

MINUTES OF OCFEC BOARD OF DIRECTORS MEETING HELD MAY 25, 2023

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

Glen Johnson, Centennial Farm Foundation President, presented a check for \$28,000 to OCFEC in support of Centennial Farm. He discussed grants, future fundraising efforts and improvements to the foundation's website and social media.

1. CALL TO ORDER:

Chair Pham, called the meeting to order at 9:40 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE: The Pledge of Allegiance was recited by Director Bagneris. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT:

Chair Pham, Vice Chair Kovacevich, Director La Belle, Director Cervantes (Via Zoom), Director Ruiz (Via Zoom) and Director Bagneris.

Director Ruiz joined the meeting at 9:58 a.m.

DIRECTORS ABSENT/EXCUSED: Director Rubalcava-Garcia.

OTHERS PRESENT:

Michele Richards, OCFEC CEO; Ken Karns, OCFEC Chief Operating Officer; Joan Hamill, OCFEC Chief Business Development Officer; Summer Angus, OCFEC Executive Assistant; Josh Caplan, Office of the Attorney General; Neomi Sandoval, transcriptionist; Glen Johnson; Reggie Mundekis; Carolyn Beaver; Dennis Phelps

5. MINUTES:

A. Board meeting held April 27, 2023

Action Item

ACTION: Director Cervantes motioned and Director La Belle seconded to approve the minutes from Board meeting held April 27, 2023. **MOTION**

CARRIED. AYES: Chair Pham, Vice Chair Kovacevich, Director La Belle, Director Cervantes and Director Bagneris. NAYES: None. ABSTENTIONS: None.

6. MATTERS OF PUBLIC COMMENT

Reggie Mundekis discussed a LA Times podcast called "Foretold" which featured a fortune teller whose family operates Diane's Psychic Services at the OC Fair.

Carolyn Beaver, Equestrian Center (EQC) user, discussed the EQC and the progress that has been made now that the fairgrounds has taken over management. She talked about vacant stalls due to maintenance, stalls remaining unavailable and potential lost revenue. She criticized the Lopez Works contract for being too

expensive. She also discussed Changing Strides, a non-profit, and weekend camps for at-risk youth.

Dennis Phelps, Vietnam Veterans Chapter 1024 President, discussed donating two weeks of their time and helicopter (for an exhibit at Heroes Hall during fair). He stated that two weeks is all they can offer, since they are not allowed to collect donations at the fairgrounds.

7. CONSENT CALENDAR:

- A. Standard Agreements:** SA-099-23FT; SA-100-23YR; SA-105-23HB; SA-106-23HB; SA-107-23PS; SA-108-23PL; SA-109-23HA; SA-110-23PA; SA-111-23YR; SA-113-23SP; SA-114-23SP; SA-115-23PA; SA-116-23PA; SA-117-23PA; SA-118-23SP; SA-119-23FT; SA-120-23YR; SA-127-23SP
 - i. Standard Agreement Amendments:** SA-033-22SP (Amend. #2)
 - ii. Standard Agreement Amendments (Exercise Option):** SA-141-20YR (Amend. #4); SA-142-20FT (Amend. #2); SA-129-22FT (Amend. #1)
- B. Rental Agreements:** R-018-23; R-024-23; R-025-23; R-085-23; R-087-23; R-088-23; R-089-23; R-090-23; R-091-23; R-093-23; R-094-23; OCC-2301; OCC-2302; OCC-2303; OCC-2304; OCC-2305; OCC-2306; OCC-2307
 - i. Rental Agreement Amendments:** R-076-23 (Amend. #1)
- C. Active Joint Powers Authority Agreements (New):** None.
- D. Commercial Rental Agreements:** 23007; 23008; 23009; 23014; 23015; 23017; 23166; 23018; 23019; 23023; 23025; 23032; 23040; 23041; 23043; 23049; 23054; 23056; 23063; 23065; 23066; 23165; 23070; 23072; 23073; 23074; 23077; 23083; 23084; 23093; 23094; 23099; 23100; 23101; 23105; 23110; 23111; 23113; 23116; 23118; 23122; 23124; 23125; 23127; 23128; 23129; 23033; 23132; 23135; 23136; 23137; 23142; 23145; 23146; 23147; 23148; 23152; 23153; 23154; 23155; 23156
- E. Concession Rental Agreements:** 23559
- F. Judging Agreements:** CA-001-23; CA-002-23; CA-003-23; CA-004-23; CA-005-23; CA-006-23; CA-007-23; CA-008-23; CA-009-23; CA-010-23; CA-011-23; CA-012-23; CA-013-23; CA-014-23; CA-015-23; CA-016-23; CA-017-23; CA-018-23; CA-019-23; CA-020-23; CA-021-23; CA-022-23; CA-023-23; CA-024-23; CA-025-23; CA-026-23; HA-001-23; HA-002-23; HA-003-23; HA-004-23; HA-005-23; HA-006-23; HA-007-23; HA-008-23; HA-009-23; HA-010-23; HA-011-23; HA-012-23; HA-013-23; HA-014-23; HA-015-23; HA-016-23; VA-001-23; VA-002-23; VA-003-23; VA-004-23; VA-005-23; VA-006-23; VA-007-23; VA-008-23; VA-009-23; VA-010-23; VA-011-23; VA-012-23; VA-013-23; VA-014-23; VA-015-23; VA-016-23; VA-017-23; VA-018-23; VA-019-23; VA-020-23; VA-021-23
- G. Platinum Rental Agreements:** 23702; 23704; 23709; 23731; 23724; 23718; 23721; 23729

H. Correspondence:

Communications to the Board from members of public related to OCFEC business are identified below and included with the Board materials (available on the OCFEC website). Note that this agenda item includes only those communication(s) that were sent to the entire Board and CEO before the publication of this month's agenda. The deadline for correspondence to be included on the June 2023 agenda is June 9, 2023.

- i. None.

I. CDFA Correspondence:

Communications to the Board from the California Department of Food & Agriculture Division of Fairs & Expositions regarding relevant topics at Fairs and Expositions.

- i. 4/28/2023: 2023-24 Poultry Health Inspection Grant Available

- End of Consent Calendar –

CEO Richards stated Standard Agreements SA-099-FT and SA100-23YR (City of Costa Mesa/CMPD) will be removed from the consent calendar because the new rate sheet has not been received.

ACTION: Director Bagneris motioned and Director Cervantes seconded to approve the Consent Calendar with Standard Agreements SA-099-FT and SA100-23YR (City of Costa Mesa) removed. **MOTION CARRIED. AYES:** Chair Pham, Vice Chair Kovacevich, Director La Belle, Director Cervantes and Director Bagneris. **NAYES:** None. **ABSTENTIONS:** None.

8. GOVERNANCE PROCESS

A. Annual State of the OC Fair & Event Center Address

Information Item

CEO Richards presented the State of the Fair address.

CEO Richards confirmed that she will be making the presentation during the fair when the OC Cities are invited to attend.

B. Committee / Ad Hoc Committee / Liaison Report

Information Item

To assure compliance with the Bagley-Keene Act, Committee reports are only for the purpose of the Committee chair, Ad Hoc Committee members or Liaison to provide a verbal update. Should the Board want to discuss any Committee work item not already on the agenda; those would need to be agendized for a future Board meeting.

- i. **Leadership Committee** (Chair Pham, Committee Chair; Vice Chair Kovacevich)
- ii. **Financial Monitoring and Audit Committee** (Director Kovacevich, Committee Chair; Director Bagneris)
- iii. **Facilities Committee** (Director Ruiz, Committee Chair; Director La Belle)

- iv. **Governance Committee** (Director Cervantes, Committee Chair; Director Rubalcava-Garcia)
- v. **Community Affairs Committee** (Director Bagneris, Committee Chair; Chair Pham)
- vi. **Entertainment and Business Development Committee** (Director Rubalcava-Garcia, Committee Chair; Director Cervantes)

Chair Pham, on behalf of the Leadership Committee, reported:

- The committee met on May 10 to discuss the May agenda
- Next meeting is 6/7/2023.

Vice Chair Kovacevich, on behalf of the Financial Monitoring and Audit Committee, reported:

- The Committee met on May 19 and reviewed and discussed the following:
 - The April financial reports (he presented the financial reports to the Board)
 - The EQC April financial report (he presented the report to the Board)
 - Staff provided a draft forecast of revenues and operating expenses for the EQC through the end of 2023
 - The 2022 audit is near completion – currently waiting on pension information from the State
- Next committee meeting will be 6/16/23

Director La Belle, on behalf of the Facilities Committee, reported:

- The RFP for the administration building has been prepared by CCA
 - Submittal for the RFP closes June 1
 - Committee is recommending a scoping session between late June and August and a presentation to the full Board

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

- Committee met on May 22
 - Plaza Pacifica Art Project - Staff is getting additional estimates of cost for digital panels
 - Artwork competition will be held during the fair
- May is Asian American Pacific Islander Heritage Month

Director Cervantes, on behalf of the Entertainment and Business Development Committee, reported:

- Staff provided an updated entertainment chart
- Ticket sales are strong - \$6.15M to date, an increase of twenty-two percent over 2022 for the same time period
- Hangar and Action Sports Arena sales remain ahead of expectations

9. **CLOSED SESSION** (Closed to the Public)

The Board adjourned to closed session at 10:24 a.m. and resumed at 10:39 a.m.

Items to report out of closed session: None.

Chair Pham left the meeting after Closed Session.

10. CEO'S OPERATIONALOUNCEMENTS AND UPDATES

CEO Richards reported the following:

- 50 days until the 2023 OC Fair
- Fair billboard is up and the Skyride has arrived
- She made a OC Fair presentation to California Parks and Recreation members

Joan Hamill, Chief Business Development Officer, gave update on upcoming events at OCFEC.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Board members made concluding comments:

- Praise for CEO Richards' State of the Fair presentation
- Anticipation for the fair
- Gratitude for the Centennial Farm Foundation contribution

12. NEXT BOARD MEETING: JUNE 22, 2023

13. ADJOURNMENT

The meeting adjourned at 10:49 a.m.

Nick Kovacevich, Vice Chair

Michele Richards, Chief Executive Officer