



Board of Directors Meeting

December 16, 2021

Good morning.

The meeting will begin just after 9:30 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 November 18, 2021

Action Item



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 all other Agenda items at the time each item is listed on the Agenda. 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

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. Request by Centennial Farm Foundation for Amendment to MOU to Decrease the Annual Donation and Vote on Whether or Not to Approve

Marc Van Eden, Centennial Farm Foundation Board President will make a request to the OCFEC Board of Directors.

RECOMMENDATION:

At the Board of Directors' discretion



8B. Presentation of 2020 Audit and Vote on Whether or Not to Approve and File with CA Department of Food & Agriculture

The Financial Monitoring and Audit Committee has reviewed the 2020 audit report with representatives of Lance Soll & Lunghard.

The audit report indicates that the financial statements present fairly in all material respects and that there are no deficiencies in internal controls. The committee presents the draft document for the Board's approval and filing with the California Department of Food & Agriculture.

RECOMMENDATION:

At the Board of Directors' discretion.



8C. Presentation of CEO's 2022 Budget Summary Letter

INFORMATION ITEM:

The Board of Directors approved the budget and capital/major projects list for 2022 at the November, 2021 Board meeting. Staff will present the CEO's 2022 Budget Summary Letter to complete the budget presentation process.



8D. Presentation of Heroes Hall Veterans Foundation Financial Pledge to Veterans Serenity Walk Project and Vote on Whether or Not to Move the Project to 2022 Capital List

The Heroes Hall Veterans Museum was opened in February of 2017. The Museum includes the Medal of Honor Courtyard and the Heroes Hall Walk of Honor on which recipients of various medals are recognized, for example Medal of Honor, Distinguished Flying Cross, and others.

The A4-M Skyhawk was dedicated on Veterans Day, November 11, 2019. The last Walk of Honor recipient was recognized on that day as well, Marine Captain Tom Clark Jr. who received the Distinguished Flying Cross. The Walk of Honor is currently at near capacity for honoring those who meet the criteria for inclusion on the Walk of Honor.

The Heroes Hall Veterans Foundation has provided the funding for the new plaques for each of the Walk of Honor recipients. The Foundation has received a number of requests for inclusion on the Walk of Honor.



8D. Presentation of Heroes Hall Veterans Foundation Financial Pledge to Veterans Serenity Walk Project and Vote on Whether or Not to Move the Project to 2022 Capital List

The Serenity Walk Project is included in the District's Capital Budget in the amount of \$300,000 in year 2024. The project will provide the opportunity to honor other medal recipients as envisioned in the concept developed by staff. The project will also provide rest areas adjacent to the berm for reflection by family and friends of the sacrifices made by those we honor.

RECOMMENDATION:

Per the Chair, schedule the Serenity Walk project for 2022, subject to the Heroes Hall Veterans Foundation cash contribution of \$100,000.



8E. Vote on Whether or Not to Use of a Legislative Lobbyist

Prior to 2021, the 32nd DAA retained a lobbyist firm – Gonsalves & Sons – to represent the District on legislative issues and keep the staff and the Board apprised of pending legislation that could affect the District and/or the fair industry. The monthly fee for this service was \$5,000.

Use of the lobbyist firm ended in December 2020 due to the need to cut costs going into the 2021 budget, and the decreased need for representation.

RECOMMENDATION:

At the Board of Directors' discretion



8F. Presentation of 2022 OC Fair Theme

INFORMATION ITEM:

Staff will present the 2022 OC Fair theme.







**Feel the
Sunshine**

JULY 15 - AUGUST 14

2022



















































**Feel the
Sunshine**

JULY 15 - AUGUST 14

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 La Belle, Committee Chair; Vice Chair Pham)
- ii. Financial Monitoring and Audit Committee** (Director Kovacevich, Committee Chair; Director Bagneris)
- iii. Facilities Committee** (Director Ruiz, Committee Chair; Director Aitken)
- iv. Governance Committee** (Director Cervantes, Committee Chair; Director Rubalcava-Garcia)
- v. Community Affairs Committee** (Director Bagneris, Committee Chair; Director Rafiei)
- vi. Entertainment and Business Development Committee** (Director Rubalcava-Garcia, Committee Chair; Director Cervantes)
- vii. Governmental Relations Committee** (Director Aitken, Committee Chair; Vice Chair Pham)
- viii. Centennial Farm Foundation Liaison** (Director Kovacevich, Director Rafiei)
- ix. Heroes Hall Veterans Foundation Liaison** (Director Cervantes, Vice Chair La Belle)





International Day of **Persons with Disabilities**

3 DECEMBER

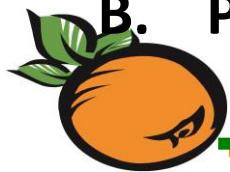
- Proclaimed in 1992 by the United Nations General Assembly
- Aims to promote the rights and well-being of persons with disabilities and increase awareness in every aspect of political, social, economic and cultural life.
- U.S. Census for Orange County – 8.5% identify with a disability
- Estimated 85,000 guests at 2021 OC Fair were people with disabilities
- All are welcomed:
 - Fully accessible web site
 - Equal Access Info: <https://ocfair.com/public-information/equal-access-information/>
 - Carnival Access Guide
 - ADA Compliance
 - Friends of the Fair Day



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

iafe[®]
THE
NETWORK!



Small Business Saturday



For the Eleven Months Ended November 30, 2021

	Actual	Budget	Variance Favorable (Unfavorable)
YTD Revenue	\$49,809,201	\$23,146,537	\$26,662,664
YTD Expenses	<u>\$33,158,941</u>	<u>\$33,095,253</u>	<u>\$ (63,688)</u>
YTD Net Proceeds (Deficit)	<u>\$16,650,260</u>	<u>\$(9,948,716)</u>	<u>\$26,598,977</u>



Cash and Cash Equivalents

	<u>November 30, 2021</u>	<u>November 30, 2020</u>
Cash on Hand	\$ 1,216,861	\$ 2,045,076
Investments	<u>\$58,961,531</u>	<u>\$40,794,297</u>
Total Cash and Cash Equivalents	<u>\$60,178,392</u>	<u>\$42,839,373</u>
Year over Year Increase	<u>\$17,339,019</u>	
Year over Year % Increase	40.5%	



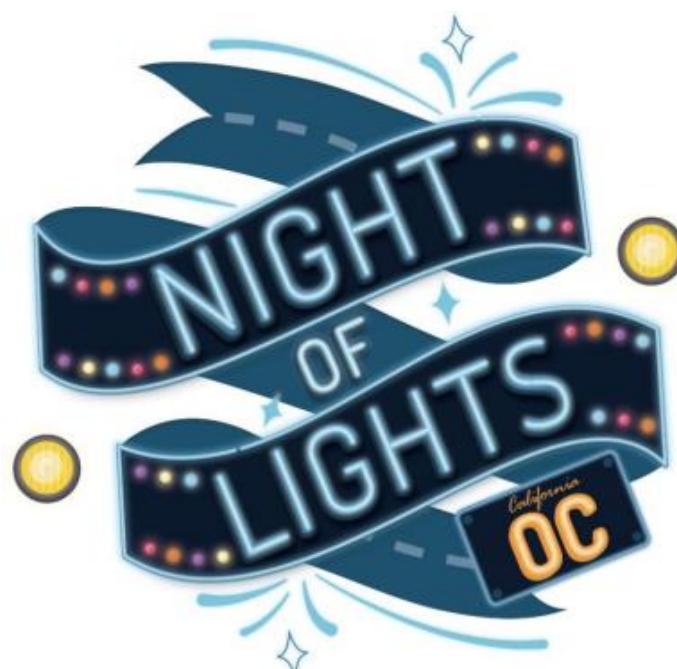
EVENTS UPDATE

SHARE OUR SELVES



ADOPT A FAMILY

Dec. 16



Thru - Jan. 2



THE ORIGINAL

O.C. SWAP MEET



Dec. 18

Seasonal Adventures Inc.

Christmas
Tree Lot

Thru – Dec. 19

COVID
TESTING

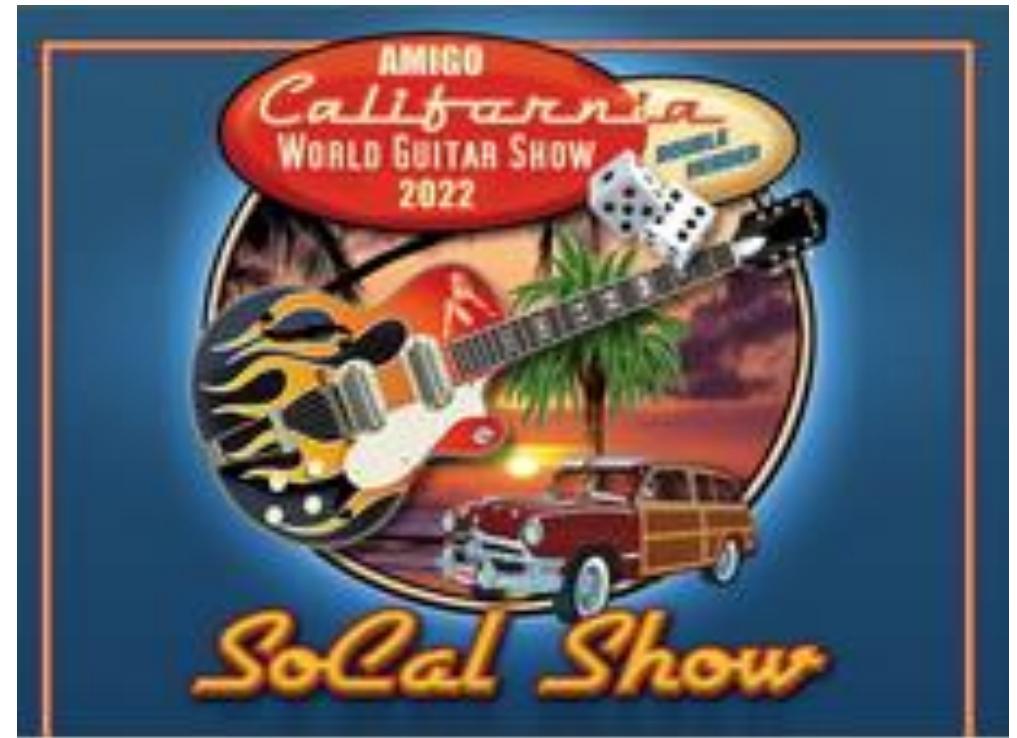


Thru Jan. 31

EVENTS UPDATE



January 9th



January 22 - 23



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





MUSEUM AND EDUCATION CENTER

Wed – Sun 10 am - 4pm

Santa Ana Army Base (SAAAB)
Exhibit



THROUGH THEIR EYES

ARTWORK BY ACTIVE MILITARY AND VETERANS

HEROES HALL AT THE OC FAIRGROUNDS

Through January 20, 2022



EVENTS UPDATE

Holiday Workshops At Centennial Farm

Dec 18th

*Make It,
Take It
Gifts from
the Kitchen*



**CENTENNIAL
FARM**
OPEN YEAR-ROUND

Jan 2022 Weekdays 1pm – 4pm
Sat & Sun 10am – 4pm

Discovery Days
December 17th
January 13th



HAPPY BIRTHDAY!

DIRECTOR

KOVACEVICH



11. Board of Directors Matters of Information

Next Board Meeting

January 27, 2022

Happy Holidays