



Board of Directors Meeting

October 28, 2021

Good morning.

The meeting will begin just after 9:00 a.m. For Public Comment, please use the chat function to communicate to the meeting secretary to indicate which agenda items you would like to speak to.

Please keep your device on mute until called upon to speak.

If using the Zoom dial-in option, use *6 to mute and un-mute your phone.

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 keep your device on mute

The Mission of OCFEC is...

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

(with results justifying resources expended)





5. Minutes

A. Board meeting held September 9, 2021

Action Item

B. Board meeting held September 13, 2021

Action Item

C. Board meeting held September 23, 2021

Action Item



6. 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.



7. 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.



8A. Discussion and Vote on Facilities Committee Recommendation for 12-Month Standard Agreement with Current Equestrian Center Operator

At the June 2021 Board of Directors meeting, Chair Rubalcava-Garcia asked the Facilities Committee to work with staff to assess the current operating agreement for the equestrian center and to recommend options moving forward for a more formal arrangement to replace the current LOU.

After meetings with staff and the current operator, and a thorough review of the current LOU, the committee is recommending entering into a 12-month standard agreement with the current operator to formalize the current LOU. This will allow the Board time to determine future strategic direction for the operation of the equestrian center.

If the recommendation is approved by the Board, the committee and staff will present a draft agreement for consideration and approval by the Board at the November meeting.



8A. Discussion and Vote on Facilities Committee Recommendation for 12-Month Standard Agreement with Current Equestrian Center Operator

RECOMMENDATION:

Facilities Committee recommends entering into a 12-month standard agreement with the current operator to formalize the current LOU. At the Board of Directors' discretion.



8B. Discussion and Vote on Community Affairs Committee Recommendation to Create a Public Art Piece Celebrating Diversity Using Lighting on Plaza Pacifica and Include \$50K in the 2022 Budget for the Project

At the September 2021 Board meeting, Chair Rubalcava-Garcia assigned Director Bagneris and Director Rafiei to the Community Affairs Committee. Building on the groundwork already laid by Directors Kovacevich and Ruiz the committee is ready to move forward with a public art project at the OC Fair & Event Center celebrating diversity, equity and inclusion.

The committee reviewed feedback from the public survey during the 2021 OC Fair, along with the presentation made during an open public meeting conducted by the committee on May 17, 2021 to seek input regarding the type of public art the community is interested in.



8B. Discussion and Vote on Community Affairs Committee Recommendation to Create a Public Art Piece Celebrating Diversity Using Lighting on Plaza Pacifica and Include \$50K in the 2022 Budget for the Project

After review of the feedback and further discussion about options and possibilities, the committee is recommending the use of lighting and the light towers surrounding Plaza Pacifica to create a welcoming and positive message to the community about the diversity of the people the OC Fair & Event Center serves and the organization's commitment to equity and inclusion. The committee is also recommending utilizing the creative team and resources on staff at OCFEC to design and execute the project.

RECOMMENDATION:

At the Board of Directors' discretion



8C. Discussion and Agreement on 2022 Board Meeting Schedule

Board Policy 3.05 states, “Regular meetings of the Board of Directors will be held monthly on the fourth Thursday or at the discretion of the Board Chair, for no less than eight months per year, with the exception of the November meeting which will be held on the third Thursday or at the discretion of the Board Chair. The December regular meeting date will remain at the Board Chair’s discretion. Because the 32nd DAA hosts the annual OC Fair from mid-July to mid-August, there will not be a July Board meeting unless specifically requested and approved by the Board.”

The Board will discuss and vote on the meeting schedule for 2022.



8C. Discussion and Agreement on 2022 Board Meeting Schedule

- Thursday, January 27, 2022
 - Thursday, February 24, 2022
 - Thursday, March 24, 2022
 - Thursday, April 28, 2022
 - Thursday, May 26, 2022
 - Thursday, June 23, 2022
 - Thursday, August 25, 2022
 - Thursday, September 22, 2022
 - Thursday, October 27, 2022
 - Thursday, November 17, 2022 *
 - Thursday, December 15, 2022 *
- * *Meeting falls on the 3rd Thursday*

RECOMMENDATION:

At the Board of Directors' discretion



8D. Vote on Whether or Not to Approve Out-of-State Travel Request for Staff to Attend the 2022 Western Fairs Association Convention in Reno, NV

The State of California requires Board approval for all out-of-state travel by staff. Historically, the Board of Directors approves staff travel expenses as part of the annual budget.

However, the annual Western Fairs Association Convention in 2022 will be held in Reno, Nevada in January, and there is an opportunity for staff to take advantage of early bird discounts and lower air fare if those reservations can be made now. Nevada is not on the list of banned states for state employee travel.

Staff is requesting up to ten staff members to travel to Reno, NV to attend the 2022 Western Fairs Association Convention at an estimated cost of \$15,100.

RECOMMENDATION:



At the Boar of Directors' discretion

8E. Review of and Vote on Inclusion of Strategic Planning Programming Goals for Equestrian Center and Annual OC Fair in Draft 2022-2024 Strategic Plan

On October 12, 2021 the Board of Directors held its second strategic planning workshop to begin focusing on strategic direction for OC FEC programming. Specifically, the Board developed strategic direction for the equestrian center and the annual OC Fair.

Staff captured the Board's feedback regarding these two programming areas and drafted the statements below for the equestrian center and the annual OC Fair. The Leadership Committee has reviewed the draft which will be presented to the Board for further discussion and vote to become part of the draft three-year strategic plan.



8E. Review of and Vote on Inclusion of Strategic Planning Programming Goals for Equestrian Center and Annual OC Fair in Draft 2022-2024 Strategic Plan

Equestrian Center

1. OC Fair & Event Center's equestrian center will serve as a true public asset to ensure greater access to a broader group of constituents throughout Orange County. It will be operated as a "best in breed" equine venue with the highest standard of care for boarded horses and animals in need of shelter during emergencies.
2. OC Fair & Event Center staff will operate the equestrian center, planning and executing programming to the maximum benefit of the public. The programming will be focused on equine education and entertainment for the public.
3. The equestrian center programming will be integrated into other OC Fair & Event Center activities throughout the year including the annual OC Fair and Imaginology.
4. The business model for the equestrian center will balance the requirement to operate as a public benefit venue with the need to be financially sound.



8E. Review of and Vote on Inclusion of Strategic Planning Programming Goals for Equestrian Center and Annual OC Fair in Draft 2022-2024 Strategic Plan

Annual OC Fair

1. The annual OC Fair will establish public/private partnerships designed to benefit and increase accessibility to lower income residents of Orange County so that all are provided a full fair experience.
2. The annual OC Fair will create an opportunity each year for increased local business participation for merchants and concessionaires.
3. Marketing and advertising plans will focus on promoting and highlighting free of charge programming at the annual OC Fair in order to become the #1 destination of choice for family activities each summer. The OC Fair will be “a place where you can break out with your family without breaking the bank.”
4. The OC Fair will be the #1 fair in the State of California and in the Top Five in the U.S. for providing an exceptional guest experience to include educational offerings, exhibits that highlight the community and activities that promote traditions and family connections.

RECOMMENDATION:



At the Board of Directors' discretion

8F. Consideration of and Vote on the Board of Directors Nominating Task Force Recommendation and Election of Board Officers

In September, a two person task force of the Board was appointed to make a recommendation for Officers of the Board for the upcoming year.

The Task Force members will present their recommendation for Board Chair and Vice Chair. The new Board Chair and Vice Chair will assume leadership after the October 28, 2021 Board meeting.

RECOMMENDATION:

Review and approve the Nominating Task Force recommendations for Chair and Vice Chair of the Board of Directors for 2021-2022.



8G. Committee/Ad Hoc Committee/Liaison Reports

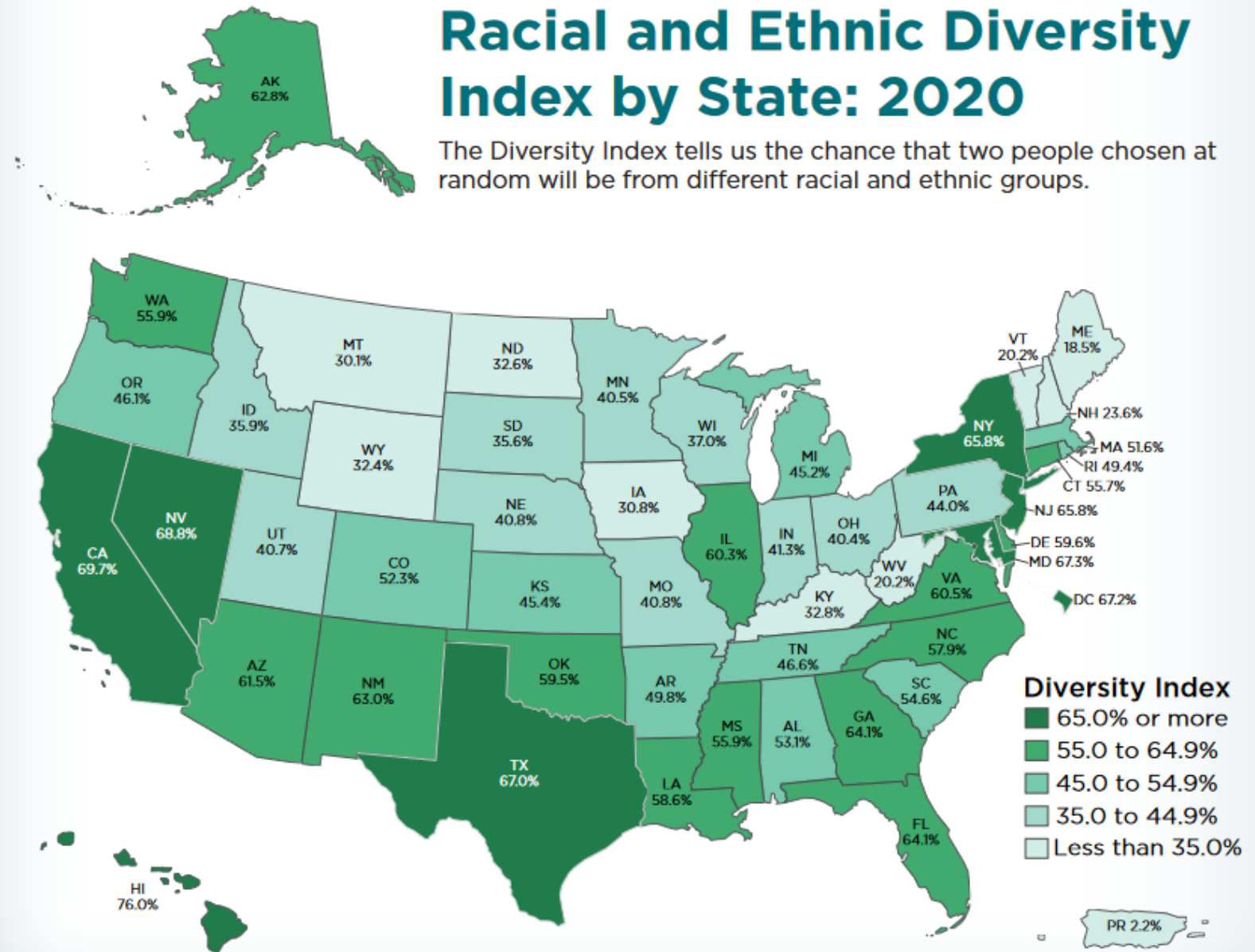
INFORMATION ITEM:

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 Ruiz, Committee Chair; Director Aitken)
- iv. Governance Committee (Director Cervantes, Committee Chair; Chair Rubalcava-Garcia)
- v. Community Affairs Committee (Director Bagneris, Committee Chair; Director Rafiei)
- vi. Centennial Farm Foundation Liaison (Director Cervantes, Director Kovacevich)
- vii. Heroes Hall Veterans Foundation Liaison (Vice Chair La Belle, Director Cervantes)



October is Global Diversity Awareness Month



9. 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).)
 - iii. To confer with counsel, discuss, and consider the following pending litigation to which the 32nd DAA is a party. 32nd District Agricultural Association v. Ovations Fanfare, L.P., et al., Orange County Superior Court, Case No. 30-2020-01161661-CU-CO-CJC
 - iv. To confer with counsel, discuss, and consider the following pending litigation to which the 32nd DAA is a party. Adam Carleton v. 32nd District Agricultural Association, et al., Orange County Superior Court, Case No. 30-2020-01174951-CU-OE-CJC
- 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).]



10. CEO's Operational Announcements & Updates



Amphitheatre Venues: Pac Amp #3 for tickets sold worldwide for shows played between 11/19/20 and 8/18/21.

Theater Venues: Hangar #4 for tickets sold worldwide for shows played during the same period.

**New Heroes Hall Exhibit
Opened October 17.**

**Juried art show featuring
artwork from 23 U.S.
military veterans from
Southern California.**



Discovery Days are back!



10. CEO's Operational Announcements & Updates



**OC Fair Table Setting
Competition Subject of Newport
Beach Film Festival Documentary**



**Kimberly Millet:
District 74 Veteran of the Year**



For the Nine Months Ended September 30, 2021

	Actual	Budget	Variance Favorable (Unfavorable)
YTD Revenue	\$46,456,848	\$22,809,453	\$23,647,395
YTD Expenses	<u>\$28,828,206</u>	<u>\$29,737,977</u>	<u>\$ 909,771</u>
YTD Net Proceeds (Deficit)	<u>\$17,628,642</u>	<u>\$(6,928,524)</u>	<u>\$24,577,166</u>

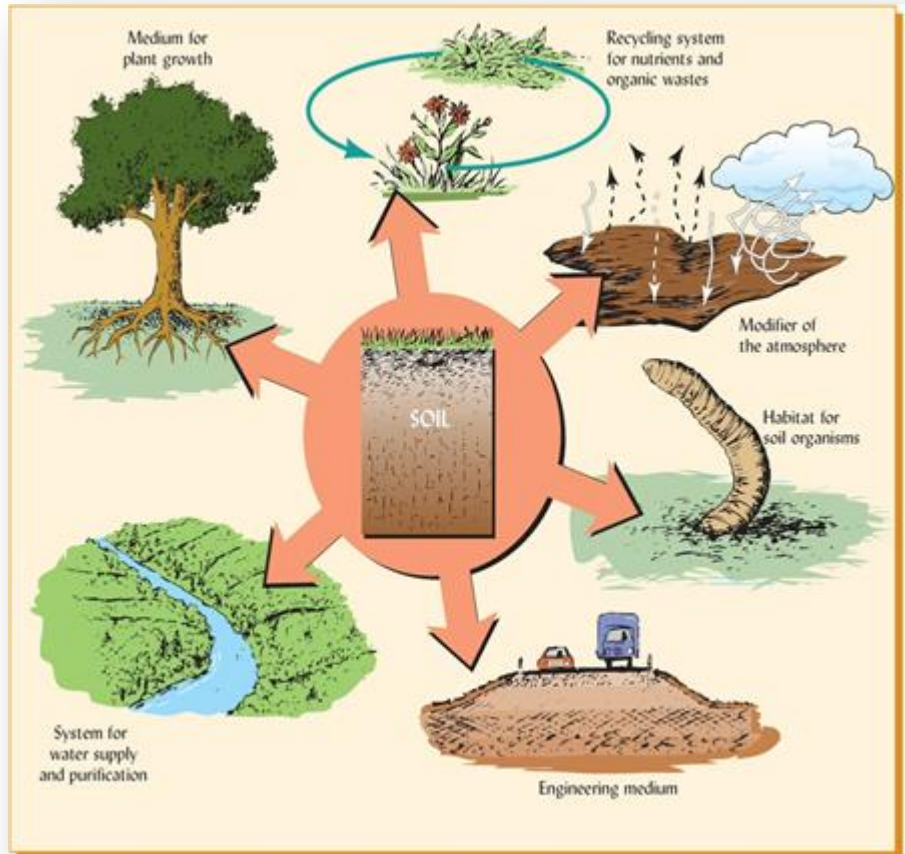


Cash and Cash Equivalents

	<u>September 30, 2021</u>	<u>September 30, 2020</u>
Cash on Hand	\$ 3,867,073	\$ 1,402,471
Investments	<u>\$58,935,089</u>	<u>\$43,699,293</u>
Total Cash and Cash Equivalents	<u>\$62,802,162</u>	<u>\$45,101,764</u>
Year over Year Increase	<u>\$17,700,398</u>	
Year over Year % Increase	39.2%	



10. CEO's Operational Announcements & Updates



EVENTS UPDATE



Oct. 8-31



Oct. 29 & 30



Oct. 30



Nov. 5-7



Nov. 11



Nov. 11-13



Nov. 12-13



Nov. 13-14



EVENTS UPDATE



Thursdays, 9 a.m.-1 p.m.



10 a.m.-4p.m. Wed.-Sun.



THROUGH THEIR EYES

ARTWORK BY ACTIVE MILITARY AND VETERANS
HEROES HALL AT THE OC FAIRGROUNDS

October 13 – January, 20 2022



9 a.m.-3 p.m. daily

Discovery Days

Oct. 28

Nov. 2, 16 & 18

Dec. 9 & 17

Holiday Culinary Workshops

Nov. 20 (Charcuterie)

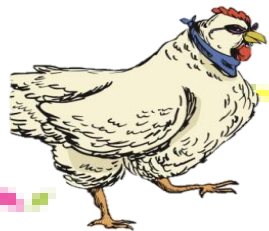
Dec.4 (Truffle Making)



HAPPY BIRTHDAY!

DIRECTORS

LA BELLE & AITKEN



11. Board of Directors Matters of Information

November 9, 2021

Financial Monitoring and Audit Committee Meeting
2022 Budget Study Session

November 18, 2021

Board of Directors Meeting

