

MINUTES OF OCFEC BOARD OF DIRECTORS MEETING HELD APRIL 22, 2021

The following Minutes are a summary of Board action and proceedings. For a full transcript please click on the link below or visit the ocfair.com website.

https://s3.us-west-1.amazonaws.com/ocfair.com/wp-content/uploads/2021/04/10084612/21_04_April_Transcript.pdf

1. CALL TO ORDER:

Chair Rubalcava-Garcia called the meeting to order at 9:01 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by OCFEC's CEO Michele Richards. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT (via Zoom):

Chair Rubalcava-Garcia, Vice Chair La Belle, Director Cervantes, Director Ruiz, Director Bagneris, Director Aitken, and Director Kovacevich.

Directors Bagneris and Ruiz joined the meeting during Closed Session.

DIRECTORS ABSENT/EXCUSED: Director Pham.

OTHERS PRESENT:

(Via Zoom): Michele Richards, OCFEC CEO; Ken Karns, OCFEC Chief Operating Officer; Joan Hamill, OCFEC Chief Business Development Officer; Jason Jacobsen, OCFEC Director of Planning & Presentation; Terry Moore, OCFEC Director of Communications; Howard Sandler, OCFEC Director of Events; Summer Angus, OCFEC Executive Assistant; Josh Caplan, Office of the Attorney General; Patricia Garrido, transcriptionist; Doug Lofstrom; Reggie Mundekis; Lisa Sabo

5. CLOSED SESSION:

The meeting adjourned to closed session at 9:05 a.m. and reconvened at 9:44 a.m.

Matters to report out of closed session: None.

6. CEO'S OPERATIONAL UPDATE

Michele Richards, OCFEC CEO, reported the following:

- Today is Earth Day
- OCFEC is pursuing (Global Biorisk Advisory Council) GBAC Star Facility certification
- OCFEC is the site of the county's newest vaccination center
- COVID testing site at OCFEC will close April 30th
- San Diego County Fair announced a small fair festival planned for June called Home Grown Fun – theme artwork provided by OCFEC

creative services team

- State funding received of \$1,562,000 from the Governor's budget for fairs
- Draft agreement received between OC Animal Care and OCFEC for use of OCFEC as an emergency animal evacuation center

CEO Richards presented the March 2021 financial statements.

Joan Hamill, OCFEC Chief Business Development Officer, gave an update on current and upcoming events. She announced Imaginology started April 19th and runs through April 25th.

7. MINUTES:

A. Board meeting held March 25, 2021

Action Item

ACTION: Director Ruiz motioned and Director Kovacevich seconded to approve the minutes from the Board meeting held March 25, 2021.

MOTION CARRIED. AYES: Chair Rubalcava-Garcia, Vice Chair La Belle, Director Cervantes, Director Ruiz, Director Bagneris, Director Aitken and Director Kovacevich. **NAYES:** None.

ABSTENTIONS: None

8. MATTERS OF PUBLIC COMMENT

Lisa Sabo announced that kids in the Newport Mesa Pony Club received certifications last week. She shared the Pony Club is preparing for an upcoming national rally in May. She announced that Changing Strides, hosted a camp last weekend with eight kids from at-risk youth areas in the county. She shared a video clip of a camp participant and expressed the organization is trying to have monthly camps. She stated the vaccination site at OCFEC is impressive.

9. CONSENT CALENDAR: (Policy 4.3.4)

A. Standard Agreements (New): SA-012-21YR

- i. **Standard Agreement Amendments (Exercise Option):** SA-042-17YR (AMEND. #2); SA-044-17YR (AMEND. #3); SA-162-18YR (AMEND. #2); SA-164-18YR (AMEND. #1); SA-050-19YR (AMEND. #1); SA-115-19YR (AMEND. #1); SA-236-19YR (AMEND. #1); SA-238-18YR (AMEND. #4); SA-254-19YR (AMEND. #1)

B. Rental Agreements: R-023-21; R-031-21; R-032-21; R-034-21

- i. **Rental Agreement Amendments:** None.

C. Active Joint Powers Authority Agreements (New): None.

D. 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 May agenda is May 9, 2021.*

- i. None.

E. 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. 3/1/2021: D2021-01\$40.3M General Fund Support -Phase II Letter

-End of Consent Calendar-

CEO Richards highlighted agreement R-034-21 (Cross Roads of the West Gun Shows) on the consent calendar for early June.

Chair Rubalcava-Garcia shared she attended the gun show last month and it appeared to be a very safe family friendly environment. She stated everyone was wearing a mask and OCFEC staff and the promoter did their best to enforce mask wearing.

Director Cervantes shared she also attended and echoed Chair's comments.

Director Ruiz shared he also attended with family that is in law enforcement and stated it was well regulated. He shared he enrolled in a gun safety course with one of the gun show vendors.

Chair Rubalcava-Garcia reported some elected officials attended to see how the gun show is operated.

Director Aitken elaborated that State Senators Josh Newman, Dave Min and representatives from Cottie Petrie-Norris' office as well as some community groups also attended. Director Aitken was encouraged by the self-policing of mask wearing. She requested an update from CEO Richards about mask wearing policies on State property as Orange County starts to open up restrictions. She shared there were fruitful discussion between the electives and the guns show promoter. She requested an update as to the status of legislation regarding gun shows and gun regulation legislation that affects OCFEC having those types of events.

Chair Rubalcava-Garcia reported that there were over 100 small businesses operating at the gun show event, not all being gun dealers.

ACTION: Director Cervantes motioned and Director Ruiz seconded to review and approve the Consent Calendar. **MOTION CARRIED.**

AYES: Chair Rubalcava-Garcia, Vice Chair La Belle, Director Cervantes, Director Ruiz, Director Bagneris, Director Aitken and Director Kovacevich. **NAYES:** None. **ABSTENTIONS:** None.

10. GOVERNANCE PROCESS

A. 2021 OC Fair Planning Update

Information Item

CEO Richards provided the Board an update to the plan for the 2021 OC Fair.

Board staff discussion ensued, items discussed:

- Community giveback – the possibility of donating tickets to nonprofits
- Communication to ticket buyers of fair attendance expectation/requirements (ie mask wearing/social distancing)
- Have staff monitor what other venues are doing to be able to open (ie theme parks, stadiums, etc)
- Look into potential “vaccination only” sections of seating for the concert venues
- Potentially inviting some concessionaires to stay and RCS to leave some larger carnival rides for the post fair Pac Amp concert guests
- Fair update as an action item for the May Board meeting
- Explore restrictions for vaccination only sections related to State facilities
- Staff communication with industry counterparts sharing information
 - Staff subcommittee continuing to develop a comprehensive health and safety packet
- Online tickets sales through Ticketmaster there is clear concise language about what the purchaser is agreeing to related to health and safety requirements for attending the fair

B. Brainstorming Discussion Regarding Board of Directors Strategic Planning Session and Vote on Direction to Staff for Assisting in the Process

Action Item

Chair Rubalcava-Garcia introduced the item and opened up for Board discussion. Items discussed:

- Board support of staff facilitating the strategic planning process in-house and not hiring a consultant

- Provide the Board with the previous study done by Kelly and Associates
- Have a community workshop and possibly have a third party facilitator to monitor that process
- Development of a questionnaire that Board members can fill out anonymously and various surveys to collect anonymous data from stakeholders/public
 - The Board to review, input and approval of survey questions before survey goes out
- Board support for a three-year strategic plan versus a five-year plan due to financial uncertainty due to the pandemic
- Board support of holding a separate session outside of a monthly Board meeting for the planning process
 - Pieces of the process can be developed pre-fair and to have the planning session post-fair
- Develop questionnaire for the public for when they buy tickets or have opportunity throughout the fair to capture public input (i.e. possible QR code)
- Goals for strategic plan discussion:
 - Building back reserves
 - Equestrian Center Study
 - Relationships with the Centennial Farm Foundation and Heroes Hall Veterans Foundation
 - Public givebacks
 - Diversifying customer base and revenue streams
 - Master Site Plan implementation and discussion
 - Educational Assets/public programing

Chair Rubalcava-Garcia summarized the discussion of the strategic planning process for the motion. The Board agreed to the following:

- Staff to facilitate the process in-house
- Develop a three-year strategic plan
- Goals will be to focus on master site planning, diversifying revenue streams, review of the relationships with Centennial Farm Foundation and Heroes Hall Veterans Foundation and the equestrian center study process

ACTION: Director Cervantes motioned and Vice Chair La Belle seconded to approve the strategic planning process to have staff to facilitate the process in-house, to develop a three-year strategic plan, goals to include focus on master site planning, diversifying revenue streams, review of the relationships with Centennial Farm Foundation and Heroes Hall Veterans Foundation and the equestrian center study process. **MOTION CARRIED. AYES:** Chair Rubalcava-Garcia, Vice Chair La Belle, Director Cervantes, Director Ruiz, Director Bagneris, Director Aitken and Director Kovacevich. **NAYES:** None. **ABSTENTIONS:** None.

C. 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. Leadership Committee (Chair Rubalcava-Garcia, Committee Chair; Vice Chair La Belle)
- ii. Financial Monitoring and Audit Committee (Director Pham, Committee Chair; Director Bagneris)
- iii. Facilities Committee (Director Aitken, Committee Chair; Director Ruiz)
- iv. Governance Committee (Director Cervantes, Committee Chair; Chair Rubalcava-Garcia)
- v. Community Affairs Committee (Director Kovacevich, Committee Chair; Director Ruiz)
- vi. Centennial Farm Foundation Liaison (Director Cervantes)
- vii. Heroes Hall Veterans Foundation Liaison (Vice Chair La Belle, Director Cervantes)

Director Bagneris, on behalf of the Financial Monitoring and Audit Committee, reported:

- The committee met on with staff and reviewed the March financials
 - OCFEC was allocated State budget funds of \$1.56M
 - The 2020 Audit will be conducted by Lance, Soll & Lunghard, who was awarded the contract through the bidding process

Director Ruiz, on behalf of the Facilities Committee, reported:

- Committee met with staff on the 16th
- Summary facilities report posted on the website
- Removal of diseased trees at the main gate – will also ease traffic
- Karns highlighted:
 - The new storm water management project improvements
 - Potential new entrance systems for the 2021 OC Fair gates
 - The system is not part of the 2021 budget
 - A full report on the new system will be on the May agenda for Board review, consideration and vote
 - Potential rental for one year to test new system

Director Kovacevich, on behalf of the Community Affairs Committee, reported:

- Announced a public meeting on May 17th at 4 pm to gather public input on the potential development of an art piece at OCFEC to represent diversity in the community
- Ruiz encouraged the Board to attend the public meeting

Chair Rubalcava-Garcia, on behalf of the Leadership Committee, reported:

- The committee met on April 16th and discussed the Equestrian Center (EQC) Study

Doug Lofstrom gave an update of the progress of the EQC study. He discussed the following:

- The study document will be a resource document for the Board of Directors and available at the May Board meeting
- First of two surveys have gone out - electronically and with the monthly mailing to EQC users (trainers, boarders, students)
 - Second survey to go out electronically to the public
 - The Board to see survey results
- He emphasized the study document will not have a recommendation – the study will show how things operate

Vice Chair La Belle requested to agendize an action item to discuss the process for the carnival operator and related RFP on a go-forward basis - to be placed on the appropriate agenda. He suggested the Board have a discussion around whether or not to operate the midway operations separately from the carnival.

Karns stated that staff is targeting to release the RFP at the beginning of the fourth quarter (2021).

Chair Rubalcava-Garcia asserted the item should be on the May agenda for discussion, to provide staff direction on the RFP because of the timing of the fair and the RFP release.

CEO Richards suggested the Leadership Committee meet first and discuss parameters, important considerations regarding the RFP and make some recommendation for the full Board discussion.

Reggie Mundekis thanked staff and the Facilities Committee for the storm water management improvements. She spoke in support of the innovative irrigation system that is proposed to be tested on-site. She reported that the carnival RFP at the San Diego County fair has become contentious and may result in litigation and has resulted in bid protests. She cautioned against the company claiming a better deal if the midway was separated from the carnival, alleging that they use volunteers for midway games which is not clear if that is legal under California law.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Director Ruiz thanked staff for their support and the Chair for her leadership.

Director Aitken lifted up Joan for organizing a great tour of the vaccination site when it opened and for her Imaginology presentation. She shared she will be enjoying some of the virtual Imaginology activities with her children.

Director Cervantes thanked staff and the Chair for a great meeting, sharing her feelings that a lot was accomplished.

Director Kovacevich thanked staff and Chair for putting on the meeting. He shared his excitement of being a part of the COVID testing and vaccination efforts.

Vice Chair La Belle echoed his fellow Board members comments. He thanked everyone for their hard work.

Chair Rubalcava-Garcia thanked OCFEC's Terry Moore and Joan Hamill for their leadership regarding the vaccination site opening press conference. She shared that the community was very receptive and grateful.

12. NEXT BOARD MEETING: MAY 27, 2021

13. ADJOURNMENT MOTION TO ADJOURN

The meeting adjourned at 11:46 a.m.



Natalie Rubalcava-Garcia, Chair



Michele Richards, Chief Executive Officer