



Board of Directors Meeting

June 25, 2020

Please take notice that this public meeting of the 32nd District Agricultural Association, a California state institution, is being recorded using video recording equipment. Please also take notice that the 32nd District Agricultural Association will release video recordings of its public meetings where required under California law.

Please silence your cell phones

The Mission of OCFEC is...

**Celebration of Orange County's
Communities, Interests, Agriculture and
Heritage**

(with results justifying resources expended)





5. Closed Session

- 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).)
- B. Personnel: The Board will meet in closed session to consider the evaluation of performance of the General Manager / CEO. [Govt. Code, § 11126, subd. (a).]



6. CEO's Operational Announcements & Updates



For the Five Months Ended May 31, 2020

	Actual	Budget	Variance Favorable (Unfavorable)
YTD Revenue	\$2,427,253	\$5,506,736	\$(3,079,483)
YTD Expenses	<u>\$8,808,810</u>	<u>\$12,300,388</u>	<u>\$3,491,579</u>
YTD Net Proceeds (Deficit)	<u>\$(6,381,557)</u>	<u>\$(6,793,652)</u>	<u>\$412,096</u>



Cash and Cash Equivalents

	<u>May 31, 2020</u>	<u>May 31, 2019</u>
Cash on Hand	\$1,368,220	\$2,765,320
Investments	<u>\$49,517,498</u>	<u>\$51,555,536</u>
Total Cash and Cash Equivalents	<u>\$50,885,718</u>	<u>\$54,320,856</u>
Year over Year Decrease	<u>(\$3,435,138)</u>	
Year over Year % Decrease		-6.3%



7. Minutes

A. Board meeting held May 28, 2020

Action item



8. Matters of Public Comment

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

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



9. Consent Calendar: (Policy Reference: 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 by category in the order listed below. 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.



10A. Committee/Ad Hoc Committee/Liaison Reports

INFORMATION ITEM:

To assure compliance with the Bagley-Keene Act, Committee reports are only for the purpose of the Committee chair, Ad Hoc Committee 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. Community Engagement Committee (Vice Chair Rubalcava-Garcia, Committee Chair; Director Ruiz)
- ii. Heroes Hall Veterans Foundation Board (Director La Belle, Chair Cervantes)
- iii. Centennial Farm Foundation (Chair Cervantes)
- iv. Financial Monitoring Committee (Director Pham, Committee Chair; Director La Belle)
- v. Legislative Monitoring Committee (Director Aitken, Committee Chair; Director Ruiz)
- vi. Governance Committee (Vice Chair Rubalcava-Garcia, Committee Chair; Director Bagneris)
- vii. Safety & Security Committee (Chair Cervantes, Committee Chair; Director Ruiz)
- viii. Facilities Committee (Director Aitken, Committee Chair; Director Pham)
- ix. Audit and Compliance Committee (Vice Chair Rubalcava-Garcia, Committee Chair; Director La Belle)
- x. Branding Project Ad Hoc Committee (Director Aitken)
- xi. Storage, Parking and Traffic Ad Hoc Committee (Director La Belle, Committee Chair; Director Bagneris)
- xii. San Diego County Fair Loan Proposal Ad Hoc Committee (Director La Belle, Committee Chair; Director Kovacevich)



10B. Discuss May 20, 2020 Letter from Spectra Regarding Termination of OC Market Place Rental Agreement and Vote on Whether to Take Specific Action Including Enforcement, Termination or Renegotiation of OC Market Place Agreement

An additional meeting of the Board of Directors took place on June 11, 2020 for the Board to discuss a letter received from Spectra stating its intent to terminate its rental agreement for the operation of the OC Marketplace effective June 20, 2020.

The Board met in closed session and then took public comment regarding the agenda item.

The Board voted unanimously to table the item for the June 25, 2020 regularly scheduled Board of Directors meeting.

RECOMMENDATION:

At the Board of Directors' discretion.



10C. Consideration of and Vote on an OC Fair & Event Center Solidarity Statement, and Expansion of the Community Engagement Committee to Review Diversity Issues

Proclamation of the Board of Directors of the 32nd District Agricultural Association

WHEREAS, the mission of the 32nd District Agricultural Association (the 32nd DAA) is the “Celebration of Orange County’s Communities, Interests and Heritage”; and

WHEREAS, the 32nd DAA is against discrimination on the basis of race, creed, national origin, ancestry, religion, age, disability, political affiliation, gender, sexual orientation, gender identity and/or expression, or marital, parental or military status; and

WHEREAS, the 32nd DAA condemns the deeply troubling actions that occurred in Minneapolis, Minnesota, which led to the inexcusable and senseless death of Mr. George Floyd; and the same troubling actions that have taken the lives of so many other Black men, women, boys and girls, even since Mr. Floyd; and



10C. Consideration of and Vote on an OC Fair & Event Center Solidarity Statement, and Expansion of the Community Engagement Committee to Review Diversity Issues

WHEREAS, the 32nd DAA stands in solidarity with those that peacefully protest against violence, inequality and excessive force; and

WHEREAS, the 32nd DAA recognizes the community is in turmoil, and looking to its leaders to affirm their commitment to inclusion, diversity, and equality; and

WHEREAS, the 32nd DAA stands with the members of our Black Community and all people of color that have been ignored, marginalized and disenfranchised;

NOW, THEREFORE, the Board of the 32nd District Agricultural Association hereby does proclaim on June 25, 2020, that it stands in solidarity with the Black Community and reaffirms its commitment to denounce discrimination or violence in any form.

RECOMMENDATION:

At the Board of Directors' discretion.



10D. Review of 2018 Audit and Vote on Whether or Not to Approve Audit & Compliance Committee's Response Letter

On June 4, 2020 the California Department of Food & Agriculture (CDFA) emailed copies of the 32nd DAA's preliminary 2018 management report and preliminary audit report to CEO Michele Richards, Audit Committee Chair Natalie Rubalcava-Garcia and Committee Member Doug La Belle.

The Committee met by teleconference on June 8, 2020 to review the preliminary reports and discuss the findings. The Committee will review the audit with the full Board and present a draft of the response letter for the Board's consideration and vote.

Copies of the preliminary management report, audit report and response letter were provided as part of the Board meeting materials.

RECOMMENDATION:

At the Board of Directors' discretion.



10E. Presentation of Final 2020 Budget Reforecast, 2020 Cash Flow Projections and Revised 2020 Capital Projects List and Vote on Whether or Not to Approve

Per the request of the Board of Directors during the 2020 budget process, staff is presenting the following mid-year reports for the Board's consideration and approval:

1. Updated 2020 budget reforecast
2. 2020 cash flow projections
3. Revised 2020 capital projects list

(The above reports were provided as part of the Board meeting materials.)

RECOMMENDATION:

At the Board of Directors' discretion.



10F. Consideration of and Vote on Whether or Not to Approve Use of the Costa Mesa Building by the American Red Cross for Emergency Blood Drives on July 7, 13, 27 and August 10, 2020

In April, 2020 Governor Gavin Newsom announced the launch of the “Californians for All” service initiative. The initiative partners with a coalition of nonprofit organizations, including the American Red Cross, in support of community service and provides volunteer opportunities throughout the state for Californians to unite in helping each other through the COVID-19 pandemic.

Fairs throughout the state are called upon frequently during emergencies to serve as sites for disaster relief, emergency evacuations, medical operations, food distribution and blood donations.

Due to COVID-19, blood drives hosted by Orange County businesses have been canceled leaving the American Red Cross with a critical shortage of blood and few options for donation sites.



10F. Consideration of and Vote on Whether or Not to Approve Use of the Costa Mesa Building by the American Red Cross for Emergency Blood Drives on July 7, 13, 27 and August 10, 2020

As part of Orange County Fair & Event Center's responsibility to the community during emergencies, we are requesting approval to provide the American Red Cross with a \$0 rental agreement of the Anaheim Building for five emergency community blood drives on July 9, 13, 27 and August 10, 2020. *(Please note that the location and one of the dates has changed for the blood drives since the June agenda was posted.) Rental Agreement R-098-20 was provided as part of the Board meeting materials.*

Strict health and safety procedures will be in place for staff and donors.

RECOMMENDATION:

At the Board of Directors' discretion.



10G. Presentation of 2020 Virtual Fair

INFORMATION ITEM:

Staff will present highlights of the 2020 Virtual OC Fair.



STARTING
JULY 17



OC FAIR BILLBOARD

OCFAIR GOES VIRTUAL
STARTING JULY 17

== OCFAIR.COM ==

An illustration of a black and white cow's head and upper body. The cow is pouring milk from a white bucket into a glass of lemonade. The glass is garnished with a slice of lemon and a straw. There are several lemon slices and a whole lemon on the surface next to the glass.

VIRTUAL CONTESTS



OC FAIR
VIRTUAL
CONTESTS

FUN RUN



WE CARE WEDNESDAY

WE CARE WEDNESDAY AT GOODWILL OF OC

Donate on July 22 and receive 1 FREE admission ticket to the 2021 OC Fair!

[Get Details](#)



Free 2021 fair admission voucher provided to each vehicle that donates clothes

VIRTUAL LIVESTOCK SHOW

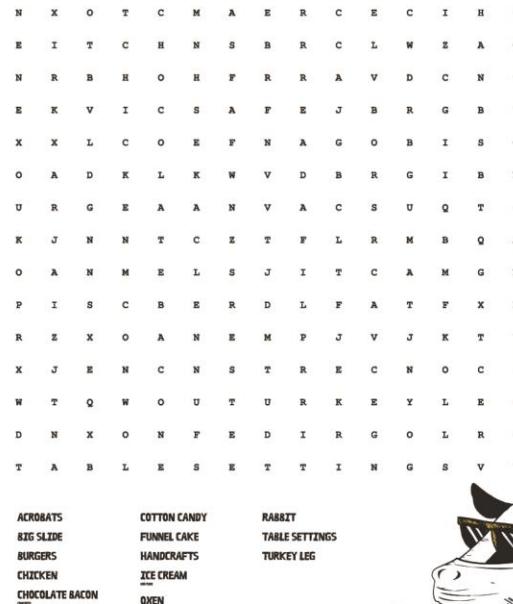


VIDEOS



ACTIVITIES

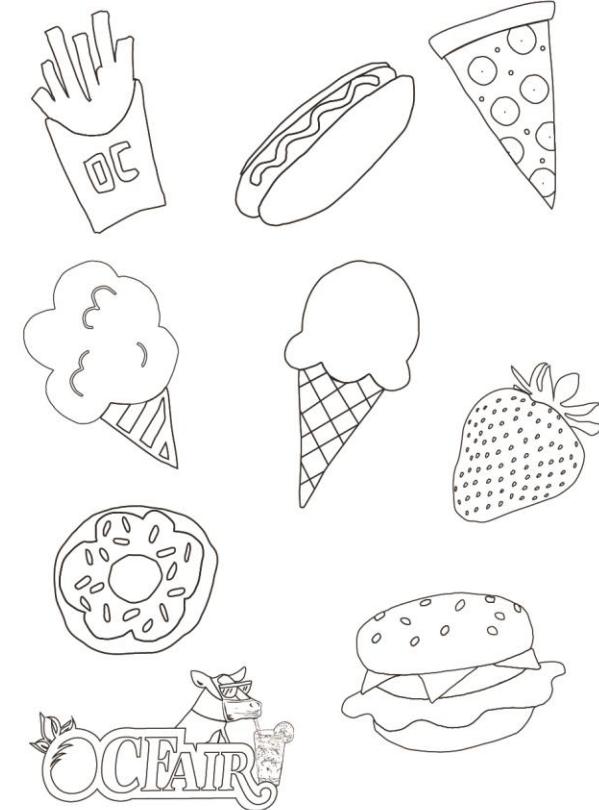
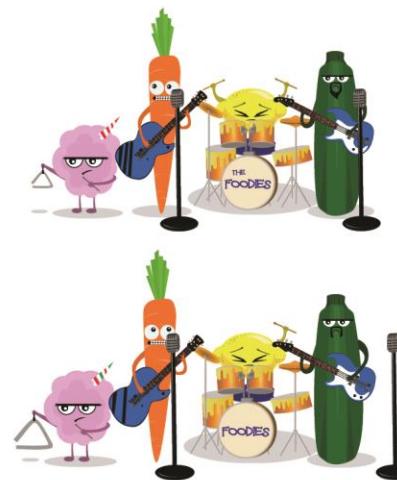
OC FAIR WORD SEARCH #4



Word Search

SPOT-THE DIFFERENCES

Try to find all 10 differences between these two similar pictures.

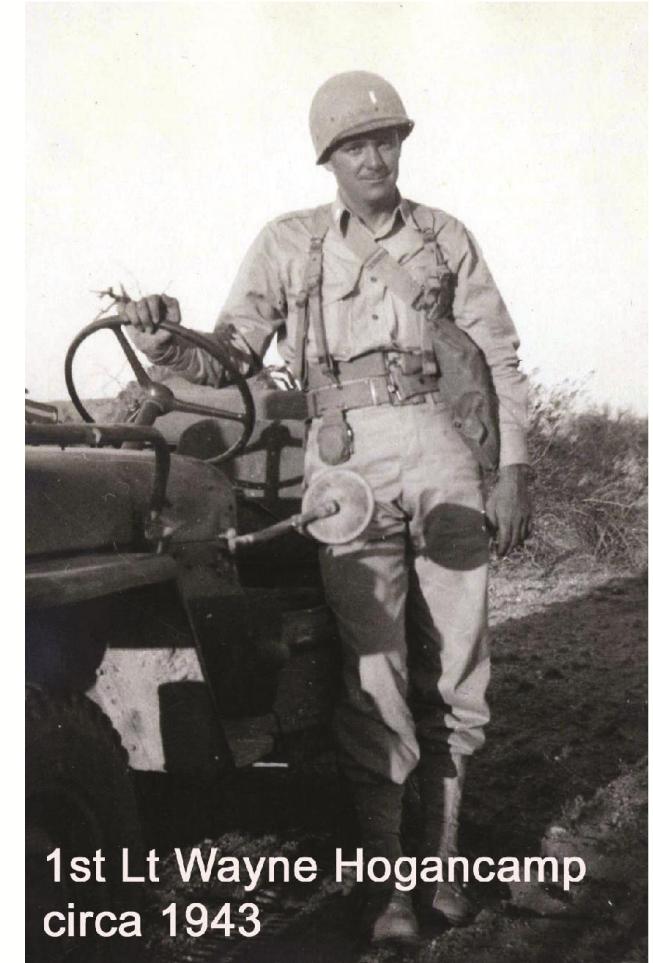


Coloring Pages

PHOTO GALLERY



VIRTUAL EXHIBITS



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Visit ocfair.com and follow us on
social media, @ocfair on Facebook
and @oc_fair on Instagram



11. Board of Directors' Matters of Information

Next Board Meeting

July 23, 2020





OC Fair & Event Center – Costa Mesa, California