaries/Wages - Permanents	950,263	986,556	36,293	874,841	(75,422)	6,431,371
Salaries/Wages - Overtime	7,625	5,450	(2,175)	9,614	1,989	66,618
Salaries/Wages - Temporaries	260,545	269,715	9,170	141,432	(119,113)	5,612,938
Employee Benefits	593,615	661,293	67,678	528,859	(64,756)	4,726,472
Travel Expense	21,309	10,353	(10,956)	12,547	(8,762)	124,066
Training and Recruiting Expense	29,401	11,113	(18,288)	6,953	(22,448)	71,687
Subtotal	1,862,758	1,944,480	81,722	1,574,245	(288,513)	17,033,152
Professional Services:						
Professional Services	173,446	297,468	124,022	125,409	(48,037)	5,447,713
Judges	-	-	-	-	-	35,315
Subtotal	173,446	297,468	124,022	125,409	(48,037)	5,483,028
Directors Expense:						
Directors Expense	-	-	-	-	-	11,597
Directors Mtg Expense	841	1,870	1,030	2,416	1,576	12,300
Subtotal	841	1,870	1,030	2,416	1,576	23,897
Insurance Expense						
	57,500	60,317	2,817	40,876	(16,624)	362,954
Telephone & Postage						
	27,106	31,482	4,376	20,150	(6,956)	185,791
Supplies and Equipment:						
Office Supplies	17,107	10,324	(6,783)	9,066	(8,041)	168,213
Signs/Banners	1,321	5,902	4,581	6,863	5,542	228,315
Decorations/Props	14,127	28,873	14,746	14,513	387	225,269
Small Equipment	6,738	17,504	10,766	5,207	(1,531)	72,833
Audio Visual	7,659	14,450	6,791	11,684	4,024	21,700
Software	4,174	25,792	21,618	1,195	(2,979)	54,601
Computer Hardware & Peripherals	5,433	9,004	3,571	7,558	2,125	39,704
Farm	3,178	9,303	6,125	1,938	(1,240)	73,788
Ticketing/Wristbands	4,725	1,500	(3,225)	1,693	(3,032)	58,334
Equipment Rental	18,080	17,024	(1,056)	13,139	(4,941)	2,107,039
Equipment Maintenance & Supplies	19,293	43,888	24,595	30,228	10,935	242,638
Uniforms & Laundry	9,375	24,200	14,825	13,092	3,717	92,808
Subtotal	111,210	207,764	96,554	116,178	4,967	3,385,242
Facility and Related:						
Maintenance of Buildings/Grounds	28,220	51,090	22,871	69,285	41,066	299,502
Utilities	93,085	109,531	16,446	101,715	8,630	1,204,741
Trash/Waste Removal	88,842	135,454	46,612	79,463	(9,379)	1,822,112
Rental of Facilities	-	-	-	-	-	1,000
Special Repairs	40,222	44,400	4,178	32,996	(7,226)	558,700
Subtotal	250,368	340,475	90,107	283,459	33,091	3,886,055
Publicity and Related:						
Photography	-	700	700	1,025	1,025	15,446
Contests	-	-	-	-	-	780
Printing	5,912	24,886	18,974	9,599	3,687	185,616
Advertising - Outdoor	-	1,500	1,500	1,500	1,500	255,889
Advertising - Radio	32,966	58,300	25,334	22,058	(10,909)	414,050
Advertising - TV	-	-	-	-	-	526,389

32nd D A A - OC Fair & Event Center
Statement of Operations - Detailed (Unaudited)
February 28, 2018 and 2017

	2018 Year to Date Amount	Budget Year to Date Amount	Budget Variance	2017 Year to Date Amount	Year over Year Variance	Full 2018 Budget
Advertising - Print	2,240	31,695	29,455	13,173	10,934	164,688
Advertising - Online	3,082	9,072	5,990	4,817	1,735	217,125
Promotional Expense	8,931	20,750	11,819	9,930	999	112,936
Brochure Printing	-	1,000	1,000	-	-	20,500
Buttons Printing	7,758	-	(7,758)	-	(7,758)	12,416
Media Relations	-	1,328	1,328	78	78	5,328
Public Relations Expense	3,832	4,354	522	2,447	(1,384)	115,449
Design & Production	-	200	200	-	-	8,700
Sponsorships	42,049	25,200	(16,849)	11,049	(30,999)	293,700
Special Projects	-	25,500	25,500	750	750	237,538
Subtotal	106,768	204,585	97,817	76,427	(30,341)	2,588,550
Self-Produced Events Attractions Expense:						
Arena/Hangar Acts	-	-	-	-	-	610,000
Grounds Acts	-	-	-	-	-	567,530
Major Acts	-	-	-	-	-	4,400,000
Attractions Hospitality	-	-	-	-	-	119,098
Subtotal	-	1,000	1,000	-	-	5,701,628
Other Self-Produced Event Expense:						
Competition Handbook	-	-	-	-	-	1,246
Jr. Livestock Auction Costs	-	-	-	-	-	277,138
Subtotal	-	-	-	-	-	278,384
Premium Expense:						
Cash Premiums	-	-	-	-	-	99,386
Trophies, Ribbons	-	45	45	166	166	11,268
Subtotal	-	45	45	166	166	110,654
Other Operating Expenses:						
Cash Shortages/(Overages)	(917)	(77)	840	(12)	905	18,693
Dues & Subscriptions	14,156	24,256	10,100	27,015	12,859	69,420
Bank Charges	13,919	13,667	(252)	17,456	3,537	364,748
Miscellaneous Expense	369	(1,505)	(1,874)	1,221	853	161,185
Subtotal	27,526	36,341	8,815	45,680	18,153	614,046
TOTAL OPERATING EXPENSE	2,617,524	3,125,827	508,303	2,285,006	(332,518)	39,653,381
Non-Operating Expenses						
Depreciation Expense	550,000	550,000	-	543,786	(6,214)	3,300,000
Major Projects	22,211	448,000	425,789	46,850	24,639	340,000
Net Pension Adjustment - GASB 68	-	150,000	150,000	-	-	900,000
Prior Year Expense	51,282	8,156	(43,126)	12,366	(38,916)	8,156
TOTAL NON-OPERATING EXPENSE	623,493	1,156,156	532,663	603,002	(20,491)	4,548,156
TOTAL EXPENSES	3,241,017	4,281,983	1,040,966	2,888,007	(353,010)	44,201,537
NET PROCEEDS	<u>\$(1,479,998)</u>	<u>\$(2,733,365)</u>	<u>\$1,253,367</u>	<u>\$(1,593,001)</u>	<u>\$ 113,003</u>	<u>\$ 4,025,531</u>

**32nd District Agricultural Association
OC Fair & Event Center
Costa Mesa, CA**

**Statement of Cash Flows (Unaudited)
For the Two Months Ended February 28, 2018 and 2017**

	<u>2018</u>	<u>2017</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Excess of Expenses Over Revenues	\$ (1,479,998)	\$ (1,593,001)
Adjustment to Reconcile Excess of Revenue Over Expenses to Net Cash Provided by Operating Activities:		
Non-Cash Charges (Credits) to Net Income		
Depreciation Expense	550,000	543,786
(Increase) Decrease in Assets		
(Increase) Decrease in Accounts Receivable	43,782	(472,135)
(Increase) Decrease in Prepaid Expenses	(720,732)	(632,275)
Increase (Decrease) in Liabilities		
Increase (Decrease) in Accounts Payable	(261,865)	(312,961)
Increase (Decrease) in Deferred Revenue	1,764,086	2,110,820
Increase (Decrease) in Payroll Liabilities	(25,715)	(22,797)
Increase (Decrease) in Deposits	(2,071)	2,800
Total Adjustments	<u>1,347,485</u>	<u>1,217,238</u>
Net Cash Provided (Used) by Operating Activities	<u>(132,513)</u>	<u>(375,763)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
(Increase) Decrease in Capital Projects in Progress	<u>(120,727)</u>	<u>(1,371,219)</u>
Net Cash Provided (Used) by Investing Activities	<u>(120,727)</u>	<u>(1,371,219)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Net Cash Provided (Used) by Financing Activities	<u>0</u>	<u>0</u>
NET INCREASE (DECREASE) IN CASH	(253,240)	(1,746,982)
Cash and Cash Equivalent - Beginning of Period	<u>43,577,496</u>	<u>38,206,988</u>
Cash and Cash Equivalent - End of Period	<u><u>\$ 43,324,256</u></u>	<u><u>\$ 36,460,006</u></u>

32nd DAA - OC Fair & Event Center
Capital Expenditures & Major Projects Spending (Unaudited)
For the Two Months Ended February 28, 2018

<u>Description</u>	<u>2018 Approved Budget</u>	<u>2018 Spending</u>	<u>2018 Remaining Budget</u>
Buildings and Improvements			
Bioswale - Internal Storm Water Mgmt.	\$300,000	\$0	\$300,000
Heroes Hall - (Retention held)	20,000	20,000	0
AV equipment	18,000		18,000
(2) Irrigation Pumps - PacAmp Berm	0	52,875	(52,875)
Furniture & Equipment	25,000	727	24,273
Restroom Remodel - Maintenance	50,000	2,040	47,960
Chain Link Fence - Arlington	180,000	0	180,000
Staging - Hangar	50,000	0	50,000
Water Intrusion Repair - Admin Bldg.	30,000	0	30,000
HVAC Repair - Huntington Bldg.	50,000	4,144	45,856
ADA Sidewalk Access - Heroes Hall	20,000	0	20,000
Storage Expansion - Lot G	30,000	0	30,000
Chicken Coop - Centennial Farm	28,000	0	28,000
Replace Sikaflex - Main Mall	50,000	0	50,000
Property Site Survey	80,000	0	80,000
Master Site Plan	50,000	0	50,000
HVAC Retrofit - Costa Mesa Bldg.	60,000	4,144	55,856
Seal & Stripe - Parking Lot	150,000	0	150,000
Parking Lot Repairs - Exterior	100,000	12,000	88,000
Parking Lot Repairs - Interior	350,000	0	350,000
Store Front Doors - Bldg. 12,14,& 16	60,000	0	60,000
Asphalt Replacement - ASA	40,000	0	40,000
Property Signage	100,000	0	100,000
Total Buildings and Improvements	\$1,841,000	\$95,930	\$1,745,070

32nd DAA - OC Fair & Event Center
Capital Expenditures & Major Projects Spending (Unaudited)
For the Two Months Ended February 28, 2018

Description	2018 Approved Budget	2018 Spending	2018 Remaining Budget
Furniture & Equipment			
Taylor Dunn Carts	\$0	\$12,044	(\$12,044)
Forklift	150,000		150,000
Hydraulic Power Lift	15,000	5,524	9,476
Utility Cart Cabs	5,000		5,000
Equip - Migrant Agricultural Memorial	50,000		50,000
TimeCenter Software	40,000		40,000
Time Scheduling Software	37,000		37,000
Wi-Fi Upgrade	60,000	2,606	57,394
Umbrellas	10,000		10,000
Equipment - Exhibit	90,000		90,000
Storm Drain Catch System	15,000		15,000
Network & Server Upgrades	135,000		135,000
Cable Ramps	12,000		12,000
2-Yard Trash Dumpsters	25,000	4,904	20,096
Electrical Storage Containers	8,000	7,309	691
Picnic Tables	15,000		15,000
Stations	7,000		7,000
Total Furniture & Equipment	\$674,000	\$20,343	\$653,657
Major Projects			
Silo Furniture	\$0	\$2,943	(\$2,943)
Fair Material	0	2,601	(2,601)
F & E Administration	0	16,667	(16,667)
Painting - Perimeter Fence	15,000	0.00	15,000
Master Plan	25,000	0.00	25,000
Asphalt Repairs - Livestock	7,000	0.00	7,000
Landscaping Upgrades - PacAmp	250,000	0.00	250,000
Total Major Projects	\$297,000	\$22,211	\$274,789
TOTAL CAPITAL BUDGET & MAJOR PROJECTS	\$2,812,000	\$138,484	\$2,673,516
Contingency Fund	\$151,000	\$0	\$151,000
TOTAL CAPITAL BUDGET, MAJOR PROJECTS & CONTINGENCY FUNDS	\$2,963,000	\$138,484	\$2,824,516

**OC Fair & Event Center
Accounts Payable Checks Summary
February 2018**

Check No.	Date	Vendor Name	Amount
83213	2/5/2018	VOID	-
83376	2/8/2018	AT&T	1,908.68
83377	2/8/2018	Bill Young Productions, Inc.	1,050.00
83378	2/8/2018	Boulevard Greenhouse, Inc.	215.00
83379	2/8/2018	Employment Development Department	12,162.00
83380	2/8/2018	Houghton Mifflin Harcourt	576.00
83381	2/8/2018	Joe A. Gonsalves & Son	5,000.00
83382	2/8/2018	Kaiser Permanente	45,481.92
83383	2/8/2018	Lisa Sexton	7,346.75
83384	2/8/2018	Lopez Works, Inc.	2,600.00
83385	2/8/2018	Modular Space Corporation / Modspace	22,332.17
83386	2/8/2018	Orange County Treasurer-Tax Collector	209.85
83387	2/8/2018	Rocovitz Inc. dba Consolidated Office	335.00
83388	2/8/2018	Ruby Lau	536.84
83389	2/8/2018	Southern California Edison	5,056.68
83390	2/8/2018	Spectra	793.88
83391	2/8/2018	Tex*Us Guitar Shows, Inc	909.00
83392	2/8/2018	United Site Services Of America	11,604.62
83393	2/15/2018	Adweek Magazine	1,000.00
83394	2/15/2018	Aquatic Service, Inc.	250.00
83395	2/15/2018	Christian Hackett	100.00
83396	2/15/2018	Citi Bank	6,153.03
83397	2/15/2018	Moor+South/Pier Mngmt Co., LP (Tandem)	34,006.25
83398	2/15/2018	Crainco, Inc.	330.00
83399	2/15/2018	Department of General Services	265.00
83400	2/15/2018	Employment Development Department	100.00
83401	2/15/2018	Truemark, Inc. dba JB3D	588.86
83402	2/15/2018	Taxi Production, Inc. dba KJLH Radio	2,125.00
83403	2/15/2018	KKGO - FM	3,400.00
83404	2/15/2018	Line-X Protective Coatings	4,903.70
83405	2/15/2018	Modular Space Corporation / Modspace	1,170.25
83406	2/15/2018	Gravity Technologies Inc.	349.00
83407	2/15/2018	OC Tint Shop	735.00
83408	2/15/2018	Pinnacle Landscape Company	4,797.00
83409	2/15/2018	Pinnacle Petroleum, Inc.	1,448.68
83410	2/15/2018	Rocovitz Inc. dba Consolidated Office	801.66
83411	2/15/2018	Sound Media Fusion, LLC	9,640.00
83412	2/15/2018	State Disbursement Unit	272.20
83413	2/15/2018	Tour Design Creative Services	270.00
83414	2/15/2018	United Site Services Of America	27,099.30
83415	2/15/2018	Verizon Wireless	2,654.16
83416	2/22/2018	Aaron Trujillo	75.16
83417	2/22/2018	American Belgian Hare Club	5.00
83418	2/22/2018	American Cavy Breeders Association	8.00
83419	2/22/2018	American Dutch Rabbit Club Inc	12.00

**OC Fair & Event Center
Accounts Payable Checks Summary
February 2018**

Check No.	Date	Vendor Name	Amount
83420	2/22/2018	American Netherland Dwarf Rabbit Club	15.00
83421	2/22/2018	AT&T	79.02
83422	2/22/2018	AT&T	249.03
83423	2/22/2018	AT&T	99.00
83424	2/22/2018	Bill Young Productions, Inc.	1,410.00
83425	2/22/2018	California Fairs Financing Authority	8,287.00
83426	2/22/2018	California Fair Services Authority	2,345.49
83427	2/22/2018	California Fair Services Authority	17,301.39
83428	2/22/2018	CCS Orange County Janitorial, Inc.	50,975.32
83429	2/22/2018	CR&R Inc.	8,088.77
83430	2/22/2018	DeltaCare USA	547.32
83431	2/22/2018	Delta Dental Plan Of California	5,143.12
83432	2/22/2018	Department of Justice	10,072.50
83433	2/22/2018	First Class Events	1,233.50
83434	2/22/2018	Frances Leary	118.51
83435	2/22/2018	Hahn & Bowersock, Inc.	840.50
83436	2/22/2018	Haitbrink Asphalt Paving, Inc.	12,000.00
83437	2/22/2018	Holland Lop Rabbit Specialty Club	25.00
83438	2/22/2018	Jason Pope	46.37
83439	2/22/2018	Jerry Eldridge	315.96
83440	2/22/2018	Johnson Gray Advertising, Inc.	23,300.00
83441	2/22/2018	Jose Delara	51.81
83442	2/22/2018	JRH Construction Company, Inc	20,000.00
83443	2/22/2018	Keith Holbrook	90.12
83444	2/22/2018	KFRG	1,708.50
83445	2/22/2018	Lisa Sexton	7,346.75
83446	2/22/2018	Lopez Works, Inc.	19,187.50
83447	2/22/2018	Michelin North America	3,200.00
83448	2/22/2018	National Mini Rex Rabbit Club	30.00
83449	2/22/2018	Nathan Rowley	27.76
83450	2/22/2018	Nick Buffa	49.49
83451	2/22/2018	nQativ, LLC	1,175.00
83452	2/22/2018	Orange County Register - Advertising	209.70
83453	2/22/2018	Pacific Carpet and Tile Cleaning	1,231.72
83454	2/22/2018	Safeguard Health Plans	35.71
83455	2/22/2018	Southern California Edison	52,993.95
83456	2/22/2018	TalentWise, Inc.dba Sterling Talent Solu	1,845.00
83457	2/22/2018	United Rentals (North America), Inc.	231.20
83458	2/22/2018	West Coast Emergency Medical Services	961.00
83459	2/22/2018	Xerox Corporation	598.19
83460	2/22/2018	CA Public Employees Retirement System	10,925.90
83461	2/28/2018	Myers & Sons Hi-Way Safety, Inc.	1,886.41
Total February 2018 AP Checks			486,956.15

**OC Fair & Event Center
Electronic Payments Summary
February 2018**

Reference No.	Date	Vendor Name	Amount
E15136985	2/1/2018	CA Public Employees Retirement System	941.95
E15136999	2/2/2018	CA Public Employees Retirement System	987.21
E15172622	2/2/2018	CA Public Employees Retirement System	6,227.78
E15172623	2/2/2018	CA Public Employees Retirement System	14,416.11
E15172624	2/2/2018	CA Public Employees Retirement System	796.73
E15172625	2/2/2018	CA Public Employees Retirement System	471.51
E15172627	2/2/2018	CA Public Employees Retirement System	40,739.81
EG1686	2/5/2018	Paypal, Inc.	59.95
E201803700734	2/6/2018	SC Music LTD	4,575.00
E15136956	2/7/2018	CA Public Employees Retirement System	175,414.50
E15163815	2/7/2018	CA Public Employees Retirement System	1,081.44
E15163815	2/7/2018	CA Public Employees Retirement System	683.23
E15172621	2/7/2018	CA Public Employees Retirement System	310.24
E15163815	2/21/2018	CA Public Employees Retirement System	1,398.64
ACH Banking Fees / Credit Card Fees / Payroll Tax Transactions			
American Express Credit Card Fees			193.91
Authorize.Net Fees			63.00
Banking Analysis Fee			318.46
Chargebacks			-
Gateway Services Fees			10.00
Global Pay Fees			314.16
Merchant Service Bankcard Fees			4,565.80
Paymentech Credit Card Merchant Fees			2,445.46
Payroll Taxes			79,994.69
Uaccept.com			59.95
Total February 2018 Electronic Payments			336,069.53

**OC Fair & Event Center
Premium Checks Summary
February 2018**

Check No.	Date	Vendor Name	Amount
36889	2/13/2018	VOID	-
37385	2/13/2018	VOID	-
37409	2/13/2018	Joanne Ponvanit	120.00
Total February 2018 Premium Checks			120.00

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD February 22, 2018**

1. CALL TO ORDER:

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

4. DIRECTORS PRESENT:

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

DIRECTORS ABSENT/EXCUSED: Director Aitken, Director Mouet, Vice Chair Ruiz and Director Pham

OTHERS PRESENT:

Kathy Kramer, OCFEC CEO; Michele Richards, OCFEC Vice President, Business Development, Ken Karns, OCFEC Vice President, Operations; Adam Carleton, OCFEC Vice President, Finance & Administration; Summer Angus, OCFEC Executive Assistant; Bianca Kulback, OCFEC Director of Human Resources; Jerry Eldridge, OCFEC Director of Facilities; Nick Buffa, OCFEC Director Security & Traffic; Joan Hamill, OCFEC Director of Exhibits & Education; Elaine Kumamoto, OCFEC Director of Finance; Jeff Wilson, OCFEC Entertainment Supervisor; Josh Caplan, Office of the Attorney General; Janet Taylor, Stenographer; Scott Bruno, Tandem; Theresa Sears; Reggie Mundekis; Beth Refakes; Mary Spadone; Anna Vrska

5. CEO'S OPERATIONAL UPDATE

Kathy Kramer, OCFEC CEO, announced that it is just 50 days until Imaginology and 151 days to 2018 OC Fair.

Kramer described possible staff recruitment challenges, for the 2018 OC Fair, due to the low unemployment rate in Orange County. She noted that OCFEC has developed a robust outreach and hiring campaign.

Kramer invited everyone to come and welcome the Hatch Culinary Lab students as they arrive on their first day to the Hatch Culinary Lab culinary program, at the Spectra kitchen on February 28th.

Kramer gave a recap of the Heroes Hall first anniversary celebration on February 15th.

Kramer reported the completion of the mid-year training for the Centennial Farm volunteer docents school tour program.

Kramer shared that OCFEC recently hosted staff from San Diego, San Bernardino and LA County Fairs for a day of fair collaboration and an exchange of ideas.

Adam Carleton, OCFEC VP Finance & Administration presented the December 2017 financials, 2017 year-end financials and January financials. Chair Bagneris commented that it was a good report.

Carleton clarified for Director La Belle that all OCFEC funds, other than the expense checking account, are in a LAIF account.

Ken Karns, OCFEC VP Operations, reported that OCFEC staff had presented curriculum for classes at Maintenance Mania. He also reported that thirty OCFEC staff were trained on forklifts and equipment. Karns thanked OCFEC Director of Facilities, Jerry Eldridge for his leadership. Karns also gave an update on the upcoming Hangar and Pacific Amphitheatre concerts during the 2018 OC Fair.

Kramer gave an update on the ticketing services RFP. She explained that staff had conducted a RFP for ticketing services which was scored and the awarded announced. She added there was a protest to this award. Kramer reported the during the protest period:

- Staff reevaluated the RFP and identified the need to build out a more robust scope of work.
- Staff made the decision to work with a consultant to help create a new RFP.
- The new RFP is anticipated to go to bid during the 2018 OC Fair.
- For continuity, the contract extension on the consent calendar for ticketing services with Ticketmaster is through November 30, 2018.

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

Director Berardino stated that he has received many calls from the public about the gun show events.

Chair Bagneris asked Josh Caplan, Office of the Attorney General if the Board can discuss the gun show events if the item is not agendized. Caplan clarified that it is permitted to discuss the event itself but a discussion on policy regarding the event is not permitted.

Director Berardino shared his wish to further inform the public, at the gun show events, of the California's strict gun regulations and standards. He discussed some of those regulations.

Nick Buffa, OCFEC Director of Security & Traffic, stated that at the gun show events at OCFEC, the sales and transfers of legal products is

regulated by the California State Department of Justice, Bureau of Firearms (DOJ) on site.

Chair Bagneris asked if there have been any problems at the gun show events.

Buffa added, there have been some arrests once in a while for illegal sales but the DOJ has a layer of protection at the shows with non-uniformed officers.

Berardino suggested that OCFEC add signage at the events to inform gun show attendees of California's strict rules and regulations

Richards added that the promoter has added language in their radio ads about the adherence to strict California gun laws.

Director Berardino asked for a summary of California gun laws and suggested large and more prominent signs with gun law information at the gun show events.

Kramer said she will work with staff and report back.

6. PUBLIC COMMENTS

Reggie Mundekis shared her observations from attending a recent gun show held at OCFEC. She shared she thought fair time employees made more than minimum wage. Mundekis asked the Board to consider bringing back event-booking jobs in-house.

Anna Vrska shared her concern with overcommercialization and overutilization of the property. She suggested that the Board of Directors meetings be at a more accessible time for the general public to attend.

Mary suggested to have some Board of Directors meetings during the year at a more accessible time or consider recording the meetings and post them to the website. She commented on gun show and shared her concern of certain parts being able to be sold to build guns. She asked if all events are required to have a business license.

7. MINUTES:

A. Board Meeting held January 25, 2018

ACTION: Director Cervantes motioned and Director La Belle seconded to review and approve the minutes from the Board meeting held January 25, 2018. **MOTION CARRIED. AYES: Chair Bagneris, Director Berardino, Director Tkaczyk, Director La Belle and Director Cervantes. NAYES: None.**

8. CONSENT CALENDAR

- A. Standard Agreements:** SA-005-18SP; SA-006-18SP; SA-007-18SP; SA-008-18GE; SA-011-18HB; SA-012-18HB; SA-013-18HB; SA-014-18HB; SA-015-18HB; SA-016-18HB; SA-017-18HB; SA-018-18HB; SA-019-18HB; SA-026-18GE; SA-028-18HB; SA-029-18HB; SA-031-18AS; SA-032-18IO; SA-033-18IO; SA-034-18IO; SA-035-18IO; SA-036-18IO; SA-037-18IO; SA-038-18IO; SA-039-18IO; SA-040-18IO; SA-041-18IO; SA-042-18IO
- B. Amendments:** SA-25-13CT (Amend. #4); SA-126-16FT (Amend. #1); SA-238-16WR (Amend. #3); SA-096-17YR (Amend. #1)
- C. Rental Agreements:** R-028-18; R-034-18; R-041-18; R-046-18; R-071-18; R-072-18; R-074-18; R-077-18; R-078-18; R-086-18; 18 IO-FE 02; 18 IO-FE 03; 18 IO-FE 04; 18 IO-FE 05; 18 IO-FE 06; 18 IO-FE 07; 18 IO-FE 08; 18 IO-FE 09; 18 IO-FE 10; 18 IO-FE 11; 18 IO-FE 12; 18 IO-FE 13; 18 IO-FE 14; 18 IO-FE 15; 18 IO-FE 16; 18 IO-FE 17; 18 IO-FE 18; 18 IO-FE 19; 18 IO-FE 20; 18 IO-FE 21; 18 IO-FE 22; 18 IO-FE 23; 18 IO-FE 24; 18 IO-FE 25; 18 IO-FE 26; 18 IO-FE 27; 18 IO-FE 28; 18 IO-FE 29; 18 IO-FE 30; 18 IO-FE 31; 18 IO-FE 32; 18 IO-FE 33; 18 IO-FE 34; 18 IO-FE 35; 18 IO-FE 36; 18 IO-FE 37; 18 IO-FE 38; 18 IO-FE 39; 18 IO-FE 40; 18 IO-FE 41; 18 IO-FE 42; 18 IO-FE 43; 18 IO-FE 44; 18 IO-FE 45; 18 IO-FE 46; 18 IO-FE 47; 18 IO-FE 48; 18 IO-FE 49; 18 IO-FE 50; 18 IO-FE 51; 18 IO-FE 52
- 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. Letter from Joseph Angelo of Angelo & White Law Firm
- F. CDFA Correspondence:**
Communications to the Board from the California Department of Food & Agriculture Division of Fairs & Expositions regarding relevant topics at Fairs and Expositions.
- i. California Department of Food & Agriculture Fall/Winter Newsletter

-End of Consent Calendar-

Ana Vrska commented on the Ticketmaster extension contract SA-25-13CT. She shared her concerns around the bid protest and the extension of the contract.

Reggie Mundekis agreed with the extension of the Ticketmaster contract. Mundekis also criticized staff's fulfillment of public records request with regard to the Ticketmaster contract.

Director La Belle asked to pull the Verizon sponsorship contract, SA-007-18SP and Johnson Gray Advertising, Inc. contract SA-031-18AS from the consent calendar for discussion.

Director Berardino commented on the Ticketmaster contract. He shared that he is not in favor of long term contracts in the public sector. He applauded staff for taking a second look at the ticketing services RFP.

Kramer stated that the ticketing services RFP will go to bid during the 2018 OC Fair.

Chair Bagneris agreed with the rebid of the ticketing services RFP.

ACTION: Director Cervantes motioned and Director La Belle seconded to review and approve the Consent Calendar with agreements SA-007-18SP and SA-031-18AS pulled for discussion. **MOTION CARRIED. AYES: Chair Bagneris, Director Berardino, Director Tkaczyk, Director La Belle and Director Cervantes. NAYES: None.**

Director La Belle disclosed 64 shares of Verizon stock. He also asked for a briefing on the Johnson Gray Advertising contract.

Richards explained that the Johnson Gray Advertising, Inc. contract SA-031-18AS, was a six month emergency contract. She explained further:

- The current advertising services contract expired on December 31, 2017.
- A RFP for advertising services went to bid and was awarded to Johnson Gray Advertising.
- The incumbent agency, Senses, filed a protest with the Department of General Services (DGS), who review all protests.
- Because of the timing of DGS's decision that the RFP would have to be reissued, DGS advised OCFEC to enter into a temporary emergency contract.

Director La Belle asked for a summary of the scope of work for the advertising services contract.

Richards outlined the scope of work for the advertising services contract to include media placement, television and radio ads, assistance with market promotions and collaborate with OCFEC's Creative Services to develop creative direction for the fair each year.

Board and staff discussion around the bid, scoring and protest process of the advertising services contract continued.

Kramer stated that per State contracting policies, the contract scoring panel must be members of the District.

ACTION: Director Cervantes motioned and Director Tkaczyk seconded to review and approve agreements SA-007-18SP and SA-031-18AS Consent Calendar. **MOTION CARRIED. AYES: Chair Bagneris, Director Berardino, Director Tkaczyk, Director La Belle and Director Cervantes. NAYES: None.**

9. GOVERNANCE PROCESS:

A. Committee/Task Force/Liaison Reports

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

Reggie Mundekis spoke in opposition of Assembly Bill AB 2396 and asked the Board of Directors to take action to kill AB 2396.

Anna Vrska also spoke in opposition of AB 2396 and asked the Board of Directors to agendaize AB 2396 for a vote to oppose the bill and instruct the District to retain a lobbying firm to take action to kill the bill.

Michele Richards, on behalf of the Centennial Farm Foundation Board, reported that no action items were taken at the last Foundation meeting. She stated that she believed a discussion of the Memorandum of Understanding (MOU) is on the agenda for that afternoon's Foundation meeting.

Director Berardino shared his frustration with the amount of time the Centennial Farm Foundation (CFF) has had to sign the MOU. He also suggested the Board of Directors have a discussion if the Foundation does not sign the MOU.

Chair Bagneris agreed with Director Berardino and asked Director Cervantes to inform the Foundation of the Board's intention and frustration with regard to the status of the MOU.

Josh Caplan explained that it took the Attorney General's office a

significant amount of time to get in contact with the Foundation's attorney. He summarized the Foundation's remaining sticking points of the MOU.

Director Tkaczyk asked Caplan what would happen if the Centennial Farm Foundation does not sign the MOU.

Caplan discussed possible scenarios if the Foundation does not sign the MOU.

Chair Bagneris called for a Centennial Farm Foundation MOU discussion be agendaized for the next Board of Directors meeting. She suggested discussing the removal of OCFEC Board members from the CFF Board.

Director Berardino suggested and Chair Bagneris agreed to direct the CFF liaison to inform the CFF that the last draft of the MOU is the best and final offer.

Director Berardino, on behalf of the Heroes Hall Veterans Foundation Board, commented on the Heroes Hall first anniversary, birthday celebration. He complimented the Heroes Hall staff. Chair Bagneris also commented on the great event and encouraged everyone to see the latest exhibit at Heroes Hall.

Chair Bagneris decided to sunset the 2018 OC Fair City Liaison Committee.

Director Berardino, on behalf of the Legislative Monitoring Task Force, commented on Assembly Bill AB 2396 and suggested getting more information about it.

Director La Belle asked to get an analysis of AB 2396 from Gonsalves and Sons, legislative counsel.

Director Tkaczyk asked for an update on SB 741, the 50/50 charity raffle bill. Chair Berardino explained that there is some opposition to the bill and the bill may have to be amended. They discussed the language of the bill and how it applies to different charities.

Theresa Sears spoke in opposition of AB 2396 stating she is not a supporter of the bill's author.

Mary spoke in opposition of SB 741 and AB 2396.

Chair Bagneris reminded the public to turn in the public comment cards at the beginning of the meeting.

Director La Bell, on behalf of the Master Site Plan Task Force, gave a

recap of the Master Site Plan process. He stated that the task force had met earlier in the week, related to earlier direction, with regard to the development of a cost-benefit analysis on potential components of Master Site Plan concepts. He announced that at the April Board of Directors meeting there will be another Master Site Plan workshop. He shared that the Task Force had made the conscience decision to defer the CEQA process until the conceptual draft Master Site Plan is approved. He added that staff is in the process of finalizing the RFP for the environmental consultant, to facilitate the CEQU process. He elaborated on potential concepts to help dispel any misinformation of a convention center being part of the Master Site Plan draft concepts.

Chair Bagneris shared her appreciation to Director Labelle for his work on the Task Force.

Director Tkaczyk, on behalf of the Tenant Liaison Committee, stated that there was nothing to report. Chair Bagneris commented she might take a review of the Committee to decide to sunset it or not. Director Tkaczyk suggested they have further discussion on the matter. Chair Bagneris specified that the point of a task force or ad hoc committee is to be used to take care of an issue and reach an end goal.

B. Unbudgeted Out-of-State Travel Request

Action Item

Michele Richards presented staff report.

ACTION: Director Berardino motioned and Director La Belle seconded to review the out-of-state travel for an Exhibits & Education Department staff member to attend the ShoWorks conference. **MOTION CARRIED. AYES: Chair Bagneris, Director Berardino, Director Tkaczyk, Director La Belle and Director Cervantes. NAYES: None.**

C. OCFEC Cannabis Event Policy Recommendations

Action Item

Michele Richards presented the staff report. She stated the policy language developed by staff and reviewed by our representative from the Attorney General's office as: "The 32nd District Agricultural Association (OC Fair & Event Center) does not book cannabis-related events at the OC Fair & Event Center for several reasons, including without limitation, the City of Costa Mesa's Marijuana Ordinance and the OC Fair & Event Center's close proximity to schools, parks, day care centers and other areas where minors gather. This policy also extends to existing events which are prohibited from including cannabis products or activities, cannabis-related products or activities or drug paraphernalia during events held at the OC Fair & Event

Center. The OC Fair & Event Center does not permit any sponsor, vendor or exhibitor to include in any marketing, advertising or information for an event held at the OC Fair & Event Center, any promotion, information or advertisement from cannabis dispensaries or third-parties that sell or promote cannabis-related products or drug paraphernalia. Event sponsors, vendors and/or exhibitors may not distribute, sell or promote cannabis products, cannabis-related products or drug paraphernalia during any event at the OC Fair & Event Center.”

Director Berardino questioned the definition of paraphernalia in the policy language.

Caplan explained that it is a legal term under federal and state law.

Further discussion continued around the term paraphernalia and items that could be considered paraphernalia.

Chair Bagneris asked the policy would prohibit a vendor from distributing literature regarding medical cannabis.

Richards commented that it is prohibited under the City of Costa Mesa Ordinance, except in a defined area.

Caplan added it covers all types of marijuana use, including medical purpose.

ACTION: Director La Belle motioned and Director Cervantes seconded to review and approve the OCFEC Cannabis Events Policy language as: “The 32nd District Agricultural Association (OC Fair & Event Center) does not book cannabis-related events at the OC Fair & Event Center for several reasons, including without limitation, the City of Costa Mesa’s Marijuana Ordinance and the OC Fair & Event Center’s close proximity to schools, parks, day care centers and other areas where minors gather. This policy also extends to existing events which are prohibited from including cannabis products or activities, cannabis-related products or activities or drug paraphernalia during events held at the OC Fair & Event Center. The OC Fair & Event Center does not permit any sponsor, vendor or exhibitor to include in any marketing, advertising or information for an event held at the OC Fair & Event Center, any promotion, information or advertisement from cannabis dispensaries or third-parties that sell or promote cannabis-related products or drug paraphernalia. Event sponsors, vendors and/or exhibitors may not distribute, sell or promote cannabis products, cannabis-related products or drug paraphernalia during any event at the OC Fair & Event Center.” **MOTION CARRIED.**
AYES: Chair Bagneris, Director Berardino, Director Tkaczyk, Director La Belle and Director Cervantes. **NAYES:** None.

D. Emergency Property Usage Agreements
Information Item

Ken Karns presented staff report.

Director La Belle asked that final versions of the Emergency Property Usage Agreements come back to the Board for review.

E. Notification of Scheduled Board of Directors' Workshops for March, April and May Board of Directors Meetings
Information Item

Reggie Mundekis criticized the Master Site Plan process and the amount of information on the website. She spoke in opposition of the decision to defer the CEQA process. Mundekis also criticized staff's fulfillment of public records request with regard to the Master Site Plan documents and environmental notices. She also requested to move all Mater Site Plan workshop meetings to the evening.

Chair Bagneris presented the staff report.

Director La Belle stated the cost-benefit analysis, on all of the individual components of the Master Site Plan draft, will be distributed to the Board and public in advance of the April workshop. He also added that sometime between the April and May Board of Directors meetings, there will be an evening meeting for public input.

Chair Bagneris asserted that she does not deal in back-room deals and if there were any to occur, she would expose them.

F. OCFEC Public Records Request Fulfillment Process
Information Item

Reggie Mundekis quoted California Public Records Request Act (CPRA) case law. She criticized staff's response letters to her public records requests.

Ana Vrska stated that the laws regarding CPRA exist for checks and balances. She shared her experience with public records requests with the City of Costa Mesa.

Chair Bagneris explained that the purpose of this agenda item was to understand what the process is for public records requests.

Kramer provided a summary of OCFEC's process of fulfillment of public records requests.

Director Berardino shared some of his experience with public records request. He encourage discussion before submitting requests.

Chair Bagneris directed Director Berardino to not to refer members of the public by name; to refer to them as members of the public.

Chair Bagneris commented that she'd like to find a way to minimize the amount of requests.

10. CLOSED SESSION

No closed Session

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Director Berardino said he would like to see guidelines for staff who interact with contractors. He thanked Chair Bagneris for her organization of the meeting.

Director Tkaczyk ask that a review and discussion of the RFP process be agendized for the next meeting.

Director La Belle reiterated pervious comments.

Director Berardino said he would also like to see a personnel manual or Human Recourses which should contain policy for staff interaction with contractors.

Chair Bagneris thanked everyone for the good discussion. She thanked staff for their innovation and creativity.

12. NEXT BOARD MEETING: MARCH 22, 2017

13. ADJOURNMENT

Meeting adjourned at 11:42 a.m.

Barbara Bagneris, Chair

Kathy Kramer, Chief Executive Officer

**OC FAIR & EVENT CENTER
STANDARD AGREEMENTS FOR BOARD APPROVAL
MARCH 2018**

CONTRACT #	CONTRACTOR	DESCRIPTION	EFFORT TYPE	TERM	RECEIPT AMOUNT	NOT TO EXCEED EXPENSE AMOUNT
SA-036-18IO	Ann Bartley	Vermiculture display for 2018 Imaginology	Imaginology	04/15/18 - 04/15/18		\$300.00
SA-043-18GE	Matt Koerner	Matt Koerner performing on the Meadows Stage during the 2018 OC Fair	Fair	08/08/18 - 08/12/18		\$3,250.00
SA-046-18PL	RK Diversified, inc.	To provide Pacific Amphitheatre lighting equipment and services for OC Fair & Event Center. Two year term with three (3) one year options to renew.	Fair	03/22/18 - 12/31/19		\$148,912.16
SA-050-18PA	Southern California Sound Image, Inc.	To provide Pacific Amphitheatre audio equipment and services for OC Fair & Event Center. Two year term with three (3) one year options to renew.	Fair	03/22/18 - 12/31/19		\$426,007.00
SA-052-18PA	Danielle Rosner	"Honey County" performing at the Pacific Amphitheatre	Fair	07/29/18		\$1,000.00
SA-053-18HB	Convallian Productions f/s/o Turn The Page	"Turn The Page" performing at The Hangar during the 2018 OC Fair	Fair	08/09/18		\$2,500.00
SA-054-18GE	Fusion Talent Group	Providing "The Magic Bean" for the Livestock area during the 2018 OC Fair	Fair	07/24/18 - 08/13/18		\$18,750.00
SA-056-18BB	Le Clair and Bradley Enterprises	"Mai Tais" performing on the Baja Blues stage during the 2018 OC Fair	Fair	07/14/18 - 07/15/18		\$600.00
SA-057-18GE	Entertaining the King Touring, Inc. f/s/o Street Drum Corps	"Street Drum Corps" performing as grounds entertainment during the 2018 OC Fair	Fair	07/13/18 - 08/12/18		\$17,825.00
SA-058-18BB	Bill Magee	Bill Magee performing on the Baja Blues stage during the 2018 OC Fair	Fair	07/13/18 - 07/15/18		\$2,400.00
SA-064-18PS	RK Diversified, inc.	Providing Productions Services at the Pacific Amphitheatre. Two year term with three (3) one year options to renew.	Fair	03/22/18 - 12/31/19		\$335,000.00
SA-065-18IO	Imagination Gallery, Inc.	Providing "Wild Science" at 2018 Imaginology	Imaginology	04/11/18 - 04/16/18		\$12,700.00
SA-066-18HL	RK Diversified, inc.	Providing lighting and staging equipment and production services at The Hangar Building and Action Sports Arena for the OC Fair & Event Center. Two year term with three (3) one year options to renew.	Fair	03/22/18 - 12/31/19		\$255,340.00
SA-083-18SP	Raising Cane's Restaurant LLC	Sponsorship	Imaginology	4/1/18-4/27/20	\$12,000 Cash, \$75,000 Trade	
SA-084-18SP	San Antonia Winery	Sponsorship	Fair	7/13/18-8/13/18	\$32,500.00	

Amendments

CONTRACT #	CONTRACTOR	DESCRIPTION	EFFORT TYPE	TERM	CHANGE IN RECEIPT	CHANGE IN NOT TO EXCEED EXPENSE
SA-50-14BS A#4	CR&A Custom, Inc.	Provide banner and sign printing and installation services	Year round	5/1/2014-4/30/19		\$156,491.00
SA-096-16FTA#1	Professional Parking	Shuttle services	Fair	5/1/16-04/30/19		\$358,800.00
SA-128-16FT A#1	BDK Golf Carts, LLC: DBA Action Golf Cart Rentals	Golf cart rental	Fair and Imaginology	5/1/2016-4/30/19		\$90,845.02
SA-224-16FTYR A#2	Khavarian Enterprises, Inc. DBA Vision Communications Company	Radio rental	Year round	3/1/18-12/31/18		\$2,000 (2018), \$2,400/option year

**OC FAIR & EVENT CENTER
STANDARD AGREEMENTS FOR BOARD APPROVAL
MARCH 2018**

CONTRACT #	CONTRACTOR	DESCRIPTION	EFFORT TYPE	TERM	RECEIPT AMOUNT	NOT TO EXCEED EXPENSE AMOUNT
SA-238-16WR A#3	Jerry Liu & Associates	Website Rebuild	Year round	8/8/2016-5/31/19		\$12,000.00
SA-096-17YR A#2	UTP Production, Inc.	Provide payroll services for members of Local 504 of Amphitheatre	Year round	04/10/2017-3/14/19		\$306,000.00

Interagency Agreements

CONTRACT #	CONTRACTOR	DESCRIPTION	EFFORT TYPE	TERM	CHANGE IN RECEIPT	CHANGE IN NOT TO EXCEED EXPENSE
SA-060-18IA	Orange Coast College	Trade value	Year round	1/1/18-12/31/18	\$30,000.00	

Letters of Understanding

LOU #	DEMONSTRATOR	DESCRIPTION	EFFORT TYPE	TERM	RECEIPT AMOUNT	NOT TO EXCEED EXPENSE AMOUNT

**OC FAIR & EVENT CENTER
RENTAL AGREEMENTS FOR BOARD APPROVAL
MARCH 2018**

CONTRACT #	CONTRACTOR	EVENT	DESCRIPTION	FACILITIES	CONTRACT DATES	CONTRACT AMOUNT
R-004-18	World Pet Association	America's Family Pet Expo	Consumer Show	All Grounds	04/23/18-04/30/18	\$125,559.02
R-019-18	Ultimate Trade Shows & Events, Inc.	The 41st Annual OC Home & Garden Show	Consumer Show	OC Promenade, Anaheim Building, Santa Ana Pavilion	02/22/18-02/26/18	\$31,999.50
R-021-18	B & L Productions, Inc.	Crossroads of the West Gun Show	Consumer Show	Costa Mesa, Huntington Beach, Los Alamitos, Anaheim, Santa Ana Pavilion, OC Promenade, Main Mall	01/25/18-01/29/18	\$93,073.50
R-022-18	B & L Productions, Inc.	Crossroads of the West Gun Show	Consumer Show	Costa Mesa, Huntington Beach, Los Alamitos, Anaheim, Santa Ana Pavilion, OC Promenade, Main Mall	03/22/18-03/26/18	\$92,983.50
R-030-18	Orange County Wine Society	Orange County Wine Society Office Trailer	Office Rental	Office Trailer	01/01/18-12/31/18	\$250.00 per month; \$120.00 per additional meetings
R-036-18	Gem Faire, Inc.	Gem Faire	Consumer Show	Costa Mesa Building, Santa Ana Pavilion, 1/4 Main Mall	02/21/18-02/26/18	\$47,736.50
R-049-18	Diane Rooney	Diane & Mark Rooney 40th Anniversary Celebration	Anniversary Party	Millennium Barn	11/10/18-11/10/18	\$5,379.00
R-053-18	Baby Entreprenuer presents Baby Date dba Baby Date	Baby Date!	Consumer Show	Los Alamitos Building	02/10/18-02/11/18	\$11,919.50
R-059-18	Orange County Wine Society	Orange County Wine Society - Wine Auction	Members Event	Huntington Beach, The Courtyard	04/07/18-04/08/18	\$3,029.00
R-069-18	County of Orange, Sheriff - Coroner Department	Mass Reception, Care and Shelter Site	Shelter Site	All Grounds	01/01/18-12/31/18	Fee Waived
R-083-18	Crown Castle	Cell Tower	Cell Tower Space Rental	Parking Lot G	02/26/18-03/30/18	\$26,500.00
R-087-18	Celebration Festivals	Carnival Camping - TET Festival	Camping	Campground	02/13/18-02/20/18	\$2,430.00
R-088-18	Celebration Festivals	Tony Guadagno Camping	Camping	Campground	01/10/18-02/09/18	\$1,200.00
R-089-18	Orange County Sheriffs Advisory Council	OCSA Retirement Party Adam Powell	Party	Huntington Beach Building	03/01/18	In Kind Trade: \$5,689.00
18 IO 01	UC Regents/Orange County 4-H	Imaginology	Exhibiting 4-H projects and livestock show	Anaheim Bldg and Livestock area	4/12/18-4/15/18	\$0
18 IO-FE 53	Alpine Camp and Conference Center	Imaginology	Exhibitor	Country Meadows	4/12/18-4/15/18	\$0
18 IO-FE 54	Harbor Soaring Sociey	Imaginology	Exhibitor	The Hanger	4/12/18-4/15/18	\$0
18 IO-FE 55	Ocean Institute	Imaginology	Exhibitor	OC Promenade	4/12/18-4/15/18	\$0
18 IO-FE 56	Mariners Christian School	Imaginology	Exhibitor	OC Promenade	4/12/18-4/15/18	\$0
18 IO-FE 57	Del Oro Pacific Large Scale Modular Railroaders	Imaginology	Exhibitor	Main Mall	4/12/18-4/15/18	\$0
18 IO-FE 58	STEAM Powered Education/Celebration Education	Imaginology	Exhibitor	Anaheim Bldg	4/12/18-4/15/18	\$0
18 IO-FE 59	International School of Los Angeles	Imaginology	Exhibitor	TBD	4/12/18-4/15/18	\$0
18 IO-FE 60	Heritage Museum of Orange County	Imaginology	Exhibitor	Main Mall	4/12/18-4/15/18	\$0
18 IO-FE 61	Ardent Academy for Gifted Youth	Imaginology	Exhibitor	OC Promenade	4/12/18-4/15/18	\$0
18 IO-FE 62	Costa Mesa Sanitary District	Imaginology	Exhibitor	Main Mall	4/12/18-4/15/18	\$0
18 IO-FE 63	CA Dept of Fish & Wildlife, So Coast Region; Fishing in the City	Imaginology	Exhibitor	Country Meadows	4/12/18-4/15/18	\$0
18 IO-FE 64	AIAA OC Rocketry	Imaginology	Exhibitor	Livestock Lane	4/12/18-4/15/18	\$0

**OC FAIR & EVENT CENTER
RENTAL AGREEMENTS FOR BOARD APPROVAL
MARCH 2018**

CONTRACT #	CONTRACTOR	EVENT	DESCRIPTION	FACILITIES	CONTRACT DATES	CONTRACT AMOUNT
18 IO-FE 65	Golden West Game Bird Breeders	Imaginology	Exhibitor	Anaheim Bldg	4/12/18-4/15/18	\$0
18 IO-FE 66	Girls Inc. of Orange County	Imaginology	Exhibitor	Main Mall	4/12/18-4/15/18	\$0
18 IO-FE 67	National College Resources Foundation	Imaginology	Exhibitor	Main Mall	4/12/18-4/15/18	\$0
18 IO-FE 68	Project Scientist	Imaginology	Exhibitor	Anaheim Bldg	4/12/18-4/15/18	\$0

OC FAIR & EVENT CENTER
ACTIVE JOINT POWERS AUTHORITY AGREEMENTS
As of February 28, 2018

JOINT POWERS AUTHORITY	PROJECT #	PROJECT DATE	PROJECT DESCRIPTION	PRIMARY CONTRACTOR	APPROVED PROJECT TOTAL
Continuing					
California Fair Financing Authority	03213031/B, Const	08/15/13	Pac Amp Berm Renovation - Phase II	CFFA	\$12,806,857.70
California Fair Financing Authority	03215042	12/01/15	Hero's Hall - Building Architecture Design & Construction Documents	CFFA	\$190,900.00
California Fair Financing Authority	03215042-Amndmnt	10/24/16	Hero's Hall - Building Architecture Design & Construction Documents	CFFA	\$96,036.00
California Fair Financing Authority	03216012	02/24/16	Hero's Hall Renovation Project	CFFA	\$3,850,738.72
California Fair Financing Authority	03217408	11/10/17	Los Alamitos Bldg Roof Repair	CFFA	\$50,227.50
California Fair Financing Authority	03217027	11/17/17	Pac Amp Fall Protection	CFFA	\$66,155.50
New					
California Fair Financing Authority	03218005	02/06/18	Costa Mesa & Huntington Beach Bldgs HVAC - Project Bidding	CFFA	\$8,287.00
Revision/Amendment					

**OC FAIR & EVENT CENTER
COMMERCIAL RENTAL AGREEMENTS FOR BOARD APPROVAL
MARCH 2018**

CONTRACT #	CONTRACTOR	DESCRIPTION	LOCATION	TERM	SPACE SIZE	AMOUNT
IMCOM-01-18	Be A Maker Club	Wooden Craft Kits	Main Mall	4/13/2018-4/15/2018	10' x10'	\$200.00
IMCOM-02-18	Brain Builders STEM Education, Inc.	Promote Brain Builders STEM Education, Inc. Camps and Classes - Lead Generating Only	Main Mall	4/13/2018-4/15/2018	30' x 10'	\$345.00
IMCOM-03-18	Face Painting by KC	Face Painting	Baja Grass	4/13/2018-4/15/2018	10' x10'	\$200.00
IMCOM-04-18	Galileo Learning	Earthquake Shake Table and Spin Art Activities; Flyers Wristbands, Pens, Stickers	OC Promenade	4/13/2018-4/15/2018	20' x10'	\$275.00
IMCOM-05-18	Whimsical World	Children's Books, Buttons, Magnets	Main Mall	4/13/2018-4/15/2018	20' x10'	\$275.00
IMCOM-06-18	San Diego County Credit Union dba SDCCU	Financial Services and Information: New or Existing Accounts, Home and Auto Loans	Main Mall	4/13/2018-4/15/2018	10' x10'	\$200.00
IMCOM-07-18	Usborne Books & More	Children's Books from Usborne and Kane Miller Publishers	Main Mall	4/13/2018-4/15/2018	10' x10'	\$200.00

**OC FAIR & EVENT CENTER
CONCESSION RENTAL AGREEMENTS FOR BOARD APPROVAL
MARCH 2017**

CONTRACT #	CONTRACTOR	DESCRIPTION	LOCATION	TERM	SPACE SIZE	AMOUNT
IMFO-01-18	A & M Catering	Tacos: Beef, Pork and Chicken - 3 for \$7; Bottled Soft Drinks and Water	Main Mall	4/13/2018-4/15/2018	10' x 10'	\$200.00
IMFO-02-18	A & M Catering	Hot Dogs, Soft Drinks, Bottled Water	Main Mall	4/13/2018-4/15/2018	10' x 10'	\$200.00
IMFO-03-18	Boy Scout Troop 274	Hot Dogs, Chili Dogs, Nachos, Chili, Chips, Cookies, Donuts, Soft Drinks, Coffee, Hot Chocolate, Juice Boxes, Bottled Water	Main Mall	4/13/2018-4/15/2018	20' x 10'	\$275.00
IMFO-04-18	Boy Scout Troop 339	Hamburgers, Cheeseburgers, Brats, Combos, Chips, Soft Drinks, Bottled Water	Main Mall	4/13/2018-4/15/2018	20' x 10'	\$275.00
IMFO-05-18	Cardinali Family Concessions	Hamburgers, Specialty Burgers, Pork, Pastrami, Chicken or CheeseSteak Sandwiches, Fries, Specialty Fries, Chicken Tenders, Fresh Lemonade, Punch, Soft Drinks	Livestock Lane	4/13/2018-4/15/2018	30' x 10'	\$345.00
IMFO-06-18	Cathy's Cookies	Chocolate Chips Cookies - Bucket or Sleeve; Milk, Coffee, Hot Chocolate, Soft Drinks, Bottled Water	Main Mall	4/13/2018-4/15/2018	30' x 10'	\$345.00
IMFO-07-18	Destroy Productions dba Hawaiian Chicken Bowls	Teriyaki Chicken Bowl, Coconut Shrimp Plate, Orange Chicken, Veggie Bowl, Pitaya (Dragon Fruit) Bowl, Acai Bowl, Dole Whip	Main Mall	4/13/2018-4/15/2018	30' x 10'	\$345.00
IMFO-08-18	Leap of Faith Adventures, Inc. dba JK Dots	Dippin Dots in Cone or Cup, Milk Shakes, Sundaes, Floats, Smoothies, Soft Drinks, Coffee, Bottled Water	Main Mall	4/13/2018-4/15/2018	20' x 10'	\$275.00
IMFO-09-18	Lucy's Frappe House	Coffee, Tea, Hot Chocolate, Lattes, Frappuccinos, Cinnamon Rolls	Main Mall	4/13/2018-4/15/2018	10' x 10'	\$200.00
IMFO-12-18	OC 4-H Tri City	Mini Donuts	Country Meadows	4/13/2018-4/15/2018	10' x 10'	\$200.00
IMFO-14-18	Planet Popcorn	Kettle Corn	Baja Grass	4/13/2018-4/15/2018	10' x 10'	\$200.00
IMFO-15-18	Planet Popcorn	Roasted Corn, Baked Potatoes	Baja Grass	4/13/2018-4/15/2018	10' x 10'	\$200.00
IMFT-01-18	Cousin's Maine Lobster LLC	Lobster: Roll, Grilled Cheese, Tots, Tacos, Tail & Tots, Quesadilla and Bisque; Crab Roll; Shrimp Tacos; Clam Chowder	Livestock Lane	4/13/2018-4/15/2018	Food Truck	\$198.00
IMFT-02-18	Scooter's Italian Ice	Italian Ice	Livestock Lane	4/13/2018-4/15/2018	Food Truck	\$198.00

**OC FAIR & EVENT CENTER
INDEPENDENT AMUSEMENT RENTAL AGREEMENTS FOR BOARD APPROVAL
MARCH 2018**

CONTRACT #	CONTRACTOR	DESCRIPTION	LOCATION	TERM	SPACE SIZE	AMOUNT
IMIA-01-18	JCD Enterprises dba SkyRiver Butterflies	Interactive Butterfly Exhibit	Country Meadows	4/13/2018-4/15/2018		No Charge

**OC FAIR & EVENT CENTER
JUDGING AGREEMENTS FOR BOARD APPROVAL
March 2018**

CONTRACT #	CONTRACTOR	DESCRIPTION	EFFORT TYPE	TERM	RECEIPT AMOUNT	NOT TO EXCEED EXPENSE AMOUNT
IO-001-18	Rafael Garcia	Judging Imaginology Poetry & Reading divisions	Imaginology	4/7/2018		\$200
IO-002-18	Barbara Thompson	Judging Imaginology Poetry & Reading divisions	Imaginology	4/7/2018		\$200.00
IO-003-18	Mary Colmar Dahl	Judging Imaginology Fashion, Fiber Arts and Jewelry divisions	Imaginology	4/7/2018		\$200.00
IO-004-18	Fred Rose	Judging Imaginology Cardboard Engineering, Upcycle, Wood, Metal and kinetic divisions	Imaginology	4/9/2018		\$200.00
IO-005-18	Jeff Alu	Judging Imaginology 3D Printing, Computer Art and Video divisions	Imaginology	4/9/2018		\$200.00
IO-006-18	Art Ramierez	Judging Imaginology Photography	Imaginology	4/9/2018		\$200.00
IO-007-18	Amy Fox	Judging Imaginology Drawing, Painting and Ceramics	Imaginology	4/10/2018		\$200.00
IO-008-18	Kevin Staniec	Judging Imaginology Drawing, Painting and Ceramics	Imaginology	4/10/2018		\$200.00
IO-009-18	Trinh Mai	Judging Imaginology Drawing, Painting and Ceramics	Imaginology	4/10/2018		\$200.00



Board of Directors Agenda Report

MEETING DATE: MARCH 22, 2018 ITEM NUMBER: 9A

SUBJECT: Committee / Task Force / Liaison Reports

DATE: March 16, 2018

FROM: Barbara Bagneris, Board Chair

PRESENTATION BY: Barbara Bagneris, Board Chair

RECOMMENDATION

Information item only.

BACKGROUND

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

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



Board of Directors Agenda Report

MEETING DATE: MARCH 22, 2018 ITEM NUMBER: 9B

SUBJECT: Spectra Contract Amendment and OC Market Place Update

DATE: March 16, 2018

FROM: Kathy Kramer, CEO

PRESENTATION BY: Ken Karns, Vice President - Operations

RECOMMENDATION

Staff is requesting an amendment to the contract relating to the timing of additional events from a 90 day to 45 day request process.

BACKGROUND

OC Market Place Update:

Spectra Management will provide an update on the OC Market Place grand re-opening happening on Saturday March 31, 2018.

- *For more information on the OC Market Place Grand Reopening go to <http://www.ocmarketplace.com/grand-reopening>*

Spectra Contract Amendment:

The Orange County Market Place (OCMP) is operated by Spectra and under the current contract there is the ability to carry out additional events during Market Place operating dates and times along with provisions to operate events outside traditional Market Place dates and times.

The contract currently requires that a 90 day notice be provided to OCFEC staff to request an event outside of their annual event calendar list provided to OCFEC.

The amendment would change this notification process to 45 days instead of 90 days' notice. This would give them the ability to be flexible to book short term or unforeseen opportunities to enhance the OCMP.



Board of Directors Agenda Report

MEETING DATE: MARCH 22, 2018 ITEM NUMBER: 9C

SUBJECT: Centennial Farm Foundation Memorandum of Understanding (MOU)

DATE: March 16, 2018

FROM: Kathy Kramer, CEO

PRESENTATION BY: Michele Richards, VP Business Development

RECOMMENDATION

At the Board's discretion

BACKGROUND

The Board of Directors reviewed and discussed the Centennial Farm Foundation's requested changes to the MOU at the September 28, 2017 meeting. The following two changes were accepted by the OCFEC Board:

1. Include the statement "(if it maintains employees)" to the Worker's Compensation insurance section of the MOU.
2. Include the statement "per occurrence combined single-limit" with regard to Commercial General Liability Insurance.

The following two changes were rejected by the OCFEC Board:

1. Change the word "may" to "will" with regard to the District providing annual fair passes and Lot F parking hang tags.
2. Adding the following statement: The Foundation will continue to use 88 Fair Drive as its mailing address.

Staff presented the OCFEC Board's final feedback to the Centennial Farm Foundation Board at its September 23, 2017 meeting with a request from the OCFEC Board that the MOU be finalized and signed by the Foundation.

As of the writing of this staff report, the MOU has not yet been signed by the Foundation, however the item is on the agenda for the Foundation's March 22, 2018 Board meeting.



Board of Directors Agenda Report

MEETING DATE: MARCH 22, 2018 ITEM NUMBER: 9D

SUBJECT: California Assembly Bill AB 2396 Discussion

DATE: March 16, 2018

FROM: Kathy Kramer, CEO

PRESENTATION BY: Legislative Monitoring Task Force / Kathy Kramer, CEO

RECOMMENDATION

At the Board of Directors' discretion.

BACKGROUND

At the February 22nd Board of Directors meeting, staff was directed to work with Gonsalves & Sons to get an analysis of Assembly Bill AB 2396: an act to amend Section 10430 of the Public Contract Code, relating to public contracting. At the time of posting this staff report, Gonsalves & Sons provided the following summary:

Current law provides that specified contracts entered into by any state agency for goods, services, or other specified activities, whether awarded through competitive bidding or not, are void unless and until approved by the Department of General Services, and requires denial of approval if the contract does not meet the required specifications of the bidding process. Under current law, certain transactions, contracts, and persons are exempt from that law. This bill would additionally exempt an officer or employee of a district agricultural association, except as otherwise provided in existing law and subject to the approval of the board of directors of the association.

We have asked Gonsalves & Sons to get further clarification on the language highlighted above, the Bill's definition of "an officer" and who from the association would or would not be considered an "officer" related to this proposed legislation. We will continue to keep this on our legislative watch status.



Board of Directors Agenda Report

MEETING DATE: MARCH 22, 2018 ITEM NUMBER: 9E

SUBJECT: Board of Directors Training Workshop

DATE: March 16, 2018

FROM: Kathy Kramer, CEO

PRESENTATION BY: Kathy Kramer, CEO

RECOMMENDATION

Information item only.

BACKGROUND

While attending the Western Fairs Association convention, Chair Bagneris participated in a Fair Directors training workshop that provided new California Department of Food & Agriculture training materials on best practices and roles and responsibilities as a Fair Director. Chair Bagneris suggested that the same type of training workshop would be beneficial for the entire OCFAEC the Board of Directors.

Bill Kelly from Kelly Associates Management Group will facilitate the Board training workshop.

Please see the attached Board of Directors Training Workshop agenda.



AGENDA

March 22, 2018 Board of Directors

Effective Governance

1: DAA Governance and Administration

- California Fairs
- Liabilities to Members
- Board Training required and optional
- Bagley Keene Laws
- DAA Bylaws

2: Effective Boards and Board Members

- Board Responsibilities
- Individual Board Member Responsibilities
- Leadership vs Management
- Board and CEO Relationship

3: Policy Development

- Reactive vs Proactive
- Policy Development Cycle
- Committee Types and Functions
- Executive Committee
- Standing Committees
- Ad Hoc Committees
- Advisory Committees
- Let the Committees Do the Work!

4: Board Protocol

- Decisions, Presentations and Representations
- What Not to Do!

Ultimate Goal

Adjournment

- Policy vs Implementation

5: Strategic Planning

- Reasons for and process

6: Board Protocol

- Decisions
- Presentations and Representation

Adjournment