



*The mission of OCFEC is...*

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

**NOTICE OF MEETING**

32<sup>ND</sup> District Agricultural Association  
OCFEC Board of Directors  
**Thursday, July 23, 2020**  
**9:00 a.m.**

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

*Directions: From I-405, exit Fairview Rd. heading south, approximately 1.25 miles to Arlington Dr.*

*Administration Building located near the corner of Fairview Rd. and Arlington Dr.  
(Use Gate 4 on Arlington Dr.)*

*As permitted by Executive Order N-25-20 (issued by Governor Newsom on March 12, 2020), the OCFEC will conduct the July 23, 2020 Board of Directors meeting by video/teleconference via Zoom. Please use the following Zoom link or Zoom dial in information to view and/or participate in the meeting:*

*Join Zoom Meeting*

<https://us02web.zoom.us/j/86923806305?pwd=UjV6TzZqVUJRd3VmeCtuaU8yaG1KUT09>

*Meeting ID: 869 2380 6305*

*Password: 184528*

*Zoom dial in option:*

*1-669-900-9128*

*Meeting ID: 869 2380 6305*

*Password: 184528*

*Please note, if you wish to attend the meeting in person, social distancing protocols will be in place.*

OC Fair & Event Center offers free use of WiFi during public Board meetings. The WiFi password will be provided at the meeting.

## **Board of Directors**

Sandra Cervantes, Board Chair  
Natalie Rubalcava-Garcia, Vice Chair  
Robert Ruiz, Member  
Barbara Bagneris, Member  
Ashleigh Aitken, Member  
Doug La Belle, Member  
Newton Pham, Member  
Nick Kovacevich, Member

### **Secretary-Treasurer**

Michele Richards,  
Chief Executive Officer, OCFEC

### **32<sup>nd</sup> DAA Counsel**

Josh Caplan  
Office of the California Attorney General

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.

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 32<sup>nd</sup> 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](http://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 OCFEC 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. 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).)

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

### **6. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES**

### **7. MINUTES:**

#### **A. Board meeting held June 11, 2020**

Action Item

#### **B. Board meeting held June 25, 2020**

Action Item

### **8. 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.

**9. 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 (New): SA-137-20YR**
- B. Rental Agreements: R-045-18 (Amend. #3); R-023-20 (Amend. #1); R-103-20; R-005-21**
- C. Active Joint Powers Authority Agreements (New): None.**
- D. Judging Agreements: CA-001-20; GF-001-20; GF-002-20; GF-003-20**
- E. Correspondence:**  
Communications to the Board from members of public related to OCFEC business are identified below and included with the Board materials (available on the OCFEC website). Note that this agenda item includes only those communication(s) that were sent to the entire Board and CEO before the publication of this month's agenda. *The deadline for correspondence to be included on the August agenda is August 14, 2020.*
  - i. None.
- 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. 7/7/2020: D2020-05 - \$40.3 Million General Fund Support
- G. CFSA Correspondence:**  
Communications to the Board from the California Fair Services Authority regarding relevant topics at CFSA.
  - i. 7/06/2020: CFSA Election Notice

## 10. GOVERNANCE PROCESS

### A. Committee / Ad Hoc Committee / Liaison Report

#### 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)
- xiii. Diversity Committee (Director Ruiz, Committee Chair; Director Kovacevich)
- xiv. Entertainment Booking Services RFP Ad Hoc Committee (Director Aitken, Director La Belle)

### B. Consideration of and Vote on Whether or Not to Approve Loan Agreement with the 22nd District Agricultural Association (San Diego County Fairgrounds)

#### Action Item

### C. Update on the 2020 OC Virtual Fair

#### Information Item

## 11. BOARD OF DIRECTORS MATTERS OF INFORMATION

## 12. NEXT BOARD MEETING: AUGUST 27, 2020

## 13. ADJOURNMENT

Respectfully submitted,



Michele A. Richards  
Secretary-Treasurer  
Chief Executive Officer, OCFEC

Date of notice: 5:00 p.m. July 13, 2020