



In the Matter Of:

OC FAIR AND EVENT CENTER

OCFEC BOARD OF DIRECTORS MEETING

January 26, 2023

Case No:

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IN THE MATTER OF:

32ND DISTRICT AGRICULTURAL ASSOCIATION

ORANGE COUNTY FAIR AND EVENT CENTER

BOARD OF DIRECTORS MEETING

JANUARY 26, 2023

9:30 a.m.

Meeting of the OCFEC Board of Directors, stenographically
reported by Charissa De La Torre, a stenographer, commencing
at 9:30 a.m. and ending at 12:19 p.m., Thursday,
JANUARY 26, 2023, at 88 Fair Drive, Costa Mesa, California
and Zoom.

1 APPEARANCES OF BOARD MEMBERS:

2 Newton Pham, Chair
3 Nick Kovacevich, Vice Chair
4 Doug La Belle, Chair
5 Natalie Rubalcava-Garcia, Member
6 Sandra Cervantes, Member
7 Ashleigh Aitken, Member
8 Robert Ruiz, Member

9 ALSO PRESENT:

10 Michelle Richards, Chief Executive Officer
11 Ken Karns, Chief Operating Officer
12 Joan Hamill, Chief Business Development Officer
13 Josh Caplan, Deputy Attorney General
14 Summer Angus, Meeting Secretary
15 Melissa Young, Chief Administrative
16 Evy Young, Agriculture Education Supervisor

17 PUBLIC SPEAKERS:

18 Reggie Mundekis
19 David "DL" Sesena
20 Jeanine Robbins
21 Mike Robbins
22 Gibran Stout
23 Nick Baradino

1 32ND DISTRICT AGRICULTURAL ASSOCIATION

2 ORANGE COUNTY FAIR AND EVENT CENTER

3 BOARD OF DIRECTORS MEETING

4 THURSDAY, JANUARY 26, 2023

5 9:30 A.M

6
7 CHAIR PHAM: Before I call this meeting to order I
8 would like to turn it over to Michelle real quick.

9 MS. RICHARDS: Yes. I would like to introduce to
10 Chief Administrative Office Melissa Young. She is here at
11 the end of the table. Melissa is our Chief Administrative
12 Officer. She will over see finance accounting, business
13 services, technology, human resources, and admissions. Most
14 recently Deputy City Manager for the City of Laguna Hills.
15 We are very lucky to have her. So welcome, Melissa.

16 And secondly, Evy Young, our Director of
17 Agricultural Programs is going to introduce a very special
18 guest.

19 So Evy, I will let you take it from here.

20 MS. YOUNG: Good morning, everyone. I'm happy to
21 have one of our partners here with us, California Dairy
22 Counsel. We have partnered with them to provide some fun,
23 interactive nutrition as it relates to dairy and as it
24 relates to our educational program. Maria has joined us this
25 morning to present us with a check.

1 I have it right here. I'll give it to Evy. As you
2 said my name is Maria. Dietitian and community advisor, and
3 we are super excited to introduce the Let's Eat Healthy
4 community grant from Centennial Farm which consists of \$5,000
5 as Evy said. With the money. Literacy education and dairy
6 resources and we are just super excited to further
7 collaborate to congratulations. We would like to take a
8 picture with a few board members, if possible.

9 MS. RICHARDS: Thank you so much. As we will put
10 that towards nutrition education programs Centennial Farm.
11 Thank you so much.

12 CHAIR PHAM: All matters noticed on this agenda, in
13 any category, may be considered for action as listed. Any
14 item not so noticed may not be considered. Items listed on
15 this agenda may be considered in any order, at the discretion
16 of the chairperson. Michelle with that, I'll ask Ashleigh to
17 please lead us in the Pledge of allegiance.

18 (Pledge of allegiance)

19 CHAIR PHAM: All right. Summer, can you please take
20 roll call?

21 MS. ANGUS: Chair Pham?

22 CHAIR PHAM: Here.

23 MS. ANGUS: Director Kovacevich?

24 VICE CHAIR KOVACEVICH: Here.

25 MS. ANGUS: Director La Belle?

1 MR. LA BELLE: Present.

2 MS. ANGUS: Director Rubalcava-Garcia?

3 (No answer)

4 MS. ANGUS: One more time, Director
5 Rubalcava-Garcia. We are having a slight audio problem in
6 the room here. Jason?

7 MS. RICHARDS: Jason can hear it on his feed. Can
8 we take that as a present? Okay.

9 MS. ANGUS: Director Cervantes? I see her screen
10 lit up.

11 Director Ruiz?

12 (No answer.)

13 MS. ANGUS: Director Bagneris?

14 MS. BAGNERIS: Here.

15 MS. ANGUS: And Director Aitken?

16 MS. AITKEN: Here.

17 CHAIR PHAM: All right. Is there a motion to
18 approve the December Board Meeting Minutes?

19 MR. LA BELLE: So move.

20 VICE CHAIR KOVACEVICH: I'll second.

21 MS. ANGUS: Okay. I'll go ahead take the roll call
22 votes. Board members on Zoom, please use the Hands-up
23 feature.

24 MS. ANGUS: Chair Pham?

25 CHAIR PHAM: Yes.

1 MS. ANGUS: Vice Chair Kovacevich?

2 VICE CHAIR KOVACEVICH: Yes.

3 MS. ANGUS: Director La Belle?

4 MR. LA BELLE: Yes.

5 MS. ANGUS: Director Rubalcava-Garcia?

6 (Hand raised.)

7 MS. ANGUS: Director Cervantes?

8 MS. CERVANTES: Yes.

9 MS. ANGUS: We can hear you. Great. Okay. We can
10 use our voices now. Director Bagneris?

11 MS. BAGNERIS: Here.

12 MS. ANGUS: And Director Aitken?

13 MS. AITKEN: Yes.

14 MR. LA BELLE: Wonders of technology.

15 CHAIR PHAM: So we don't have any general matters of
16 public comment, but public comment is allowed on issues NOT
17 on the current agenda. However, no debate by the Board shall
18 be permitted on such public comments, and no action will be
19 taken on such public comment items at this time, as law
20 requires formal public notice prior to any action on an
21 agenda item. Speakers are requested to fill out and submit a
22 comment card to the meeting secretary prior to the start of
23 the meeting and are limited to three minutes.

24 Comments will be accepted on all other agenda items
25 at the time each item is listed on the agenda. Speakers

1 wishing to address the Board on items on the agenda are
2 requested to fill out and submit a comment card to the
3 meeting secretary prior to the start of the meeting and
4 identify the agenda items on which you desire to address the
5 Board. Speakers are limited to three minutes.

6 MS. RICHARDS: We have.

7 MS. ANGUS: There is none on zoom chat, either.

8 CHAIR PHAM: All matters listed under Consent
9 Calendar are operational matters about which the Board has
10 governing policies, implementation of which is delegated to
11 the CEO. They will be enacted in one motion. There will be
12 no discussion of these items prior to the time the Board of
13 Directors votes on the motion, unless members of the board,
14 staff or public request specific items to be discussed
15 separately and/or removed from this section. Any member of
16 the public who wishes to discuss Consent Calendar items
17 should notify the Chair of the Board, at the time requested
18 and be recognized by invitation of the Chair to address the
19 Board.

20 MS. RICHARDS: Staff does not have anything to pull
21 from the Consent Calendar.

22 CHAIR PHAM: Is there anything public? All right
23 with that, I will put a motion to --

24 VICE CHAIR KOVACEVICH: Okay. I'll move.

25 MS. CERVANTES: Second. Director Cervantes.

1 MS. ANGUS: Chair Pham?

2 CHAIR PHAM: Yes.

3 MS. ANGUS: Vice Chair Kovacevich?

4 VICE CHAIR KOVACEVICH: Yes.

5 MS. ANGUS: Director La Belle?

6 MR. LA BELLE: Yes.

7 MS. ANGUS: Director Rubalcava-Garcia?

8 MS. RUBALCAVA-GARCIA: Yes.

9 MS. ANGUS: Director Cervantes?

10 MS. CERVANTES: Yes.

11 MS. ANGUS: Director Bagneris?

12 MS. BAGNERIS: Yes.

13 MS. ANGUS: And Director Aitken?

14 MS. AITKEN: Yes.

15 MS. ANGUS: Thank you.

16 CHAIR PHAM: All right. Moving on to Governance
17 Process Item 8A. Michelle?

18 MS. RICHARDS: Yes, thank you. November Board of
19 Directors Meeting, you know that the board approved the
20 meeting Consent Calendar and a priority order adding a motion
21 to move the Action Sports Arena improvements and the Pacific
22 Amphitheater above the redline, to move them higher in the
23 priority.

24 This is an information item to show the new property
25 of projects and then to share our 10-year finance cash flow

1 plan with the board, so we will run through this very
2 quickly.

3 Once again, remember we talked about this? This is
4 who we are today. And this is a shot of, I believe, the
5 first day of the 2022 fair. This is a list of the
6 assumptions that were built into the Master Site Plan they
7 included: Full ADA compliance that all facilities engineered
8 and energy efficient, drought tolerant landscaping, solar
9 panels were available new upgraded restrooms that are
10 sufficient to support the expansion. The water pressure to
11 support the expansion, and that we would carry out as
12 required.

13 So we all agreed Phase 1 would be the expansion of
14 the Administration Building, which would allow us to
15 collaborate all various corners of fairgrounds to make room
16 for new projects. And next, the Sally port to the main bank,
17 this will provide additional space as we grow during the
18 fair, and then provide meeting rooms, restrooms, kitchen, a
19 kitchenette, archives, and much needed storage. So, that's a
20 15,659 square foot expansion to the Administration Building.
21 We looked at the block plan in that how that space would be
22 allocated out. And then we did a little bit of a fly over of
23 the new rendering. There's the Sally Port. And I won't go
24 through all of it as we have seen it, but this was done by
25 our in-house team. For this project is \$23,895,048 and that

1 would be the first project out of the gate.

2 Followed by the Phase 2 project, which would be to
3 build strategically located restrooms, which would have
4 showers and janitorial storage. That's adding an additional
5 1,895 square feet. You see the block plan there. And if
6 anyone is interested of a fly over of a restroom, there you
7 go. Okay. Rough order of magnitude budget for that project
8 is \$7.7 million.

9 And then Phase 3A. Phase 3A and B include
10 improvements to Centennial Farm. The first Phase 3A would
11 include demolishing the existing Century Barn which is in
12 need of repair and replacing it with a brand new Century
13 Barn. Multi-use pens for various animals at the farm.
14 Including the additional storage canopy and tack room and
15 space allocated for a quarantine for animals. The barn is
16 2,400 square feet additional. Here is the block plan there.
17 You see all the animals, including a little bit of a fly over
18 there. Okay? And that would be located in the same area by
19 Century Barn.

20 Phase 3B, again, at Centennial Farm, would be to
21 build a Multipurpose Education Center. So it would
22 demolishing Building 15, which we have not been able to use
23 for quite a while, and in it's place, a Multipurpose
24 Educational Building, which could be used for event space by
25 Heroes Hall. Office spaces for our agriculture program, and

1 the OC Wine Society, and an outdoor kitchen. We will put
2 that check to good use, Evy. That adds 7,800 square feet.
3 You see the block plan there, and then a little bit of a fly
4 over. Okay. That rough order of magnitude for 3A and 3B is
5 \$14.6 million.

6 Moving on to Phase 4. This will included some
7 additions to our show buildings. It would expand and add
8 vestibules and storage space. Adding a 2,284 square feet.
9 Block plan on the edge of those building, it would add
10 additional storage. And a little bit of a fly over there.
11 That would really finish off those buildings. Rough order of
12 magnitude budget is \$3,000,000.

13 Phase 5 through included a couple of projects. The
14 Pacific Amphitheater upgrades and this was requested to move
15 this up. This was involves the demolition of the box office,
16 upgrades to the restrooms, much needed upgrades, and adding a
17 new kitchenette, meeting room, and exterior. 2,500 square
18 feet. There's the block plan for that phase of the project,
19 and a little bit of a fly over there. Parking lot side for
20 the Amphitheater 5B would include additional Pac Amp
21 upgrades, structural repairs, facility, and repairs and
22 renovations to signage, sound walls, civil services, and
23 landscaping. So 5A and 5B together. \$22.65 million.

24 Moving on to Phase 6. This was also requested to be
25 moved up above the red line. Involves upgrades to the Action

1 Sport Arena replacing the bench seating with stadium seating.
2 Replacing the old boards with a portable board six E, which
3 is a outer perimeter of the field area. That would reduce
4 the seating, but as we all know with bench seating, that's
5 not a very efficient way to load the house anyhow. We feel
6 it would create a great guest experience and heres a little
7 bit of a fly over. So it creates a nice new look for the
8 Action Sports Arena. Rough order of magnitude for Phase 6
9 for Action Sports Arena is just under \$3,000,000.

10 And moving on to Phase 7, is the Agriplex and new
11 livestock area. That would involve demolishing buildings
12 that are there, hence the need to move those employees to new
13 office space. It would create space, portable stalls, show
14 office, staff area, et cetera. And the relocation of the
15 existing show arena building. That is an 89,500 square foot
16 project, and you can see the block plan there. Little bit of
17 a fly over, and you can see it's proximity. Creating that
18 beautiful state of the art Agriplex. Rough order of
19 magnitude for that project is high. It is \$86.6 million.

20 So when we look at the last phase, Phase 8 is all of
21 the property upgrades, including decorative and functional
22 perimeter fencing. Landscaping and all the remaining civil
23 work. And that's a \$67.7 million magnitude budget. So when
24 we pull it all together -- here we go. So we are heading
25 around on the west side of the property -- sorry. East side

1 of the property now. There's that new Agriplex and the show
2 building expansions.

3 MR. LA BELLE: Michelle, what is the grand total of
4 everything?

5 MS. RICHARDS: \$229,000,000.

6 MR. LA BELLE: And change.

7 MS. RICHARDS: \$229,000,000, a little bit of change.
8 You see the Centennial Farm expansion the new multipurpose
9 building, the expansion of the Administration Building. And
10 then the improvements to the Pacific Amphitheater. And
11 trees. Trees in the parking lot and the big build at the
12 end. Okay. Very good. So this is the new order of
13 projects. Administration Building up first, followed by the
14 restrooms, the improvements and expansion the Centennial
15 Farm, the expansion of the Facility ads, the box office
16 improvements and upgrades. That's all above the red line.

17 That red line is significant because the total of
18 the \$75,000,000 so keep that number in mind. Below most
19 expensive projects. Agriplex and then the property-wide
20 upgrades. So the grand total \$225,200,200 -- \$29,257,242.
21 We also wanted to share with the Board what fantastic work
22 the Finance Director did in developing a cash flow plan. It
23 was based on the following assumptions that revenue in
24 general is based on historical trend with the expansion of
25 admission and parking. History has been. It was based on

1 our attractions revenue trending up 1.4% per year. Five
2 years using the same percent we used for the 2023 increase.
3 Concessions and sponsorship revenue trending up 5% each year.
4 Mild inflationary pressure with moderate price level
5 increases. We looked at our borrowing rate providing easy
6 access right now and, of course, there's our board policy of
7 maintaining our cash reserve at 25% mandated liquidity. So
8 all of that built in to create this report.

9 It's a little difficult to see but you have a copy
10 in your materials let me see if I can walk you through that
11 chart. You will see that each set of charts illustrated cash
12 flow over the next 10 years starting on the left with 2023
13 all the way to 2032 so it represents 10 years of cash flow.
14 The blue line in each grouping projected revenue that would
15 come in each year.

16 The orange line, indicates the expense out flow and
17 again based on historical trending. The difference between
18 the blue line and Orange line is the gray line. That's our
19 operating cash flow. That's what we expect to be additional
20 operating cash at the end of each year. The yellow line
21 indicates what we plan to invest each year in the Master Site
22 Plan. So you can see the level is different each year
23 because projects are different each year, so that leaves us
24 with our Cap X line, which is the green line and then the red
25 line, which you don't see until 2031, is any financing cash

1 flow. So this plan indicates that we could complete these
2 projects one per year without having to consider any outside
3 financing through 2030. It's only in 2031 we would possibly
4 consider outside financing. There is also a chart in your
5 materials behind this bar chart that shows all of the
6 numbers.

7 If you like looking at the data that went into the
8 chart, that's included as well. So this is an information
9 item, so we can open it up for any questions the Board might
10 have.

11 CHAIR PHAM: So everything financed up to 2030 is
12 under the model is assuming just the behind line items and
13 subsequent the eight financing is both the items?

14 MS. RICHARDS: Yes.

15 CHAIR PHAM: Okay.

16 MS. RICHARDS: So you can see the financing that we
17 would need to look on the outside. Given the assumptions,
18 you know the trends that were factored into the finance in
19 plan.

20 CHAIR PHAM: We do have a matter of public comment.
21 Reggie Mundekis?

22 MS. MUNDEKIS: Good morning. I'm Reggie Mundekis,
23 and thank you for this opportunity to address you this
24 morning. I like this plan, I appreciate staff's hard work on
25 this. This plan is needed because we need to remain

1 competitive in our market, which is highly competitive. We
2 have Disneyland, we have Knott's Berry Farm. There are
3 tourists draining their money, so we need to stay current and
4 competitive. I'm looking at this plan, and I can tell it was
5 done with ambition, and I appreciate that.

6 With that said, I just want to caution people, that
7 a few years into this plan when there is a few construction
8 slips, because that's just what happens, the materials are
9 late, you can't get the contractor to finish jobs quickly as
10 you want them to, the budget. If anything, I would expect it
11 to go up a bit because that's what happens over time,
12 especially when there are so many projects spreading out over
13 a decade or more. So when we come back with updates and
14 accepting of any new information and it's going to be very
15 difficult to accept someone saying, "You know in 2023 you
16 told me it was going to be \$2,000,000 and 2023, \$4,000,000."
17 We have to be smart about this. We are working through this.

18 I would also like to ask that as these projects are
19 considered that the decisions made with enclosing exterior
20 that, we do maintenance in the long term because there are
21 good choices and bad choices, and not always the cheapest
22 choice for long term maintenance and attention paid to little
23 things that cause big headaches and sprinklers that hit the
24 building wear and tear over time and add up to maintenance
25 cost. So thank you very much. And thanks for the nice plan.

1 CHAIR PHAM: Any other board member have comments or
2 questions?

3 MR. LA BELLE: Chair Pham, I have a few comments.
4 First of all, I completely agree that Phase 1 should be the
5 Admin building moving all of our staff into one location.
6 That increases the efficiency of the operation and makes it
7 easier. A couple of the projects that are above the line but
8 they are down a little ways, I would like to see moved up a
9 little higher. Specifically, the Pacific Amphitheater
10 project and the Action Sports Arena. Those facilities are
11 both revenue-generating operations. Pac Amp is 40 years old.
12 We have some brand new competition out there in the
13 marketplace and anything we can do to enhance the pass
14 experience same way with the Action Sports Arena. And also
15 we discussed the budget session about a million and a half in
16 back of house facilities. I know that scheduled for 2024. I
17 would like to see as one director, and obviously it's up to
18 the full board, I would like to see that happen sooner rather
19 than later.

20 As soon as we complete the 2023 season, I would like
21 to be ready to back-of-house things. I have spoken with
22 Michelle about this, obviously for Dan and Lisa entertainment
23 experts if they can articulate to future groups that we're
24 going to, you know, get rid of that trailer which is now the
25 green room and put in something a little more current state

1 of the art. I think we should do that sooner rather than
2 later. Both of those obviously generate revenue to the
3 district. The only thing I wanted to mention, obviously, we
4 can get to \$75,000,000 I think the numbers are very good and
5 you know we would obviously have to adjust it.

6 I support Reggie's comment. I have been there and
7 things do all change in time as you all know. But we are not
8 going to get to twenty hundred and twenty-nine million
9 without some assistance. One of the things that I think we
10 should do is -- I'm sure. The dairy council probably has
11 more than \$5,000 we might extract from them. But seriously,
12 there's a lot of private organizations out there that have
13 endowment funds relating to education and everything else.
14 It might be time, and correct me if we already do this, it
15 might be time looking at bringing in some sort of grant
16 person government. State government private entities
17 generate as much revenue as we can. Educational
18 opportunities at Centennial Farm and Heroes Hall are
19 fantastic for those. So I think that's something I would
20 like staff to take a look at and come back with some pledges
21 as what we might do in that area.

22 And just thank Michelle and Ken and staff for
23 putting this all together. And I really appreciate how
24 challenging this can be and I think the comment on, and I
25 think the 25% covers it, but I would like to make sure

1 hopefully we don't have another pandemic or another
2 situation. What got us through all that was our ability not
3 to have to lay off employees and keep the services going
4 given the revenue that we had on-hand. So I would like to
5 make sure we have at least two years of operating revenue in
6 that pod and I think the 25% covers that. So those are my
7 comments.

8 CHAIR PHAM: Any comments from the Zoom folk?

9 MS. CERVANTES: This is Director Cervantes, and I
10 agree with Director La Belle. I feel that I have heard over
11 and over that Pacific Amphitheater is perceived by the
12 outside world as people performing at the fair and not a
13 venue. So I personally would love to see Pacific
14 Amphitheater, since it is a revenue-generating event, that
15 can be utilized year round moved up a lot higher. I would
16 move it up to first place to be quite truthful. I feel that
17 there is a probably a lot of money that is not utilized that
18 can be utilized just to give it a face lift, a real good face
19 lift and have wider selection of artists that want to perform
20 because we are the OC Fair and Event Center. So the sooner
21 it looks like an event center it will go and attract a lot of
22 different other artists that we are not attracting at the
23 moment, Joan noted.

24 I personally like the fact that we have a thought
25 out plan in place now that has action items and budget

1 accordingly so with that I will just noted public comment.

2 MS. AITKEN: Okay. Director Pham, just for the
3 Finance Committee, is there any reason market is going that
4 we would want to financing earlier than in 2031?

5 CHAIR PHAM: Actually, from my perspective, I'm not
6 on Finance Committee anymore. Financing the tightened up
7 quite a bit in the last month or two. So at this point in
8 time, I would just maybe reevaluate. I wouldn't pursue
9 financing at this time, but maybe.

10 VICE CHAIR KOVACEVICH: Yeah, I would agree with
11 that. I think we have enough cash to get going. I think
12 Ashleigh's point, 2031 seems it's so far out, we may want to
13 consider doing it sooner, but I agree with Chair Pham, not
14 immediately.

15 MS. AITKEN: Okay. I will be an empty nester in
16 2032.

17 MS. RICHARDS: I think it's important to remember
18 that in taking these projects one at a time and they will be
19 presented to the Board one at a time. So you know, the Board
20 in 2024 can reorder projects, can discuss financing, can make
21 any changes, the Board of 2027 can do the same. So I think
22 it's important to keep in mind there will be flexibility as
23 we move forward with this. You know, as a member of the
24 public said, "Things are changing very rapidly every year
25 month to month".

1 CHAIR PHAM: Speaking of which, Governance Process
2 have a meeting feel free to you know --

3 MS. RICHARDS: Okay. Thank you. Speaking of Master
4 Site plan. This is the first project up. Administration
5 Building expansion, several facilities committee meetings and
6 full board meetings on the expansion of this building,
7 essentially doubling the size, adding 15,000 square feet. It
8 will allow us to take all of the employees that will be
9 displaced by other projects. This would locate them all
10 together, and what Director La Belle indicated, all together
11 for efficiency reasons that's a positive. It would add some
12 security features for our main bank as we grow during the
13 fair, archival and storage space as well.

14 Rough order of magnitude was estimated as \$23.9
15 million. The project is scheduled to begin in 2023 and be
16 completed by the end of 2024. At this point our increases
17 and construction costs and expected inflationary pressures
18 and staff are recommending \$25,000,000 to launch this first
19 phase of the Master Site Plan.

20 CHAIR PHAM: All right. So we have a public
21 comment, Reggie Mundekis.

22 MS. MUNDEKIS: Hi, I'm Reggie Mundekis, and thank
23 you for the opportunity to address you on this item. I
24 support this project. It's a much needed improvement
25 consolidating staff into one building. So I'm looking

1 forward to how this building works out, and I also appreciate
2 how the Sally port is a way to expand security and cash
3 handling. Thank you.

4 CHAIR PHAM: Any other comments from the Board
5 before we put it up to vote?

6 MR. LA BELLE: I have a couple of comments, and I
7 shared this earlier at the budget review. I have been to
8 this rodeo a couple of times in my past life and again, to
9 emphasize Reggie's comment, one of the real challenges is
10 cost control as we go through the budgeting process.
11 Architects are very creative entities, if you will, and with
12 all due respect, they will spend all the money you have and
13 then some. And so it's going to be very important process.
14 There's a way of monitoring added costs so we can, to best of
15 our ability, stay within the \$25,000,000.

16 Also, the last project I was involved in was 15
17 years ago, a \$55,000,000 government center facilities. My
18 assistant city manager, she was the project point for 18
19 months as we constructed this. Which meant somebody else
20 within the organization doing what she was doing before and I
21 think it's very important we make sure Michelle and Ken have
22 all of the internal resources that they need to make sure
23 that we can move it forward. We have a very capable
24 construction management firm and we have a great architect,
25 but we are still the client. 32nd DAA is the client, and we

1 need to make sure Michelle and her staff have the resources
2 they need to monitor the process as it goes along regardless
3 of who the construction firm is or who the architect is. We
4 are the ones who needs to make those kind of decisions and
5 again, as Michelle said, the Facilities Committee did the
6 look at this and we certainly concur with staff's
7 recommendation in terms of moving forward.

8 CHAIR PHAM: Anyone else have public comments for
9 this? You know, I personally think adding a little bit of
10 buffering to the \$25,000,000 put out of motion to approve the
11 funding the budget of \$25,000,000.

12 MS. AITKEN: Director Aitken. I second.

13 CHAIR PHAM: Summer?

14 MS. ANGUS: Chair Pham?

15 CHAIR PHAM: Yes.

16 MS. ANGUS: Vice Chair Kovacevich?

17 VICE CHAIR KOVACEVICH: Yes.

18 MS. ANGUS: Director La Belle?

19 MR. LA BELLE: Yes.

20 MS. ANGUS: Director Rubalcava-Garcia?

21 MS. RUBALCAVA-GARCIA: Yes.

22 MS. ANGUS: Director Cervantes?

23 MS. CERVANTES: Yes.

24 MS. ANGUS: Director Bagneris?

25 MS. BAGNERIS: Yes.

1 MS. ANGUS: And Director Aitken?

2 MS. AITKEN: Yes.

3 MS. ANGUS: Thank you.

4 MS. RICHARDS: That's great.

5 CHAIR PHAM: All right. Item 8C.

6 MS. RICHARDS: That is a milestone. Congratulations
7 to everyone. I know it's going to be a lot of work moving
8 forward. Very good. Okay.

9 MR. LA BELLE: Can I just make one added comment as
10 you look at it? One of the things you might look at is move
11 individual closer to the facility sooner rather than later.
12 You know that might be something you might want to include in
13 the process but just a minute.

14 MS. RICHARDS: Got it thank you. So you all will
15 remember May Board of Directors meeting. Staff presented
16 concepts for three different options for the Serenity Walk
17 Project at Heroes Hall. The board at the time in May
18 approved moving forward with a budget of \$500,000 for the
19 project. Based on Concept No. 3 and the Heroes Hall
20 Foundation pledged \$100,000 for that project, and President
21 of Heroes Hall, Nick Baradino, is here today as well. So
22 moving forward from May, staff would work with CCA throughout
23 the bid project, the winning -- I'm sorry. The estimate it
24 had fees from California Construction Authority along with
25 the winning bid total \$588,772. So that included a base bid

1 of the project which involved the fence, drainage, decomposed
2 granite "DG" path, all the planting, and five additional tall
3 monuments to add to the Serenity Walk.

4 The bid also included all add alternate options
5 adding pavers, rather than DG to the path, low decorative
6 walls, plant upsize one gallon to five gallons, and adding
7 five monuments. Six Monument fence columns or four Monument
8 fence column, and that's how the bid was broken down.

9 So added alternates must be considered in cumulative
10 order, in other words, if the board were to consider to add
11 number three, adding a larger side to the plants, it would
12 also need to choose the previous two, add that one and two.
13 So this chart shows how it would break down. Pavers. That
14 additional cost would be a \$197,000. Add all the number two
15 would include the pavers plus adding the deck walls. The
16 total being 230. So the Facilities Committee and I'll turn
17 it over to the committee for additional comments but after
18 exploring all of the options, the committee and staff
19 recommending that the board consider that base bid and adding
20 alternates one and two, the pavers and the decorative walls.
21 That would add \$7,000 above the \$500,000 already approved.

22 So Director La Belle, I'll turn it over to you for
23 some additional background.

24 MR. LA BELLE: Thank you, Michelle. Is Director
25 Ruiz available?

1 MS. RICHARDS: He is not.

2 MR. LA BELLE: He is not. Okay.

3 I wanted to give kudos to Robert when we discussed
4 it with the Facilities Committee. Several weeks ago, we
5 talked about other options to the decomposed granite is not a
6 good passage way for old guys like me and other to converse
7 through the serenity walk two or three different options and
8 one of the things Robert mentioned was he would reach out to
9 see if he could get a donation from a couple of different
10 companies that provide pavers, and thanks to Robert's
11 efforts, he was able to get a donation. So we have the
12 pavers donated, we have the sand that obviously becomes the
13 base for the pavers donated. Obviously, we will give due
14 recognition graciously for that.

15 The only cost to the district would be the delivery
16 and the pallets, and I think that's probably a minimal cost.
17 Let me ask Ken a question: Do we know within the bid package
18 how much of that hundred and whatever eighty something
19 thousand is material cost and how much of that is labor?

20 MR. KARNS: We don't have the numbers. We are
21 asking Robert their numbers so we can cross reference, but we
22 will maximize that. But it is going to be great, but the
23 bulk of that is in preparation and labor and things of that
24 nature so.

25 MR. LA BELLE: And we won't know obviously, the way

1 the system works is when the bid is awarded. Then Ken goes
2 back and does his magic and negotiate the best deal he can.
3 Correct me if I'm wrong, but in Phase 1 of Heroes Hall, did
4 Phase 2 the jet, and is very much wanting to move forward
5 with this, but we can't guarantee what that bottom line is
6 going to be but it will be something off of that amount. We
7 talked about the other options, plants grow whether it's one
8 gallon or five. So moving forward, the Facilities Committee
9 and staff just felt that the two first alternatives were the
10 way to go.

11 Also wanted to mention, Director Aitken on a number
12 of occasions has raised the potential generating revenue.
13 Pain for the payer or paying for this or paying for that, and
14 I think I'll refresh everybody's memory. We deleted from the
15 original concept, the actual benches, and a couple of tables
16 and chairs of, and all of that. The idea being we can then
17 move forward of some sort of foundation fundraising. I don't
18 know if Michelle has been able to come up with some bench
19 options. But the one option, if someone wanted to donate a
20 bench donation to the Heroes Hall Veteran's Foundation, and
21 the Heroes Hall provide the bench, and that obviously has a
22 tax benefit to whoever makes that donation, so that's one of
23 the things that we look at.

24 And again, for a couple of the new board members,
25 back in my Huntington Beach days, the pier was destroyed in

1 the storm, and one of the things we did to replace the Pier 2
2 or \$3,000,000 we sold grant deeds to the pier. So for
3 25,000,000 square foot on the pier. Obviously, it was a fake
4 grant deed, but it was something we can do. It's symbolic
5 and if you bought enough grant deeds, and as I remember, your
6 name was put on a plaque that went on the face of the pier.
7 So there's a whole kind of different variety of things we can
8 do in conjunction with the Veteran's Foundation. I would
9 like to look at some donation opportunities.

10 CHAIR PHAM: All right. Before we proceed with
11 other board comments, we do have a couple of public comments
12 on this. Reggie Mundekis.

13 MS. MUNDEKIS: Hi, I'm Reggie Mundekis and thank you
14 for the opportunity to address you on this item. I think it
15 is a great project. It fits in well with the work that we
16 have done with the here and bringing the air plain here so I
17 strongly support this project so thank you.

18 CHAIR PHAM: Nick Baradino?

19 MR. BARADINO: Thank you, Mr. Chairman and other
20 board members. I want to thank you all as we discuss this
21 project. Of course, the foundation is 100% supportive and a
22 coalition of 157 vet organizations stand in support of this
23 project. I want to thank everybody. Congrats to those who
24 our new Mayor and Mayor Pro Tem who is sitting on your board.
25 So this project is really very, very meaningful. I think no

1 one really understands how important this is. I guess unless
2 you suffer from the kinds of things that this
3 war help heal.

4 We have the opportunity to bring gold star moms and
5 gold star dads -- and those of you who know who they are,
6 they are the ones who children died in protecting our freedom
7 and democracy. Gold star moms and gold star dads. Business
8 as so has Ken. You should have seen their eyes place of
9 serenity for them, and serenity for them is the opportunity
10 to sit and be among those other vet and other parents and sit
11 there silently and heal. And healing is so important to we
12 Vietnam vets. We have got kicked around and still get kicked
13 around cemetery and if you could imagine begging all over the
14 place for people to find a place to bury you after you have
15 sacrificed so much. The bitterness is huge. But you know we
16 entered the tech of celebration. My experience was Special
17 Landing Forces -- we didn't expect -- we got hit so hard in
18 such a surprise attack, that the normal artillery that we
19 fire that would ark over. The only way to keep the enemy
20 back was to make it almost like a long drive and level the we
21 pounded it out for the first two nights, finally found a
22 place that we could move up. And then the next morning when
23 we woke up, we heard the sound of CB bulldozers, and they
24 were bulldozing building and building a mass grave for, they
25 weren't American forces, but it was after the battle with

1 North Viet Communists, and we had to dig a ditch and move the
2 bodies into it. And that's what a 19 year old kid endures in
3 the war, so this project means a lot.

4 I want to thank the Finance Committee. I want to
5 thank the Board. I want to thank the staff. It's going to
6 bring a lot of people peace, and we are going to bring a lot
7 of moms and dads the opportunity because we will be brewing a
8 plaque soon with all 53 names of those since Desert Storm.
9 And they can sit with them and find peace and find strength.
10 And thank you all very much for your efforts. We hope you
11 will support this project. Thank you.

12 MS. BAGNERIS: Chair Pham, this is Director
13 Bagneris. I would like to speak.

14 CHAIR PHAM: Go ahead, Barbara.

15 MS. BAGNERIS: Thank you, Director Pham. I am
16 totally in favor of this project. I did vote for the \$500 to
17 move the project along. I know it had to come from the
18 foundation. They never really hit the initial cost that we
19 approve. They usually go up, and I know cost has gone up.
20 But I think at this point there are so many other options to
21 get people to donate portions to this project now that we
22 have the base part of it in place. The foundation continues
23 to raise money that there should be more funds from others to
24 help us involve in this project. And I would vote for the
25 base project, and that we move forward with this project

1 right away. I will make a motion to that effect at this
2 time, and I move that we continue with the base bid of
3 \$500,000 and move forward with the project.

4 MS. RUBALCAVA-GARCIA: I second that, but I wanted
5 to make a comment. This is board member Rubalcava-Garcia. I
6 forgot my name for a minute. I just wanted to thank
7 boardmember Ruiz for thinking outside of the box and getting
8 one of his members to contribute to the development of this
9 project. I know that was briefly mentioned by board
10 member -- by one of the board members, but I think that's
11 important that we highlight \$300,000 worth of materials that
12 we will not have to pay out-of-pocket that somebody is
13 donating on behalf of this project.

14 MS. RICHARDS: Director Rubalcava-Garcia, I just
15 wanted to correct a fact. The additional \$317,000 is not the
16 paver materials. Yeah, it's going to be a portion of a
17 \$197,000. We don't know what that is right now, but the
18 amount that the board approved was \$500,000 for the base bid.
19 The base bid came in at \$588,772. So adding the paves and
20 the decorative walls would add \$317,000 to the project.

21 CHAIR PHAM: Right. Just to clarify the motion. I
22 heard \$500,000 mentioned a few times. I 588 plus 1 and 2
23 would equate the \$317,000. Is that your motion Barbara?

24 MS. BAGNERIS: Yes. I'm willing to make a motion.
25 It's \$588,772?

1 CHAIR PHAM: That's right.

2 MS. RICHARDS: Yeah, the board approved \$500,000 for
3 the cost for the project, the base amount is \$588,772.

4 MS. BAGNERIS: So I move \$588,772.

5 Just for the record, that's my motion. And if
6 Natalie agrees with that, I think we can move to. I second
7 that.

8 CHAIR PHAM: Is that plus 1 and 2, or plus the 580?
9 I just want to clarify.

10 MS. BAGNERIS: Just the 588. Everything else we
11 will try to get donations from other places.

12 MR. LA BELLE: I would like to provide an amendment
13 to add alternatives 1 and 2 the to bid. So that would be my
14 amendment to Director Bagneris's motion.

15 CHAIR PHAM: I mean, do we vote before I can speak?

16 MS. BAGNERIS: No. What should happen second there
17 can be discussion --

18 CHAIR PHAM: Okay.

19 MS. BAGNERIS: I wanted to add but I am not adding
20 that to my motion.

21 CHAIR PHAM: I guess here is my commentary. You
22 know, I have a lot of faith in the Facilities Committee on
23 this one, especially regarding the pavers. I think Robert
24 made a very good point on this availability of the
25 walkability. I guess you can say above the decomposed

1 granite, you know, and there is some relief in that expense.
2 And I understand that relief is, you know, material is the
3 main portion of the cost labor and all that other stuff
4 accordingly. That's my two sense.

5 I kind of figured the budget would come above called
6 it that time, but I'll leave it up for some other comments
7 before we vote.

8 MS. BAGNERIS: Yeah, I don't think it's not going to
9 happen. Resources come from somewhere else.

10 MS. RUBALCAVA-GARCIA: And I second the motion that
11 Director Bagneris has on the board.

12 MR. LA BELLE: I will call to question, if there are
13 no other comments.

14 VICE CHAIR KOVACEVICH: Motion on the table and
15 obviously, we are looking to fundraise to look outside to
16 include some of these, you know, all the one and two at
17 least. What if that doesn't happen; right?

18 How does that work from a you know, do we need to
19 approve -- do we need to tell the contractors we are doing
20 the whole thing right now if we come up short? We can
21 revisit as a board if we wanted to. If we had to.

22 MR. KARNS: So the board approve what you want to
23 see by the end of the day. So it's the base bid at 588.
24 That's what you should approve if you want the mention of the
25 staff Facilities Committee, adding all the 1 and 2. Approve

1 that, separate it out, and come back later when we might have
2 raised some money. We will not be able to do it at this cost
3 later or go back in and double up work and double up costs.
4 So the cheapest way to do it is in the telescope of the
5 project at this time, come back to do papers later, rather
6 than and removing what has been done and redoing it.

7 Procedurally, can vote on it. If does not pass, we
8 can then offer a second alternative or a different motion and
9 keep going until we find something that does pass.

10 MS. BAGNERIS: That is correct. That is correct.

11 CHAIR PHAM: So I guess we will vote on the first
12 motion at this point. Before we vote, I will allow one more
13 public comment. Gibran Stout.

14 MS. STOUT: Yes. Hi. Gibran Stout here. Thank you
15 for letting me speak. I wasn't going to speak until I heard
16 the discussion here. I just want to remind you all you just
17 approved \$25,000,000 for an Administration Building. And
18 you're nickle and diming this. Which is far more important,
19 I think. So just think about that. Thank you.

20 MS. RUBALCAVA-GARCIA: Director Bagneris, amending
21 your motion, and I will support your second to include
22 alternative or A.

23 MS. BAGNERIS: The all the one is for the 197, so
24 the total project would cost.

25 MS. RICHARDS: \$785,772 plus 197.

1 CHAIR PHAM: I think we should just vote on the
2 first motion and kind of discuss it.

3 MS. BAGNERIS: Well, what Director Rubalcava-Garcia
4 what I amended to add option one the 197 and I would just say
5 this before I give you my thoughts on it is I just hope in
6 the future, every time we do a project it's \$1,000,000,
7 that's not a nickle and dime project. Going to do and we
8 just approved. Item Master Site Plan for \$1,000,000 so with
9 that, I would be in agreement to add one only the first
10 option along to the first base costs for what's the total
11 again.

12 MS. RICHARDS: \$785,772.

13 MS. BAGNERIS: And I would be okay with amending
14 that with Director Rubalcava-Garcia on the sale.

15 MS. RUBALCAVA-GARCIA: And I would second that
16 motion.

17 MR. LA BELLE: I have a question. I have a question
18 based on that: Michelle and Ken, can you tell us exactly
19 what the cost of the second alternative is and what the
20 benefit is of doing that?

21 MS. RICHARDS: Yes. Hold one second. I should also
22 clarify too that I assume that the offer of the \$100,000
23 donation is still available from the Heroes Hall?

24 NICK BARADINO: We already paid it. We sent a
25 \$100,000 immediately.

1 MS. BAGNERIS: Mr. Chair, call to question. I think
2 we should.

3 CHAIR PHAM: So knowing that, Barbara, the total
4 cost on that would be \$817,000. Are you sticking with one
5 plus two? I believe the others can be added on. Is that
6 true? It's best to do everything we want ultimately. I'll
7 just make a quick comment it helps.

8 But obviously, there's support from the entire board
9 from this project, and obviously, from the public. We still
10 have to evaluate it, and I think there's what we have here is
11 a good representation from staff than we know about. So we
12 are kind of finding a middle ground with all the one and also
13 if you think booklet stuff it gives. Thirty grand. Again I
14 think it's hard on these things: Happy medium rely on
15 staff's work and include all the one and two if Barbara and
16 Natalie. Including that as well. One all the one plus the
17 base bid.

18 MS. RUBALCAVA-GARCIA: Would you consider adding
19 Alternative 2 to the recommendation and I might have to take
20 my second off.

21 MS. BAGNERIS: I will go with that amendment. I
22 would amend the motion from the add one and two. And we
23 should get to a vote.

24 MS. RUBALCAVA-GARCIA: I second.

25 CHAIR PHAM: All right. Summer?

1 MS. ANGUS: Chair Pham?

2 CHAIR PHAM: Yes.

3 MS. ANGUS: Vice Chair Kovacevich?

4 VICE CHAIR KOVACEVICH: Yes.

5 MS. ANGUS: Director La Belle?

6 MR. LA BELLE: Yes.

7 MS. ANGUS: Director Rubalcava-Garcia?

8 MS. RUBALCAVA-GARCIA: Yes.

9 MS. ANGUS: Director Cervantes?

10 MS. CERVANTES: Yes.

11 MS. ANGUS: Director Bagneris?

12 MS. BAGNERIS: Yes.

13 MS. ANGUS: And Director Aitken?

14 MS. AITKEN: Yes.

15 MS. ANGUS: Thank you.

16 CHAIR PHAM: Moving on to item 8D. Information
17 item.

18 MS. RICHARDS: Yes. Okay. This is an information
19 item. Let me get my stuff organized here. According to
20 Board Policy 4.03 under organizational planning. It requires
21 that we do an annual review of the Strategic Plan. So this
22 is an information item, so we will report on the progress.
23 Along with staff and provide a quick overview of what we will
24 be focusing on here to. I should, before introducing this
25 item, I want to remind the board that the Strategic Plan was

1 approved at the March board meeting of last year. So
2 technically, staff had really just part of the year to focus
3 on Year 1. All though we are very proud of the progress that
4 we need on this initiates.

5 Starting things off with the annual OC Fair. Ticket
6 donations to local non profits in 2021 we donated 2,500
7 tickets. In 2022 with the help of the board the goal was to
8 donate 5,000 with the county's media's family and we donated
9 5,142 tickets. And these are some photos of some of the
10 nonprofits that the board helped deliver those tickets. So
11 that went over very well. Along with that, there was a goal
12 to use board member assistance to identify Orange County
13 nonprofits or community foundations that would add to that
14 donation by providing \$50 to each of those individuals who
15 received an admission ticket, food, carnival rides, so they
16 could have the full-fair experience.

17 Another initiative of the annual OC Fair was to
18 continue to outreach with Chambers of Commerce and the DMOs
19 so we can identify at least five additional Orange County
20 businesses to participate in the 2022 OC Fair. Well, we
21 exceeded that goal with 10 new merchants from Orange County
22 and two new concessionary from OC joins us for the 2022 OC
23 Fair.

24 Another goal for the fair was to develop a mini
25 campaign, "Affordable Family Fun". That was a big message

1 that we push this year. These are just samples of digital
2 ads that we ran. Three programs. Admission those were
3 distributed at multiple pre-fair events. We promoted our \$4
4 date on Thursday. The read and ride program. Read a book
5 submit a book report, and get a free carnival ride.
6 Unlimited Ride wristband on Thursday -- I'm sorry. Wednesday
7 and Thursday. And then there were several separate press
8 releases for the free and discounted offering.

9 So along with that, we were tasked with developing
10 metrics of how are we going to measure this Affordable Family
11 Fun Campaign. How well we are doing on that. So these are
12 the metrics we are using moving forward so what is the
13 overall value from our patrons Survey. We will look at that
14 each year. Wednesday and Thursdays are our big days with
15 those discounted ride wristband. What are the concession
16 members? With our \$4 Taste of Fair. How many positive
17 patron survey comments did we receive or positive social
18 media comments or were there any marketing awards that were
19 won through WFA or AUA, IAFE our industry associations?

20 Our goal was to achieve guest satisfaction ratings
21 of above 4.5. Our guests rate us on a scale of one to five.
22 Anything above a 3.5 is a high level of satisfaction. We
23 achieved over 3.5 in each category. Overall enjoyment,
24 overall experience 4.2. Overall value particularly with our
25 concessionaires, so we will see what we can do increasing

1 that for 2023.

2 Also with the fair, the goal was to introduce at
3 least one new family-friendly exhibit or attraction this year
4 at the OC Fair that highlights family traditions and
5 connections. The exhibit titled California Fresh County of
6 our counties several learning memorable experiences and
7 family-fun activities. Demonstrations and interactive
8 activities. And it was a great gathering place for families
9 which visited the fair. The board also tasked us address the
10 Board of Directors and I did that on June 23rd at the June
11 board meeting. And you might remember this thought bubble
12 that we presented during that meeting. These are the words
13 that stood out what the state of the Fair is.

14 In terms of year round events, we had a goal to
15 reintroduce the Imagineology. We did Imagineology virtually
16 in 2020 and 2021. The goal was to attract 10,000 attendees
17 per day, following all of the health department guidelines.
18 We did indeed exceed that April 9th and 10th, 2022, total
19 attendance 14,728. And every single one of those attendees
20 was excited to bring it back again this year.

21 There was a goal to expand pre and post fair
22 concerts in the Pacific Amphitheater, adding 17 shows in
23 addition to the 23 nights of headline concerts, in a total of
24 40 performances. It was a tough year for booking concerts.
25 A lot of touring bands were not ready to come back again. We

1 did have some challenges, but it was a great condition
2 nonetheless. There were 30 booked concerts in the Pacific
3 Amphitheater, two cancellations before the season, so a total
4 of 28 nights in the Pac Amp, and 24 performances in the
5 Hangar, and 16 in the Action Sport Arena.

6 We feel like it was going to be a very successful,
7 because already as of late yesterday afternoon, we exceeded
8 in Pac Amp ticket sales already. That's the highest it's
9 ever been at this point in time, so I think people are ready
10 to come back to concerts for sure. Another goal was to work
11 with the WOC business council and various chambers to expand
12 our exposure to the business community. We wanted to launch
13 a marketing campaign by the end of the year targeted to the
14 business community. We hosted a Business Development Dinner
15 on July 31st during the fair. We invited sponsors, potential
16 sponsors, business leaders. Rep Black Chamber, Hispanic
17 Chamber, Costa Mesa chamber. That resulted in 32 private
18 business events that were held in 2022, along with other
19 sales efforts that we had and we are currently in develop
20 business to business marketing plan in 2023.

21 Our educational assets, the goal was to begin reach
22 and collaborate. Offer families healthy eating events and
23 classes at Centennial Farm. You heard from Evy this morning
24 is going to enhance our healthy eating events and educational
25 programs of the Centennial Farm. We continued to have a good

1 relationship with the health care agency. We held multiple
2 garden classes throughout the year. Most of them sold out
3 and of course, a fresh exhibit. We wanted to begin research
4 and development for an annual farm day at Centennial Farm
5 featuring public agriculture-based educational programing.
6 In advance of the expiration of each foundation, MOU review
7 the terms and incorporate changes in to increase each
8 foundation's support of Heroes Hall Veteran Foundation, but
9 they have continued to generously support Heroes Hall, and we
10 have renewed our MOU with the Centennial Farm foundation at
11 the same level as last year. We wanted to plan and execute a
12 2022 veteran's day event with a from 2021 with increased
13 participation by elected officials but we have a great
14 veteran's day event increase year over year, and we had more
15 elected officials than ever before, including state assembly
16 member. We had two of our Orange County supervisors.
17 Catalina Folley who attended. John Stevens was there.
18 Counsel members. Manny Chavez and from Costa Mesa and along
19 with representatives from Senator Dave Min's office and
20 Senator John Newman's office attended Business Development
21 Dinner. It was a great event.

22 Multiplatform public relations campaign to increase
23 awareness of targeting at least 10 positive stories
24 throughout the year about Heroes Hall, Centennial Farm, and
25 our emergency support services. Well, you know there were

1 four stories about Centennial Farm, 24 stories about Heroes
2 Hall ranging from our veteran's day events to our new
3 exhibits. Century Farm stories about our three family towers
4 and piglets born at the farm. Community support. Three of
5 them about emergency support with Covid testing and food
6 drives but there were other related community stories
7 regarding Imagineology, the upcoming sustainability and the.
8 Build competition our job fair that we head. Support for the
9 veteran's cemetery and lots of free things to do at the fair.
10 Regarding the Equestrian Center. Working with OC Fair
11 baseline emergency procedures, we finally in May got an MOU
12 signed with emergency intake procedures have been developed
13 and are in place. Establish standard operating procedures
14 for equine care that meet or exceed industry pet practices
15 and begin role out by February.

16 IFB process to identify a contractor for feeding
17 stall cleaning and arena maintenance and that contract is
18 under way. Also, at the Equestrian Center to work in that
19 current operator to transition to self management and have to
20 completed by the end of the 2022 with self-operation
21 beginning January 1. Well, I'm happy to report the hand out
22 is completed although the transition is on going. You know,
23 the property, the systems, et cetera. We have put in place
24 and made a payment process, we developed the budget for
25 Department 25, which the board approved, and self operation

1 started in January 1. We hired the EQC supervisor which
2 started on the on December 1 and we assumed management on
3 June 1 and hired part-time support to help at the Equestrian
4 Center.

5 We have we had a goal to work with the trainers to
6 include an equine related exhibit at the 2022 OC Fair and OC
7 vaulting for working with us, not only programs, but a great
8 exhibit in our livestock area during the fair. We continue
9 to is assist the OQC operations develop new processes and
10 procedures. I mentioned our automated page system in place.
11 That's beautiful. The emergency response guide is written
12 and in place, we have new security operations in place, and
13 that plan, and that we are continuing to assess and improve
14 other systems and procedures that that's on going. In terms
15 of commune support. The goal was to review our current
16 emergency plans and recommend additional funding and staffing
17 in the 2023 budget. All agreements with our emergency agency
18 are in place.

19 We are working with CCA on that public safety shut
20 off process for with the generator docking stations, we are
21 upgrading the PA system that's in the system. Surveillance
22 equipment has been installed barricade will be purchased and
23 we are planning on wifi upgrades and also included in the
24 2023 budget is a additional security supervisor and a health
25 and safety supervisor and one last goal was to continue to

1 work with Senator Min's office to introduce legislation that
2 would allow this board and all local fair board to approve
3 rental fee waivers or discounts. Community groups and public
4 officials. And AB 248011 will be reintroduced last year
5 because of a administrative glitch but it is being
6 reintroduced by Western Fair Association, so it not only has
7 our support but the system wide support of all the fairs
8 across the state. So that's that concludes our update. I
9 won't go through this in detail but we do have goals from the
10 strategic planning here too that you can see here on the
11 screen that we will be focusing on in 2023. And that
12 concludes our report.

13 CHAIR PHAM: We don't have any public comments on
14 this. Any board member want to make a comment? We're
15 good.

16 MR. LA BELLE: Just a couple of comments. Prior to
17 the pandemic, we would have an event when where we would
18 invite all of the city folks to kind of a breakfast at the
19 Pac Amp facility. I would like to see if would can do that
20 again a number of times, and I think that's a good way to go.

21 Also, there are a number of local restaurants, if we
22 would contact to kind of give the names of a couple. I would
23 like staff to look into that and see if they have any
24 interest in participating. So should I just pass those on to
25 you.

1 MS. RICHARDS: Sure. That would be great.

2 MR. LA BELLE: And also, kudos to Natalie when she
3 was Chair, she was the one that got us going and heading in
4 the direction during the strategic plan. It was thanks to
5 her leadership that we were able to do that, so I want to
6 give some kudos to Natalie, and obviously, the staff for all
7 of their continuing work.

8 VICE CHAIR KOVACEVICH: Yeah, I'll just echo that.
9 I think this is a great update, so I'm glad we did it right,
10 and we are following through.

11 CHAIR PHAM: Yeah, even as a father, a seven year
12 old and a five year old, I'm really excited that Imagineology
13 is back. I really do like that event a lot.

14 And anyone on Zoom want to make a comment briefly?

15 Okay. Then we will move to Govern Item B.

16 MS. RICHARDS: I see Professor Smoller thank you. I
17 was getting a little worried. I just didn't know where I
18 was. We are very, very excited that we have an event first
19 time event here at the OC Fair and event center coming up in
20 October of 2023.

21 MR. SMOLLER: Should I get up?

22 MS. RICHARDS: Yes.

23 MR. SMOLLER: Is there a clicker?

24 MS. ANGUS: I'm not entirely sure if that is up
25 there. I just have to switch the screen, just give me a

1 minute.

2 MS. RICHARDS: I don't want to take anything away
3 from your presentation but Professor Smoller. Sustainability
4 Decathlon which would which will happen near in October of
5 this year, and we are very honored to have been chosen as the
6 site for this event. So I'll let you take it from here.

7 PROFESSOR SMOLLER: Hello. Mayor. In my case thank
8 you so much this is an honor to be given the opportunity to
9 address you. Michelle and I have been communicating I think
10 for two or three years now. A lot of changes have occurred.
11 We have received a \$1,000,000 grant courtesy of Dave Min to
12 create something called the Orange County Sustainability
13 Decathlon, but I'm not going to give it to you. Let me just
14 tell you this was based on a project I have been involved in
15 called the Solar Decathlon. At the core of these projects
16 are student groups from colleges from the time, yearly our
17 case in California also from North Carolina and Utah and
18 Virginia and a ton of other places. We give them a grant of
19 \$100,000 each, and they build a sustainable home. And I
20 don't have to tell you that sustainability and climate change
21 has been major issues.

22 I don't -- could you click play and raise the
23 volume? Just a little more volume there. Video plays by the
24 way he came in a little late. Mike Moodian at Chapman
25 University have been working on this quite a bit heavier. S

1 what this comes down to. If you could just stop. We have
2 two major goals one is to help the state reach it's goal of
3 one hundred percent of one hundred clean energy by 2045 and
4 we know you can not achieve such bold goals in a democracy.
5 You have to bring them along. You have to educate them, and
6 we will talk about why this area is the perfect place to do
7 that is Orange County's town square.

8 The second is to help make Orange County the
9 sustainability and clean technology capital of the world. My
10 wife says, "Are you sure?" That's my goal for 2023. I don't
11 think so, but we will talk about it. But that's where we
12 want to go. Our wonderful county -- When you think of
13 Silicone Valley you think of tech, when you think of Orange
14 County you think of perhaps the beaches, Disneyland, things
15 like that. I have a vision by the end of this century, we
16 will be seeing from Sweden to Paris as the sustainable
17 capital of the world. I just don't think the county is
18 brands as well as it should be.

19 Event held here at the Orange County fairgrounds
20 consists of the competition which is the 16 teams from around
21 California, the California state schools, and in China. And
22 a couple of other places who will bring their homes here and
23 they will display them, and there will be a competition. We
24 have community judges who will sit on these juries and they
25 will be evaluating. Education because it gives the students

1 this hands on approach and it's great for the community buzz
2 it's a way Michelle use the term "info-tainment".

3 We want the event to be educational and not to be
4 professors lecturing to people and a drag. We want this to
5 be as good and as enjoyable and fun. And Mike has headed
6 this up semester student show case. If you have been reading
7 the paper, she is very outspoken about climate students. The
8 Greta Thunberg Generation just four or five years younger
9 than me. And they we want to create an event. Ding wishes
10 us from the national event took a portion of the money we
11 received and were giving that out to Orange County teachers K
12 through 12 and certain universities in which where the
13 college competitions probably defined 1000 square feet. And
14 you got to do these things we know there are a lot of bright
15 creative people out there bring the busses to the fair and
16 give you all a little bit of money and what you are doing
17 makes sense and a good thing, do for it you know, I we just
18 get it out there. And finally. Doing this a third thing
19 exposition in which all of the public secretary the people
20 the state and county and locally who are doing interesting
21 things on sustainability and we get to see that.

22 In fact, one of the things I have discovered, things
23 not just at the legislative level, but state level and county
24 level, and a lot of them people don't know about California
25 politics, California natural resources agency it's

1 \$8,000,000,000 budget and it's 25,000 employees. Until I got
2 involved with this -- don't report me but it's true. State
3 is doing great things. The county is going great things.
4 Let's pull it all together. Once we do that, we also want to
5 hop this up to entertainment.

6 We are not going to get everything we want in 2023,
7 but the idea of a electric big foot motorcycle race, the idea
8 of a drone show that is exciting to watch, but doesn't
9 pollute. All these things facilitates perfect for that.
10 Bring them in executors Mike can talk about that if you
11 corner him but that's the plan.

12 And finally, I go to the next slide these are the
13 schools you will see Mike and I really hustled to let people
14 know about it but we did get 18 we got 16 and a lost them are
15 local area schools. And we are very pleased about that so
16 will the me just conclude and I appreciate the time.

17 Climate change has been identified by the state but
18 by the governor legislator and both parties and virtually
19 everyone as a very serious problem. We agreed and Mike and
20 had I have done Survey work issue. We want to create on
21 event that happens every two years. We want an event out you
22 know. It's always good to have a goal and we see the fair,
23 which is an wonderful event -- I see this as a second event.
24 Are we get to a million and two people? No. But the fair is
25 wonderful, it's successful, it took them a couple of decades

1 to get them where they are at today. Introduce this as a
2 complimentary event and the shorthand is that perhaps the
3 fair for me celebrates agricultural and veterans all great
4 things to do. Our event will knock us primarily into the
5 future. So I see them as complimentary. I see them fitting
6 in perfect with your goal of educating the public. And I see
7 it fitting in perfectly because this is the most visited
8 public facility in Orange County. Everybody knows where the
9 fair is, so that is it so here is your homework.

10 What did I need from you? Mike and I believe, and
11 our team believes, and I know Michelle and Joe that this is
12 obviously good for the environment and it is good for the
13 public must be list and I believe it is good for the Orange
14 County Fair and Event Center. So particularly if we can hold
15 it every two years, not just once, so some of you probably
16 people that you ever certainly elected state and local level.
17 We have gotten local support from the county but right now I
18 am taking to our state Senators Josh Newman and Tom I speak
19 to Tom Umberg we want a permanent.

20 Natural resources agency a budget one it's a \$8
21 billion budget, I want to at \$5 million to that. Most of it
22 goes back to the state in terms of the schools and
23 fairgrounds and lucky for us to have it. And that would
24 be -- that would mean we wouldn't have to be hustling to get
25 the money and we note we are going to be doing it. The

1 Teslas Apples. Electric vehicles Cal Edison and Disney they
2 are all smart until we can prove the concept and that's what
3 we are going to this year. But if you can connect us with
4 prominent individuals government agencies individual firms.

5 You chose sustainability because it's very board.
6 To me, is too constraint. Sustainability, solar winding,
7 impossible burgers, and all sorts of things. We want them
8 represented here. So you know these people. They have heard
9 from me and Mike. I hope that they will hear from you. So I
10 will stop. That's tougher professor but Mike and I are here
11 if you have cods questions I'm happy to take them I know you
12 have a packed agenda and I appreciate the time to speak to
13 you.

14 Okay. Anything? Did you want to quiz me?

15 CHAIR PHAM: No thanks. I think we can. Really
16 awesome event I mean this is amazing to me. I really think
17 this.

18 PROFESSOR SMOLLER: You know we don't speak for the
19 fair but Michelle and I have spoken and we just see the idea
20 of a complimentary event in which we bring people here and
21 they become educated on a public policy and our rental and
22 things like that to me that's all great and since the staff
23 believe me. Other cities who kind of cornered us but the
24 staff and the fair grounds have just been forthcoming and
25 accommodating it's a hard thing to get something lake this

1 going we are inventing it as we speak we are hopeful in two
2 years after that it would be a lot easier. Mike and I are
3 here. We have cards so we can chat.

4 CHAIR PHAM: Typically, public comments are reserved
5 after this.

6 With that, Leadership Committee. We met on January
7 eleven and discussed. Agenda as well as the Western Fair
8 Association. And that's anything to add.

9 CHAIR PHAM: Financial Monitoring and Audit
10 Committee?

11 VICE CHAIR KOVACEVICH: I can go ahead and take
12 that. This is Director Kovacevich. We did meet on the 20th.
13 We went through the finance reports. The revenue \$1.5
14 million, and it was favorable to budget by \$63,000.
15 Performance from winter-fest parking equipment and personnel.
16 The operating expense \$2.3 million and unfavorable to budget
17 by \$400,000. A year-to-date period ending the December 31st
18 2022 is \$53.3 million and unfavorable to budget by \$500.
19 We're \$44.6 million and \$3.2 million.

20 And 2022 year end ongoing: Preliminary net proceeds
21 for 2022 are \$8.6 million and are favorable to the 2022
22 budget by \$2.6 million. For the period ending December 31st
23 2022, cash and investments are at \$70.8 million and the
24 committee is also part of this meeting reviewed the Master
25 Site Plan cash flow today. And of course, approved that as

1 well because it was a great cash flow plan with some charts
2 to go along with that. And staff shared with the committee
3 too. To the CDFA over time hours accrued by part time
4 seasonal employees were not paid. However, the HR team
5 researched the issue and the checks will now be going out to
6 any of those affected employees in the next pay period. And
7 I believe we are going to paying overtime when due. The up
8 next meeting will be on the 17th of February.

9 CHAIR PHAM: Thanks, Nick. Facilities Committee?

10 MR. LA BELLE: Yes. We had a condition earlier
11 various projects. The next committee meeting is next
12 Wednesday the second. And I'm sure Michelle and Ken will be
13 providing this information on how we get to where we want to
14 get to in terms of the earlier board action.

15 And I have nothing further.

16 CHAIR PHAM: Great. Thank you. And then
17 Entertainment and Business Development Committee, do you have
18 anything to updates us on?

19 MS. CERVANTES: Hi, this is Director Cervantes. And
20 if Michelle can go ahead and provide that update on the
21 entertainment she e-mailed to us.

22 MS. RICHARDS: Yeah, just a very brief report. We
23 are booking performances for the Pacific Amphitheater and The
24 Hangar, and Action Sport Arena. So lots of tickets are on
25 sale already for those. Pac Amp performances that have

1 already been booked going on sale on Saturday. And as
2 mentioned previously, we have exceeded \$1,000,000 in ticket
3 sales already to date for the Pacific Amphitheater. And that
4 is a record, so people want to come and see live
5 entertainment at the OC Fair next summer.

6 MR. LA BELLE: Michelle, can you let us know which
7 ones are going on Saturday, or is it still a secret?

8 MS. RICHARDS: Yes. Director Aitken can talk about
9 one of her favorites.

10 MS. AITKEN: Yes. Beck is going on sale.

11 MS. RICHARDS: And I'm going to draw a blank. AJR
12 and Stix. Thank you. Stix, AJR, and Beck will be going on
13 sale Saturday.

14 CHAIR PHAM: Great. Thank you. And I'll move to
15 public comment at this point in time and call Jeanine
16 Robbins.

17 MS. ROBBINS: Good morning. As most of you know, my
18 husband has been selling on the fairgrounds since 1979. I
19 joined him working there in 1995. The swapmeet is a
20 community event. It's a community experience, and the public
21 loves it. And they drive from 100 miles a way to come to the
22 swapmeet. And every time we have a date, I send out hundreds
23 of text messages to all of the customers to let them know the
24 date that we are going to be there. It's very -- I know, I
25 appreciate Michelle and Newton and Barbara and Joan for

1 meeting with DL, and I'm very anxious to hear the results of
2 that.

3 I just don't know what else to say. I mean, the
4 swapmeet needs some help they need some help in the fees, the
5 charges, the number one complaint of course is the parking.
6 It would be -- if a customer is coming to return a shirt
7 that they bought the wrong size, do I expect them to pay \$12?
8 To the customer, it seems exorbitant. Hopefully the vendor
9 parking will change. We rent the space, yet we have been
10 charged as much as \$20 to park our in the space we have
11 already rented.

12 The swapmeet is not a pop-up event where you unload
13 all your stuff and you take up a parking space we are parking
14 in the space that we have already paid forment so I really
15 hope that staff and this board, since you sat down are more
16 cognizant of what is involved in the swapmeet. Thank you.

17 CHAIR PHAM: Thank you. Mike Robbins?

18 MR. ROBBINS: Thank you. Actually I just wanted to
19 thank Michelle and Newton and Barbara for working with DL
20 thank you very much for meeting with him and I hope that
21 everything is going to be great for the future. Thanks so
22 much.

23 CHAIR PHAM: All right. Thank you. Paty
24 Fredrickson.

25 MS. FREDRICKSON: Hi. I wanted to also thank the

1 members for meeting with DL. I wanted to, it's obvious we
2 are here about the swap meet. This is in a generation passed
3 on, passed on, passed on from families. We are tracking 50
4 years of the swapmeet. Now, I took over a business that was
5 over 40 years old. Summer, it doesn't matter what the
6 business is. I still have people who call and ask when the
7 swapmeet is so they can plan to come in town on those days.
8 Even people from out of state as far as Colorado. They plan
9 their vacations around the swapmeet, believe it or not. And
10 that's huge.

11 So I see all these great things on your board here
12 that you support community you support small business and yet
13 when you raise these fees, specially the parking, you're
14 killing small business. You're hurting us and what the
15 community is seeing they see it as the fair grounds doesn't
16 care about small business, and I know that's not the case.
17 So we want to work with you, we want to build this back up.
18 You're talking generations of people waiting for that
19 experience people come to California to come to Disneyland
20 they come to Orange County to come to the swap meet because
21 that's just as important to them and more affordable. So all
22 I'm asking is please work with DL, work with us, give us the
23 chance to rebuild the swap meet and make it fun again. It's
24 a community event and everyone around loves it. And you
25 know, even when we had the Covid-19, you closed the swapmeet

1 down per year: We couldn't get to our trailer. Yet, we
2 waited. And we continued to support the fairgrounds as a
3 community as a local. We go to the fair. We do all those
4 things. All I'm asking is to please find a way to work with
5 us and lower the price of parking so our customers would want
6 to come back so we could grow it. Thank you.

7 CHAIR PHAM: Thank you. We have one Zoom speaker.
8 Jason Micado.

9 MS. ANGUS:

10 MR. MICADO: Yeah. Good morning. Thank you for
11 offering to speak. I just want to say on behalf of everyone
12 that the swapmeet is very important to me as a small business
13 model. A business home so I use the swapmeet kind of as a
14 way to, you know, draw my business or get my name out there.
15 So it's important that you work with small businesses, with
16 this swapmeet, you know, people. Likeness how they earn, I
17 know that's how I earn an income as well. So thank you for
18 the work that you have done. Just work with DL. Work with
19 small business owners to continue the business that we have
20 done and to give the opportunity -- as one other person said,
21 "Give us the opportunity to improve this swapmeet." This is
22 really important, so thanks.

23 CHAIR PHAM: Great. Thank you. And last, but not
24 least, DL.

25 MR. SESENA: Thank you. I would just like to echo

1 what everyone has said and Chair Pham and Director Bagneris
2 and Joan and Michelle for taking the time for meeting with me
3 this week and as we continue to grow from 50 vendors to
4 probably over a 100 hopefully in the future. We love being
5 here at this facility. It's a long-time event. I'm not the
6 first person to bring this event. I'm trying to continue it.
7 I would love if we can have an open dialog and we continue to
8 talk and move forward. And just at the meeting this past
9 week, I think I feel like the board and the fair staff, and
10 fair staff has always been very positive with the event. So
11 I believe it's a good start to continue the event this year
12 and years to come. So we appreciate the time, and I wish we
13 continue dialogue. And thank you very much.

14 CHAIR PHAM: Thanks, DL. All right.

15 Moving on to Community Affair Community Report.
16 Barbara, did you want to provide the report?

17 MS. BAGNERIS: Yes. I'll go ahead and kick it off.
18 We did meet on the 10th for our committee meeting, and as you
19 have just heard, we did have a meeting with DL this week and
20 on Tuesday. And we are doing to give a complete update. It
21 won't be at this meeting, but we will give the complete
22 update in the next meeting, because we still have a couple
23 more meetings that we want to have with DL about the concerns
24 you expressed in this meeting and inaccuracies that are
25 shared, that we have heard shared in these meetings as well.

1 So we will have a complete update probably by the next board
2 meeting. We also talked about the public art project. We
3 are continuing to look at next possibly doing a competition
4 with the Orange County students. Orange County community
5 will continue those discussions on that project.

6 We talk heritage month which is in August and there
7 will be a recognition that is planned during the OC Fair so
8 there is our track. Of course, MLK day just passed us. What
9 celebrated as a holiday plan service projects. And we also
10 know that Black History Month is right on us starting
11 February 1, and we will begin to hang the African flag for
12 the entire month of February. Michelle committee meeting we
13 can do that at this time or Director Pham, if you would like
14 to make any comment.

15 CHAIR PHAM: Yeah, no. I just thought the meeting
16 with the OC swapmeet was pretty productive and look forward
17 to follow up on that and things to come on that front with
18 that we will move into closed session.

19 (Closed session 11:33 a.m.- 11:50 a.m.)

20 CHAIR PHAM: Is everyone back on Zoom? All right
21 everybody. The Board met in closed session and you know we
22 have nothing to report at this time. I'll turn it over to
23 Michelle.

24 MS. RICHARDS: Okay just a few up dates. The first
25 phase of our public safety shut off subject completed by

1 California construction authority and we were able to invoice
2 them for the reimbursement of owe that first phase. I know
3 some members of the board with concerned out quickly we would
4 get reimbursed \$33,984. And as a reminder, CCA in the state
5 required that full payment upfront. It was a big ticket but
6 we are getting reimbursed in a timely manner. So okay.

7 Everybody hold on because our board meetings would
8 soon be going paperless. We are in the process iPads to use
9 during board meetings to share documents and materials. So
10 no more binders. No more reams of paper. We will be testing
11 the new equipment at next month's board meeting with full use
12 by all at the March meeting. We are very happy.

13 MR. LA BELLE: With the yellow binder as a
14 souvenir.

15 MS. RICHARDS: Yes, there you go. We are very happy
16 to welcome Allen Mesick. Allen, stand up. There's Allen.

17 The opening of this position was a result of Evy
18 young being promoted to director of Agriculture programs and
19 agriculture played a big part of his life from running his
20 own farm raising a variety of livestock animals Angora goats
21 and rabbits and you would remember Angora goats from the
22 goats those were Allen's goats. He serves as a license judge
23 for the American Rabbit Breeder Association and judged
24 throughout the word throughing the OC Fair. He has also
25 served as a livestock animal supervisor for California and

1 with his broad range of experience and various roles in the
2 field of agriculture, we know Allen would be a great addition
3 to the OC Fair family.

4 MR. MESICK: Thank you very much.

5 MS. RICHARDS: We just wanted everyone to see your
6 face.

7 MR. MESICK: I'm very proud to work here, very proud
8 to work here.

9 MS. RICHARDS: Okay. For the past several years,
10 Verizon Wireless had sponsored the OC Fair by providing
11 cellular service during the fair dates. Our sales team year
12 round -- deal with Verizon Wireless who will be installing a
13 cellular how to youer on the Action Sport Arena to help boost
14 cellular services and guests who use the property year-round.
15 The contract one optional year to renew and revenue to us
16 will be a \$62,000 per year. So congratulations to our sales
17 team. I didn't want to show that right away. Everyone
18 forget you saw that.

19 Even members of staff Western Fairs Association in
20 Reno, Nevada and the OC Fair and Event Center won 14
21 achievement awards, 8 1st place Honors, one 3rd and an
22 Honorable mention. Five of the 1st place award were in the
23 photography awarding including this beauty. Do you love it?
24 Yes, that's from our camel dairy exhibit. And that one was a
25 division winner. OC first donkey competition a, television

1 ad for the fair, and the Heroes Hall part of that Fighting
2 for the Right to Fight Exhibit. Our overall marketing
3 campaign 2nd place honors and the fair's poster 3rd place
4 award. The honorable mention was given to the special event.
5 Culinary program so we were pretty proud coming out of WFA.
6 And I'll turn it over to the Joan real quick for upcoming
7 events.

8 MS. HAMILL: Well, with the events updates we will
9 turn it on. Well, good morning and happy New Year, and happy
10 Lunar New Year. This weekend the 27th through the 29th USBA
11 Vet Association the presents the California Tet Festival.
12 Largest Lunar New Year Fest, and it is a beautiful event.
13 Great food selections and fun. It's absolutely a joy. I
14 encourage everyone to attend that. January 28th and 29th
15 Amigo Guitar award show in the Hangar. Repticon taking place
16 on the 4th and 5th February. The following weekend The Great
17 Train Show is here the 11th and 12th in the Costa Mesa and
18 Huntington Beach building. Fight Club is in the Hangar,
19 first of 23 shows and the most fun you can have on a Thursday
20 night in OC. And a new event for our property. Gran Baile
21 Romantico concert February 18 in the Hangar. This is a
22 Hispanic Valentines concert featuring Industria group,
23 Liberacion, and more. Another new event SoCal Sword Fighting
24 2023. The largest historical martial arts event. And that
25 is taking place in the Costa Mesa building, and it features

1 tournaments multiple sets and division classes and sectors of
2 historical and modern weapons. As well as first aid CPR and
3 certification. And it's an opportunity to learn about
4 antique weapons and sword fighting and much more.

5 If it's Thursday, it's the certified OC Farmers
6 Market 9:00 to 1:00 presented by the OC farm bureau right
7 outside in Lot D. And there are not one, but two sold-out
8 classes taking place the Centennial Farm next month. And
9 gifts from the kitchen which is preserved foods. And the
10 sold-out events that you can not attend at this point is
11 these. I know, I'm teasing everybody with that.

12 These season farm gang busters and they are growing
13 in popularity. Make sure you secure your spot months prior
14 both of these classes, November and December respectively.
15 And the reason being they are simply fantastic and increasing
16 in popularity and everyone is getting the word out. So if
17 you are attending future classes, I would invite to check our
18 website early and sign up early. The teachers are great and
19 they are a lot of fun too and you learn a lot.

20 Of course, Centennial Farm and Heroes Hall.
21 Centennial Farm school tours and after school programming and
22 are in full swing we had a very busy Discovery Days the other
23 day. Heroes Hall continues with the exhibit of Stanley
24 Troutman's photography on the first floor -- on the second
25 floor of Heroes Hall. The organization a second

1 Imagineology, which we talked about earlier, is around the
2 corner. 15 and 16th. It's two days of fun and learning of
3 activities, and so much more. Our Orange County will once
4 again be partnering. And the Dia la Nio's event and upcoming
5 meetings.

6 And of course anticipating and planning happy
7 together. Single-day admission tickets, along with our new
8 admission everyday passport go on sale beginning next month.
9 The as the name indicates, pass holders into the fair for one
10 price, and there's no need to buy admission tickets for a
11 specific day online to see what's available. One-time
12 passport purchase pre-planning. It's all about convenience
13 and freedom of choice. Of course the there's a limited
14 number of passports sold that's ten thousand total. So do
15 not hesitate to buy the passports when they go on sale next
16 month. And events and Pacific Amphitheater ham am and the
17 hangar and action sport arena and of course returning will be
18 the wonderful you can get at the fair once a year. Junior
19 livestock auctions garden floral and plenty more. And that
20 concludes my report.

21 MS. RICHARDS: That concludes our report.

22 CHAIR PHAM: Thank you. At this time I would like
23 to go ahead and open the room and allow directors to have any
24 sort of comments. Barbara, do you have any comments to make?

25 MS. BAGNERIS: I apologize I could not be with you

1 today. Hopefully you can hear me. Okay. I apologize to
2 everyone in the room. I got in my car and started to pull
3 out, and I heard this boom. My garage door fell, and it
4 would not open, so I was trapped. And I thank God for Zoom
5 for ways to enter these meetings virtually so I don't feel
6 like I missed anything not being there today.

7 Especially new mayor of Anaheim a huge hug, and I
8 wish I was there to see her in-person, so I will miss that.
9 But we will have to hook up at another time. I think we had
10 a good meeting I appreciate your leadership, Director Pham.
11 I'm loving you sitting in that chair. So I hope to see
12 everybody soon, and that's all.

13 CHAIR PHAM: Thanks, Barbara. Sandra?

14 MS. CERVANTES: Yes. The entire team, awesome job.
15 And thank you to our new mayor, and everybody just have a
16 beautiful weekend.

17 CHAIR PHAM: Thanks Sandra. You know what? I think
18 Ashleigh has a point speak now so we can.

19 MS. AITKEN: Okay. Yeah, nobody make eye contact at
20 me. Today is going to be my last fair board meeting. I am
21 going to read a letter I sent out to the Governor before this
22 meeting. Mixed feelings I am stepping down as a member of
23 the Orange County Fair Board. The third second DAA -- I'm
24 going to cry. Member of Anaheim. A city of three hundred
25 fifty, oldest and municipalities. Anaheim deserves my full

1 attention will be for ever one of the greatest honor of my
2 career. I love attending the Orange County Fair every summer
3 since I was a kid. It's a town square where many communities
4 come together and celebrate. I started my term in 2012 and
5 it was a tumultuous time with a lawsuit to stop the
6 privatization of property. Then I leave 10 years later a
7 part of the most profitable county in the state.

8 I was proud to be Vice Chair and Chair by my
9 colleagues to the priority of the installation of Serenity
10 Walk, Dignity, the farm workers memorial agriculture roots,
11 and the work of those food. The renovation of Pac Amp and
12 Plaza Pacifica, museum restoration of the army barracks
13 Vietnam era. Sky hawk air cast. 2023 day fair, introduction
14 of the fair foodies, and eat with everyone at the
15 concessionary stands. Pivoting during the pandemic. Vaccine
16 sites and drive through family experience and rebounding hope
17 a successful fair. Over the past teen years fair family has
18 become my real family. And I count so many amazing staff and
19 mentors and friends. My heart is heavy, but it is lightened
20 by my faith that the Board is left in amazing hands. Thank
21 you. Ashleigh Aitken.

22 CHAIR PHAM: Doug, do you have anything? I can't
23 follow that up.

24 MR. LA BELLE: Several months ago, I encouraged
25 Michelle to send out a photo to my fellow directors to

1 identify. Barbara you're here; right?

2 MS. BAGNERIS: I'm here.

3 MR. LA BELLE: And Barbara was all over that photo.
4 Immediately, she's getting everybody that could possibly be
5 in that photo. And Michelle said, "No, that's not right.
6 That's not right." Well, finally Michelle gave her the hint
7 that told the whole thing. They send a advise work in
8 government. Immediately, it's Doug.

9 All right. Okay. I promised a very cheesy, reward
10 to whoever guessed who was in that photo, what I'm about to
11 present to Barbara I wish you were here I'm sorry your garage
12 fell down. Pick this up in Michelle's office when you are
13 able to get out. This doesn't really get any cheesier than
14 this. Barbara I want you to see this here. Bonnie wrapped
15 it up for me, so I'll never get it off.

16 MS. RICHARDS: Summer will hold it up to the camera
17 for you, Doug.

18 MS. BAGNERIS: I'm holding my breath.

19 MR. LA BELLE: You're going to cherish this forever,
20 I got to tell you this. All righty. First of all. The
21 photo showed this guy and the giant chicken costume with some
22 little kids around it. Probably young adults now.
23 Hopefully, they weren't traumatized by it. So the first
24 thing I'm go to do. I'll take the liberty to unwrapping
25 this. Place of honor in your home or wherever you choose to

1 place it. Okay. Right now it will be in her garage. There
2 is the chicken guy. Barbara guessed that pretty quickly.

3 MS. BAGNERIS: I will hang that in my garage.

4 MR. LA BELLE: There's more. The best part, the
5 absolute best part from my percent inspect I have. You just
6 can't. So Barbara, have fun. Thank you for being a good
7 sport.

8 MS. BAGNERIS: I've always wanted one of those.

9 MS. RICHARDS: Director Bagneris, those will be in
10 my office. So come get them as soon as possible.

11 MR. LA BELLE: On a more serious note. I have
12 gotten to know Ashleigh over the last ten years or so. I was
13 on the board when she came on and got to know her family and
14 her kids. And it's just been a delight, you know working
15 with you. I got to know your mom and dad, Betty and Wiley
16 your. Mom is a kick, she really is. I just enjoyed your
17 contributions to the Board. We have we haven't always seen
18 things the same way but that's fine that's why there are nine
19 of us here for different perspectives. I wanted to wish you
20 every success. Been on the other side of the table so I know
21 what your challenges are. And for both of you and for
22 Natalie, if there is anything you want to bounce off me feel
23 free to call me and it's worth exactly what you may for zero
24 but I'm here to help. And congrats again.

25 MS. AITKEN: Okay. Thank you.

1 MR. LA BELLE: That's all I have.

2 CHAIR PHAM: Nick?

3 VICE CHAIR KOVACEVICH: Yeah, thank you. Good
4 meeting. I'm very excited about 2023, so I think we are off
5 to the great start here. We have got some new additions, we
6 have got a lot going on this year. The only disappointing
7 thing is our great colleague Ashleigh is moving on, but
8 rightfully so and congratulations on becoming mayor. I was a
9 proud supporter of your campaign. If I knew it would mean
10 leaving the board, I might have reconsidered. I look forward
11 to continue to build our relationship. And thank you for
12 welcoming me when I joined a few years ago. And then lastly,
13 I hope everyone is rooting remaining California football
14 team. So go niners.

15 CHAIR PHAM: Sounds good. A little bit. I
16 actually. I do want to win a Superbowl as well. But I feel
17 bad for the Zoomers. Sandra, do you have anything to say?
18 Feel free.

19 MS. CERVANTES: Thank you, Ashleigh. I have known
20 Ashleigh since she was a kid. We traveled with Ashleigh and
21 the her family all over the world and had a lot of fun. She
22 is just an amazing person, and she is exactly where she needs
23 to be now. And I'm really exited for her and her family.
24 So congratulations, again.

25 CHAIR PHAM: And then, Barbara, you did it pretty

1 well without addressing, but if you want to say anything, go
2 ahead as well.

3 MS. BAGNERIS: Thank you for circling back. I'm a
4 better person today because I have gotten to know you. You
5 have made me a better person. You always had thoughtful
6 comments. And after I heard you speak, I would rethink the
7 way I was thinking. And I appreciate you always gave us your
8 perspective, and I'm going to miss that.

9 But I'm going to tell you, the city of Anaheim is so
10 blessed to have you as their first woman mayor and you have
11 already started interacting with woman mayors across the
12 country. And I know you are giving them insight and thought
13 from this that they need as well, so. You are going to go
14 well beyond the walls of Anaheim, beyond the city walls of
15 Anaheim in this position that you are in.

16 I'm going to miss you. You just don't know how much
17 I'm going to miss you because I look forward to hearing from
18 you at every meeting. I wish you the best. I wish your
19 family the best and go God is blessing you right now in such
20 a time as this I wish you well.

21 CHAIR PHAM: I think the entire board is going to
22 miss you, quite frankly. For me, I can't believe it's
23 already been 8 years. For me at least. You have been a
24 really great role model for me. I really admired -- I'm
25 actually I'm a pretty stoic person. I really admired

1 everything you have done. I think you have shown true
2 dedication to the community. And I think in your new role,
3 you will dedicate your whole self, and I genuinely believe
4 that. I always admired your insightful input. Again, not
5 always agreeing, but always from a rational place, and always
6 providing us with great perspective over the years. And I
7 really appreciate getting to know you and your family as well
8 and you will be very missed so.

9 MS. RICHARDS: Well, with that said we don't --

10 MS. AITKEN: Okay. If someone ever describes me as
11 "stoic", it's probably because I'm dead. Check my pulse.

12 MS. RICHARDS: We don't have the words, but we have
13 the pictures. They have to be orange; right?

14 There is always a place for you here at the OC Fair.
15 You and your family everyday passport.

16 CHAIR PHAM: All right. Well, the next board
17 meeting will be on February 23, 2023. And with that, the
18 meeting is now adjourned.

19 (Meeting adjourned at 12:19 p.m.)
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CERTIFICATE OF STENOGRAPHER

* * * *

The undersigned Stenographer does hereby certify:
That the foregoing proceeding was taken before me at the
time and place therein set forth.

That the testimony and all objections made at the time
of the Proceeding were recorded stenographically by me and
were thereafter transcribed, said transcript being a true and
correct copy of the proceedings thereof.

In witness whereof, I have subscribed my name, this date:

JANUARY 26, 2023

Charissa De la Torre

CHARISSA DE LA TORRE