



## **Board of Directors Meeting**

**May 26, 2022**

*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...

**Creating equitable community access to  
agriculture, entertainment, cultural and  
educational experiences**





## 5. Minutes

### **A. Board meeting held April 28, 2022**

#### 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. Presentation of Proposed Serenity Walk Concepts and Vote on Direction for Next Steps

In response to ongoing drainage issues on the east side of the Pacific Amphitheatre berm in the area between the restroom and the Skyhawk, the landscaping team developed a proposal for a potential solution which would involve creating a veterans serenity walk featuring a pathway, trees and other landscaping. The project was listed on the 2024 capital projects list. Near the end of 2021, the idea was presented to the Heroes Hall Veterans Foundation with a request to consider funding the project.

At the December 16, 2021 meeting, the Board of Directors considered a request to move the proposed Heroes Hall serenity walk project from the 2024 capital projects list to 2022, along with an offer from the Heroes Hall Veterans Foundation to contribute \$100,000 to the project. After discussion, the Board voted to move the project to the Facilities Committee to explore the proposed idea in more detail and provide the Board with more information.

Without incurring additional costs, staff engaged California Construction Authority (CCA) who developed an estimate of \$30,920 for CCA to provide project administrative services to work with a landscape architect to develop a scope of work and three conceptual designs for the serenity walk. In an effort to move the project forward sooner, the Heroes Hall Veterans Foundation agreed to assume the cost of the initial LOU in the amount of \$30,920, and the Board approved.



## 8A. Presentation of Proposed Serenity Walk Concepts and Vote on Direction for Next Steps

Staff has worked with CCA and the landscape architect to develop three design options (one at \$300,000, a second at \$400,000 and the third at \$500,000) at 30% completion as requested by the Board. The concept drawings for the three options are attached and all include the following base elements:

- Solutions for the ongoing drainage issues
- Pacific Amphitheatre berm fence repair/replacement
- An area to honor service dogs
- Special plantings to honor Purple Heart recipients

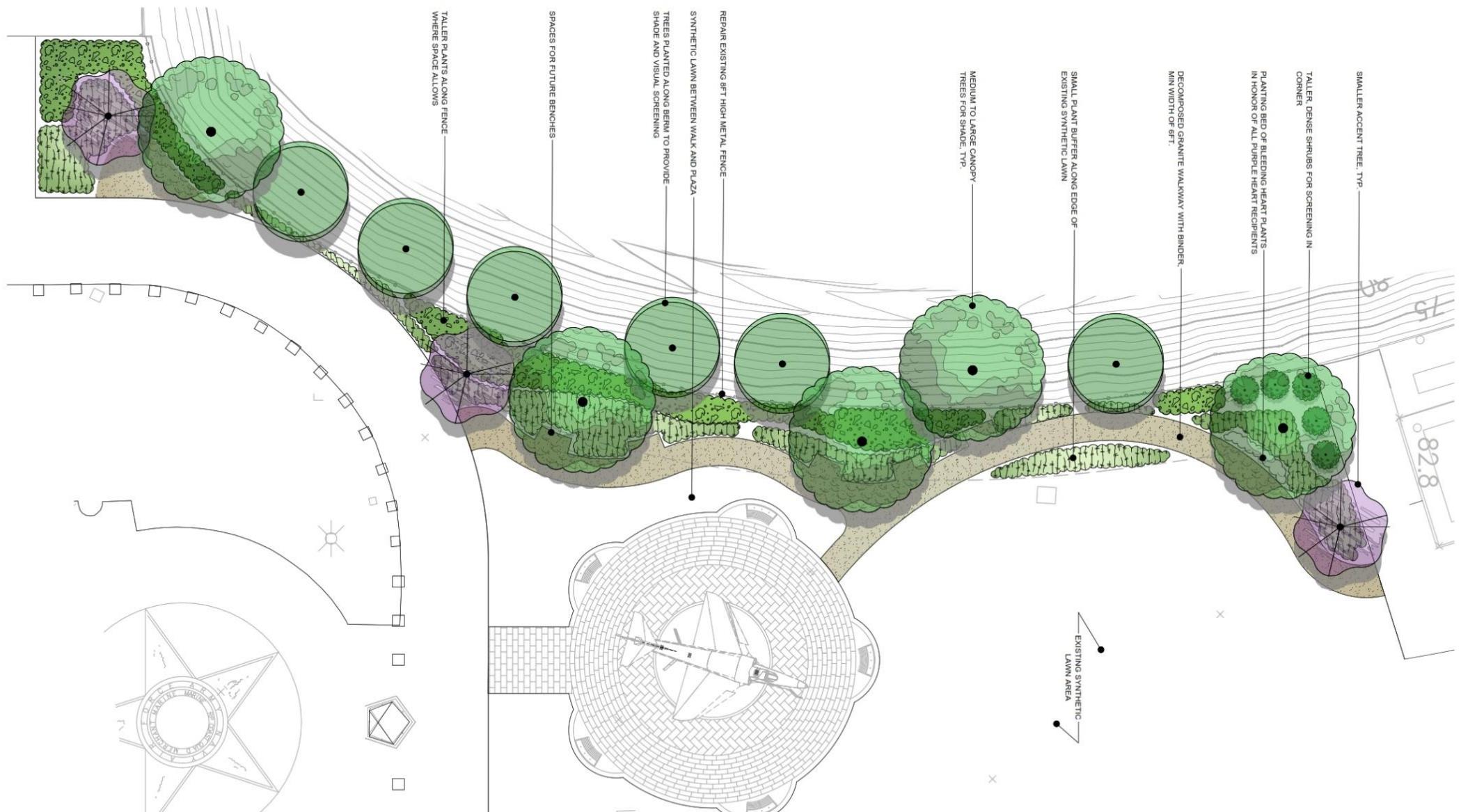
### Option #1 – Minimal (\$300,000)

In addition to the base elements, this option includes:

- A decomposed granite (DG) pathway
- Minimal trees, shrubs and other landscaping
- No additional Walk of Honor monuments



O p t i o n 1



CONCEPTUAL LANDSCAPE PLAN  
- Option 1 -  
SERENITY WALK AT HEROES HALL  
ORANGE COUNTY FAIR AND EVENTS CENTER

JASON GORSKI  
LANDSCAPE ARCHITECT  
(cell #891)  
914.799.9349  
jason@gorskipg.com  
PROJECT NO: 18622

## 8A. Presentation of Proposed Serenity Walk Concepts and Vote on Direction for Next Steps

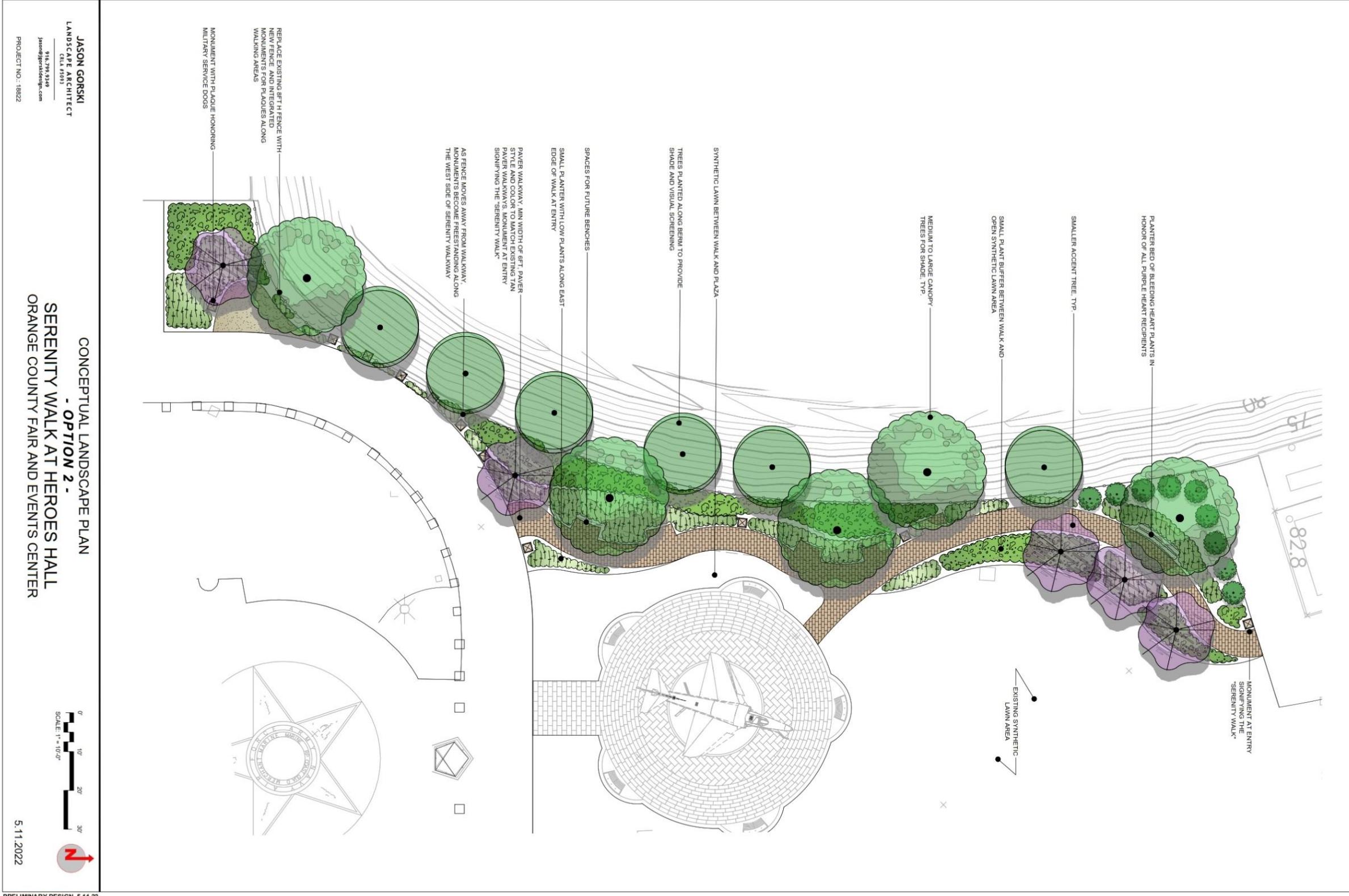
### **Option #2 – Middle (\$400,000)**

In addition to the base elements, this option includes:

- A pathway of pavers
- Entry monument
- 7 additional Walk of Honor monuments and 6 additional pillars
- Increased landscaping



# O p t i o n 2



## 8A. Presentation of Proposed Serenity Walk Concepts and Vote on Direction for Next Steps

### Option #3 – High End (\$500,000)

In addition to the base elements, this option includes:

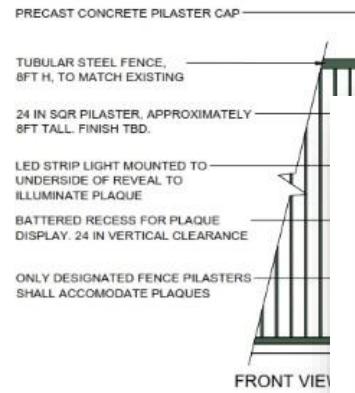
- Lighting
- Wall to conceal back-of-house elements near restroom
- Water feature wall
- Seating area
- 9 additional Walk of Honor monuments and 11 additional pillars
- Benches along the pathway





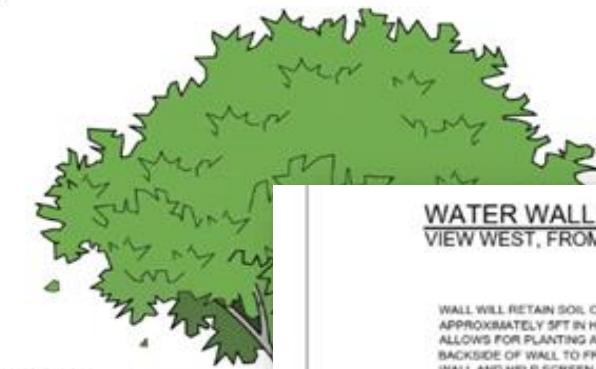
MONUMENTS FOR PLAQUE DISPLAY

ELEVATIONS



SECTION ACROSS PATH FROM BERM TO SKY HAWK PLAZA  
VIEW NORTH

SECTION



WATER WALL AND PLAZA  
VIEW WEST, FROM LAWN

ELEVATION



## 8A. Presentation of Proposed Serenity Walk Concepts and Vote on Direction for Next Steps

The next steps would include entering into LOU #2 with CCA to finalize the plans and specifications, develop a bid package, put the project out to bid, then award the project and begin construction. If approved, the construction could begin as early as mid-October.

### **RECOMMENDATION:**

It is staff's recommendation that the Board approve Option #2 with the ability to add some additional elements from Option #3 as bid alternatives (i.e., lighting and a water feature), and that the Board provide direction to staff on the timing and next steps.



## **8B. Consideration of and Vote on Whether or Not to Approve Adding Two New Civil Service Positions for Full-Time Equestrian Center Supervisor and Part-Time Accountant I Specialist**

The addition of civil service headcount requires approval from the Board of Directors. Generally, requests for additional headcount are included in each year's budget process and approved by the Board when the budget is approved.

The following two additional civil service positions are being requested which were not included in the 2022 budget:

- Deputy Manager I (Equestrian Center Manager): Staff would like to begin recruiting and hire for this position prior to the January 1, 2023 date when the District assumes operation of the Equestrian Center. This will allow time for a proper transition period. The fiscal impact of this position to the 2022 budget would be approximately \$52,000 including wages and full benefits for the time period of September-December, 2022 and approximately \$157,000 per year thereafter.
- Accountant Specialist I: As we address staffing shortages in the Accounting Department, we would like to add a part-time civil service opening to support the department on a year-round basis. The fiscal impact of this position to the 2022 budget would be approximately \$24,750 for the remainder of 2022 and approximately \$49,500 per year thereafter.



# **8B. Consideration of and Vote on Whether or Not to Approve Adding Two New Civil Service Positions for Full-Time Equestrian Center Supervisor and Part-Time Accountant I Specialist**

## **RECOMMENDATION:**

Approve staff's recommendation to add two new civil service headcounts: one full-time position for an Equestrian Center Manager and one part-time position for an Accountant Specialist I.



## 8C. Ratification of Amended Language for Board Governance Policy 6.05 (Reporting Wrongdoing)

At the April 2022 meeting, the Board of Directors voted to approve the Governance Committee and staff's recommendation to eliminate the Ethics Hotline in Board Governance Policy 6.05 (Reporting Wrongdoing). This recommendation was based on two factors: 1) that the hotline was seen as a duplication of the State's Whistleblower Hotline and reporting process, and 2) that oversight of the Ethics Hotline by the Board of Directors could be a potential conflict of interest.

Following the April Board meeting, staff reviewed the policy language and amended the language to reflect the Board's decision. A redline version of Policy 6.05 is attached.

### **RECOMMENDATION:**

Approve staff's recommended policy language amendments.



## **8D. Review of Recommended Amendment to Board Governance Policy 6.06 (Second Signature) and Vote on Whether or Not to Approve Adding Chief Business Development Officer and Chief Administrative Officer as Authorized Second Signers**

In its regular review of Board Governance Policies, the Governance Committee and staff noted that additional second signers should be added to Board Governance Policy 6.06 (Second Signature Policy).

Currently, Policy 6.06 includes the CEO as the first signer on checks over \$15,000, and the Vice President of Operations as the second signature. The staff and Governance Committee would like to update the second signer title to Chief Operating Officer and add the Chief Business Development Officer and Chief Administrative Officer as second signers.

### **RECOMMENDATION:**

Approve the Governance Committee's and staff's recommendation to add the Chief Business Development Officer and Chief Administrative Officer as second signers on checks over \$15,000 and update the title of Vice President of Operations to Chief Operating Officer.



## **8E. Annual Consideration and Vote on the Number of Discounted Fair Admission Tickets and Parking Passes to Allocate to Centennial Farm Foundation and Heroes Hall Veterans Foundation Board Members**

According to the MOUs between the 32nd District Agricultural Association and its two Foundations (Centennial Farm Foundation and Heroes Hall Veterans Foundation), the “District, at its sole discretion, may provide to each active Foundation Board member one (1) complimentary pass to District’s annual county fair, which pass may include an F Lot parking hang tag. The type and quantity of additional complimentary passes will be assessed by the District on an annual basis.”

In 2021, the Board of Directors voted to provide one F-Lot parking pass and one complimentary pass to each day of the annual OC Fair to each Foundation Board member, along with the ability to purchase up to ten (10) general admission fair passes at a cost of \$2 each. This was done to be consistent with the price and number of admission passes provided to part-time fair staff.

### **RECOMMENDATION:**

The staff’s recommendation is to approve one complimentary F-Lot parking pass and one complimentary pass to each day of the annual OC Fair to each Foundation Board member, along with the ability to purchase up to ten (10) general admission fair passes at a cost of \$2 each.



# 8F. 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)
- 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 Ruiz)
- ix. Heroes Hall Veterans Foundation Liaison** (Director Cervantes, Vice Chair La Belle)



**There are 7,038 Asian agriculture producers in California. Asian producers are responsible for \$7.5 billion in agriculture sales nationwide.**

*Source: 2017 Census of Agriculture*



[nass.usda.gov/AgCensus](http://nass.usda.gov/AgCensus)

## 9. Closed Session

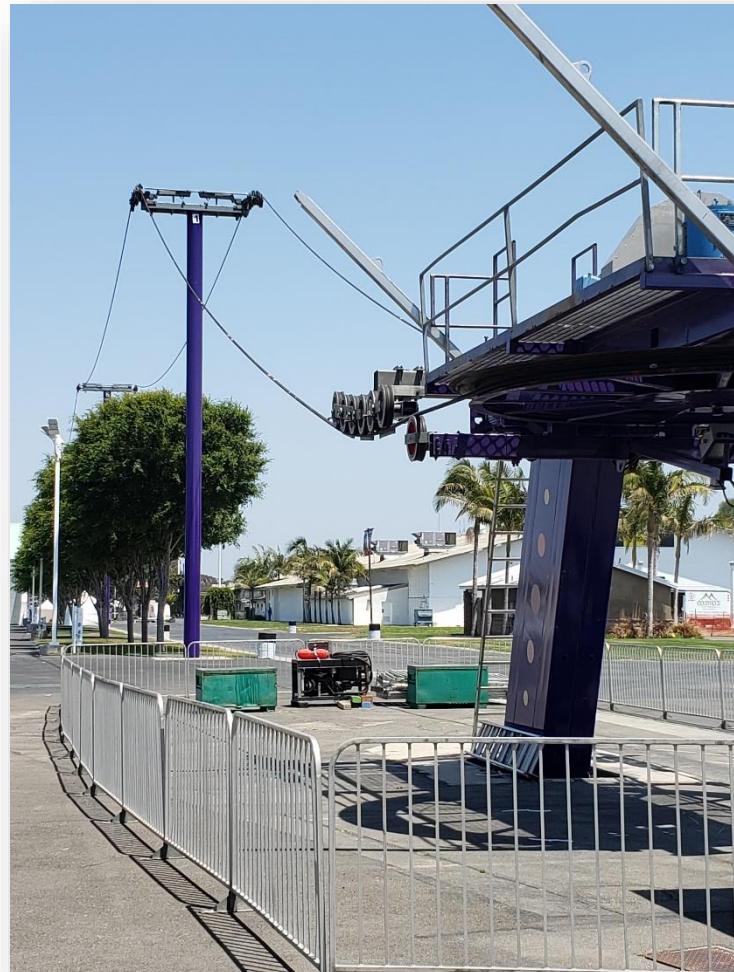
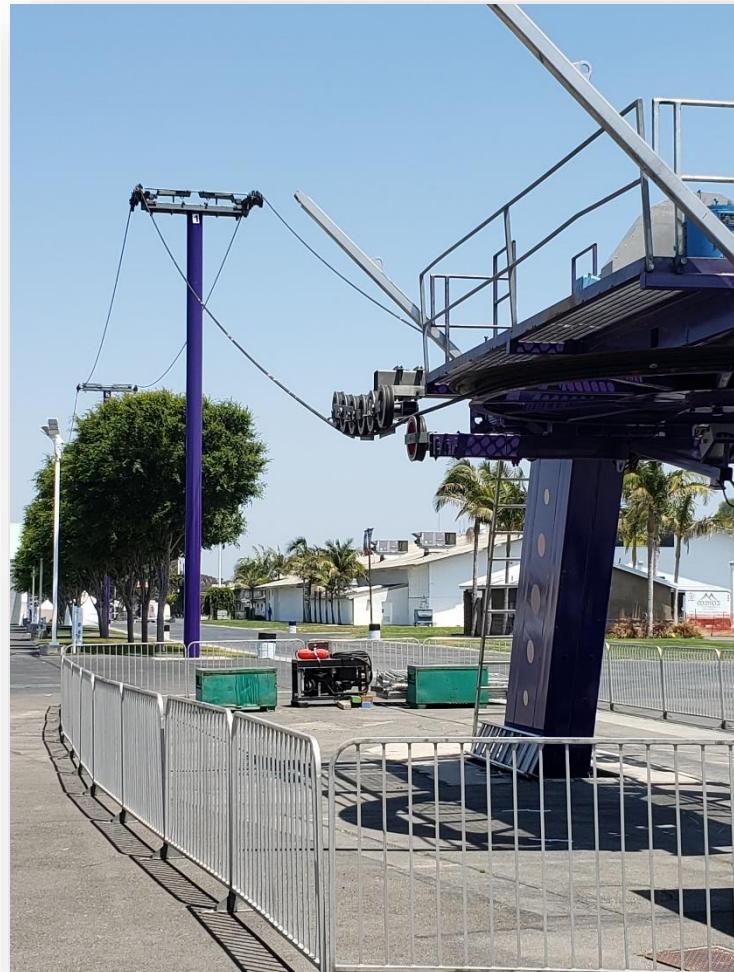
- A. Pending Litigation** – The Board will meet in closed session to consult with legal counsel regarding the following pending litigation. [Gov. Code section 11126(e).]
  - i. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural 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. 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



# 10. CEO's Operational Announcements & Updates



# 10. CEO's Operational Announcements & Updates



## Hiring Event

**Saturday, June 4 • 10 a.m. - 2 p.m.**

OC Fair & Event Center in Costa Mesa  
Enter through Gate 4 off Arlington Dr.

**RSVP TODAY!**



RSVPs will be entered for a chance to win prizes.  
Must be present at event to claim prize.

**1,500+ openings**  
**Walk-up interviews**

Hiring for ages 16 and up.  
Resume recommended but not required.  
Bring family and friends who are  
looking for a fun summer job!

Apply ahead at [ocfair.com/jobs](http://ocfair.com/jobs).

Participating employers:







# For the Month Ended April 30, 2022

	Actual	Budget	Variance Favorable (Unfavorable)
YTD Revenue	\$ 2,016,582	\$ 1,349,400	\$ 667,182
YTD Expenses	<u>\$ 7,861,185</u>	<u>\$ 9,773,596</u>	<u>\$ 1,912,410</u>
YTD Net Proceeds (Deficit)	<u>\$ (5,844,603)</u>	<u>\$ (8,424,196)</u>	<u>\$2,579,592</u>



# Cash and Cash Equivalents

	<u>April 30, 2022</u>	<u>April 30, 2021</u>
Cash on Hand	\$ 2,279,206	\$ 891,392
Investments	<u>\$ 59,040,730</u>	<u>\$38,903,899</u>
Total Cash and Cash Equivalents	<u>\$61,319,936</u>	<u>\$39,795,291</u>
Year over Year Increase	<u>\$21,777,366</u>	
Year over Year % Increase	54.1%	



# EVENTS UPDATE



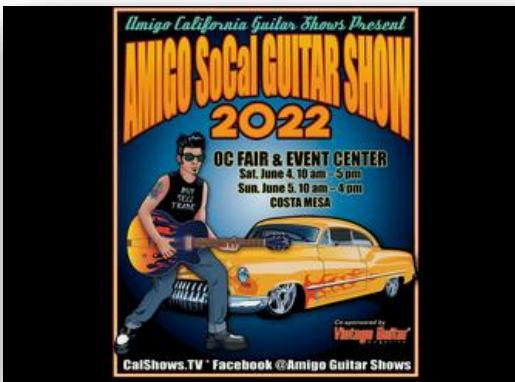
May 28 - 29



June 2



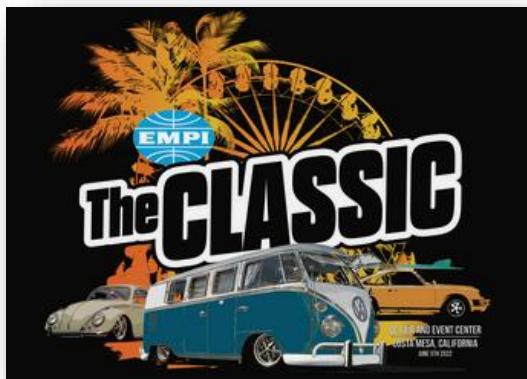
June 4



June 4 - 5



June 4 & 11



June 5



June 11



June 12



June 17 - 19



June 18 - 19



Mon - Fri

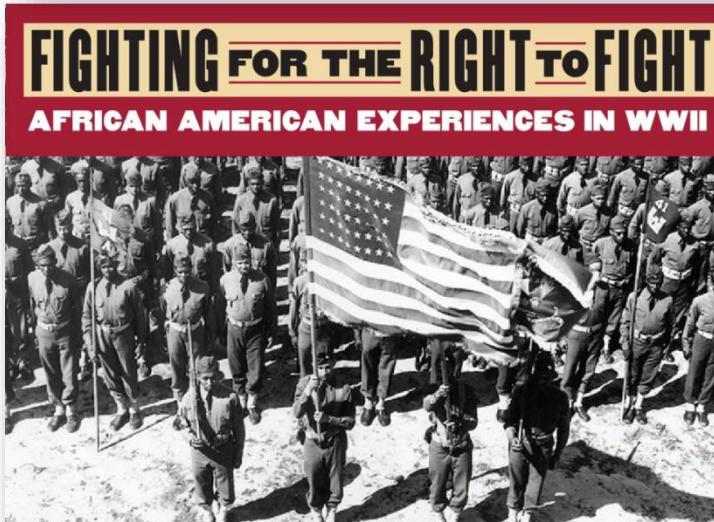


Thursdays

# EVENTS UPDATE



Last day of School Tours  
June 2nd



Speaker Series



Our Service,  
Our Stories

June 18, 1pm  
Documentary

*Our Service, Our Stories:*  
*The LGBT Military Experience*  
Panel discussion  
moderated by Stephanie Wade

# 11. Board of Directors Matters of Information

## Next Board Meeting

June 23, 2022

