



BOARD OF DIRECTORS AGENDA REPORT

MEETING DATE: OCTOBER 24, 2024 ITEM: 10A

SUBJECT: **Presentation of 2023 Audit by Financial Monitoring & Audit Committee and Vote on Whether or Not to Accept**

DATE: October 18, 2024

FROM: Financial Monitoring & Audit Committee:
Directors Pham and Bilezikjian

PRESENTATION BY: Financial Monitoring & Audit Committee:
Directors Pham and Bilezikjian

Action Item

BACKGROUND

Representatives from Lance Soll & Lunghard, the audit firm contracted by the District, has review the draft 2023 audit report with the Financial Monitoring and Audit Committee.

The audit report indicates that the financial statements present fairly in all material respects and that there are no deficiencies in internal controls. Since the original posting of this staff report, the District has received the Other Post-Employment Benefits (OPEB) data from the State. The audit has been updated and finalized, and now includes OPEB, which are benefits, other than pension distributions, that the State provides to retirees.

The Financial Monitoring and Audit Committee will present the audit document for the Board's approval and filing with the California Department of Food & Agriculture (CDFA).

A copy of the audit is attached.

RECOMMENDATION

The Financial Monitoring & Audit Committee and staff recommend acceptance of the 2023 audit report and filing with CDFA. Additionally, the committee and staff wish to thank Lance, Soll & Lunghard for their work.



32ND DISTRICT AGRICULTURAL ASSOCIATION OC FAIR & EVENT CENTER

DECEMBER 31, 2023 AND 2022

FINANCIAL STATEMENTS

Focused
on YOU



32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

TABLE OF CONTENTS

	<u>Page</u>
INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS	
Statements of Net Position	4
Statements of Revenues, Expenses, and Changes in Net Position	5
Statements of Cash Flows	6
Notes to the Financial Statements	7
REQUIRED SUPPLEMENTARY INFORMATION	
Pension Information	
Schedule of Changes in Net Pension Liability and Related Ratios	25
Schedule of Plan Contributions	27
Other Post-Employment Benefit Information	
Schedule of Changes in Net OPEB Liability and Related Ratios	29
Schedule of Contributions - OPEB	31
OTHER REPORT	
Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	32



INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
32nd District Agricultural Association
OC Fair & Event Center
Costa Mesa, California

Opinions

We have audited the financial statements of the 32nd District Agricultural Association, OC Fair & Event Center (32nd DAA), as of and for the years ended December 31, 2023 and 2022, and the related notes to the financial statements, which collectively comprise the 32nd DAA's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the 32nd DAA, as of December 31, 2023 and 2022, and the respective changes in financial position, and, where applicable, cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the 32nd DAA and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the 32nd DAA's ability to continue as a going concern for 12 months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.



To the Board of Directors
32nd District Agricultural Association
OC Fair & Event Center
Costa Mesa, California

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and *Government Auditing Standards*, we

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 32nd DAA's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the 32nd DAA's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the schedule of employer contributions, the schedule of proportionate share of the net pension liability, and the schedule of changes in net OPEB liability and related ratio be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the *Governmental Accounting Standards Board* who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.



To the Board of Directors
32nd District Agricultural Association
OC Fair & Event Center
Costa Mesa, California

Management has omitted management's discussion and analysis that accounting principles generally accepted in the United States of America require to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinions on the basic financial statements are not affected by this missing information.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report date October 22, 2024 on our consideration of the 32nd DAA's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the 32nd DAA's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering 32nd DAA's internal control over financial reporting and compliance.

A handwritten signature in black ink that reads "Lance, Soll & Lungard, LLP". The signature is fluid and cursive, with "Lance" and "Soll" on the first line and "& Lungard, LLP" on the second line.

Brea, California
October 22, 2024

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR AND EVENT CENTER

STATEMENTS OF NET POSITION
DECEMBER 31, 2023 AND 2022

	2023	2022
Assets		
Current Assets		
Cash	\$ 2,281,448	\$ 1,908,863
Cash Equivalents	52,560,149	67,597,188
Accounts Receivable	2,871,517	1,165,385
Reserve for Bad Debt	(49,643)	(71,133)
Prepaid Expenses	234,901	164,503
Total Current Assets	57,898,372	70,764,806
Capital Assets		
Capital Projects in Process	24,997,904	1,849,037
Land	133,553	133,553
Buildings and Improvements	102,454,888	99,323,558
Equipment	4,548,212	8,774,012
Accumulated Depreciation	(65,408,602)	(67,668,308)
Total Capital Assets	66,725,955	42,411,852
Total Assets	124,624,327	113,176,658
Deferred Outflow of Resources		
Deferred Outflows - Pension	8,032,979	4,073,171
Deferred Outflows - OPEB	861,994	774,547
Total Deferred Outflows of Resources	8,894,973	4,847,718
Total Assets and Deferred Outflow of Resources	\$ 133,519,300	\$ 118,024,376
Liabilities		
Current Liabilities		
Accounts Payable and Accrued Expenses	\$ 958,441	\$ 1,077,023
Deferred Revenue	2,175,904	1,106,232
Payroll Liabilities	702,988	445,040
Deposits	26,757	6,179
Current Portion of Loan Payable - SB 84	1,267,192	950,394
Current Portion of Compensated Absences Liability	491,331	832,933
Total Current Liabilities	5,622,613	4,417,801
Noncurrent Liabilities		
Loan Payable - SB84	472,387	789,185
Compensated Absences Liability	1,263,582	866,312
Pension Liability	19,343,604	11,022,430
OPEB Liability	4,427,396	6,043,759
Total Noncurrent Liabilities	25,506,969	18,721,686
Total Liabilities	31,129,582	23,139,487
Deferred Inflow of Resources		
Deferred Inflows - Pension	438,072	4,672,408
Deferred Inflows - OPEB	1,502,883	1,069,322
Total Deferred Inflows of Resources	1,940,955	5,741,730
Net Position		
Investment in Capital Assets	66,725,955	42,411,843
Net Position - Designated Use	504,460	504,460
Net Position - Donations	537,569	537,569
Net Position - Available for Operations	39,352,645	55,489,086
Unrestricted Net Position - Pension	(6,654,598)	(9,782,531)
Net Position - Auction Fund	(17,268)	(17,268)
Total Net Position	100,448,763	89,143,159
Total Liabilities, Deferred Inflow of Resources and Net Position	\$ 133,519,300	\$ 118,024,376

See Independent Auditors' Report and Notes to Financial Statements.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR AND EVENT CENTER

STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION
YEARS ENDED DECEMBER 31, 2023 AND 2022

	2023	2022
Operating Revenue		
Admissions	\$ 13,081,459	\$ 12,769,308
Commercial Space	1,174,080	1,175,714
Carnival	7,082,463	7,319,586
Concessions	10,683,804	10,828,552
Exhibits	86,294	134,869
Attractions - Fairtime	9,696,722	8,226,581
Grants	4,672	91,964
Personnel	1,774,895	1,532,286
Event Services	1,738,677	1,547,397
Parking	5,668,921	4,923,313
Sponsorship	1,906,393	1,974,912
Equipment Rental	743,947	652,500
Other Operating	2,675,585	1,380,986
Total Revenue	56,317,912	52,557,968
Operating expenses		
Administration	21,085,120	19,603,296
Maintenance and Operations	6,564,801	5,391,932
Publicity	1,506,370	1,137,864
Misc Fair	255,111	441,254
JLA	249,313	233,724
Premiums	128,168	119,085
Fair Entertainment	6,986,139	6,451,205
Depreciation	2,819,505	3,182,354
Pension and other post-employment benefits	(1,143,220)	(6,713,662)
Equipment Rental	2,884,453	2,885,532
Professional Services	7,154,241	4,037,657
Sponsorship	324,896	346,913
Dues & Subscription	81,711	81,299
Total Operating Expenses	48,896,608	37,198,453
Operating Income	7,421,304	15,359,515
Non Operating Revenue and Expenses		
Other Income (Expense)	4,053,668	(473,290)
Cash over (short)	(11,822)	(9,922)
Gain / (loss) on disposal of assets	(157,546)	15,029
Total non Operating Revenue and Expenses	3,884,300	(468,183)
Net Position		
Change in Net Position	11,305,604	14,891,332
Net Position at January 1	89,143,159	74,251,827
Net Position at December 31	\$ 100,448,763	\$ 89,143,159

See Independent Auditors' Report and Notes to Financial Statements.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR AND EVENT CENTER

STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in Net Position	\$ 11,305,604	\$ 14,891,332
Adjustment to Reconcile Excess of Revenue Over Expenses to Net Cash Provided by Operating Activities:		
Non-Cash Charges (Credits) to Net Income		
Depreciation Expense	2,819,505	3,182,354
(Gain) loss on sale of capital assets	157,546	(15,029)
(Increase) Decrease in Assets and Deferred Outflows		
(Increase) Decrease in Accounts Receivable	(1,727,622)	2,209,433
(Increase) Decrease in Prepaid Expenses	(70,398)	(24,606)
(Increase) Decrease in Deferred Outflows - Pension	(3,959,808)	233,441
(Increase) Decrease in Deferred Outflows - OPEB	(87,447)	(55,758)
Increase (Decrease) in Liabilities and Deferred Inflows		
Increase (Decrease) in Accounts Payable	(118,582)	(470,039)
Increase (Decrease) in Deferred Revenue	1,069,672	267,106
Increase (Decrease) in Payroll Liabilities	257,948	(140,169)
Increase (Decrease) in Deposits	20,578	(18,516)
Increase (Decrease) in Compensated Absence Liability	55,668	(96,034)
Increase (Decrease) in Deferred Inflows - Pension	(4,234,336)	4,476,882
Increase (Decrease) in Deferred Inflows - OPEB	433,561	(331,641)
Increase (Decrease) in Net Pension Liability	8,321,174	(7,367,775)
Increase (Decrease) in Net OPEB Liability	(1,616,363)	(3,668,812)
Total Adjustments	1,321,096	(1,819,163)
Net Cash Provided (Used) by Operating Activities	12,626,700	13,072,169
CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for acquisition of capital assets	(27,303,419)	(2,660,586)
Proceeds from sale of capital assets	12,265	15,029
Net Cash Provided (Used) by Investing Activities	(27,291,154)	(2,645,557)
NET INCREASE (DECREASE) IN CASH	(14,664,454)	10,426,612
Cash and Cash Equivalents - Beginning of Period	69,506,051	59,079,439
Cash and Cash Equivalents - End of Period	\$ 54,841,597	\$ 69,506,051
Cash	\$ 2,281,448	\$ 1,908,863
Cash Equivalents	52,560,149	67,597,188
Total Cash and Cash Equivalents	\$ 54,841,597	\$ 69,506,051

See Independent Auditors' Report and Notes to Financial Statements.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 1: Summary of Significant Accounting Policies

General

The 32nd District Agricultural Association (32nd DAA) was formed for the purpose of sponsoring, managing, and conducting the business of the OC Fair each year in Costa Mesa, California. The State of California, Department of Food and Agriculture, through the Fairs and Expositions Branch provides oversight responsibilities to the 32nd DAA. The 32nd DAA is subject to the policies, procedures, and regulations set forth in the California Government Code, California Business and Professions Code, Public Contracts Code, Food and Agricultural Code, State Administrative manual, and the Accounting Procedures Manual established by the Fairs and Expositions Branch.

Basis of Accounting

The accounting policies applied to and procedures used by the 32nd DAA conform to accounting principles applicable to District Agricultural Associations as prescribed by the State Administrative Manual and the Accounting Procedures Manual. The 32nd DAA's activities are accounted for as an Enterprise fund. The Governmental Accounting Standards Board (GASB) defines an enterprise fund as a fund related to an organization financed and operated in a manner similar to a private business enterprise where the intent is to recover the costs of providing goods or services to the general public primarily through user charges. Pursuant to GASB Statement No. 20, Accounting and Financial Reporting for Proprietary Funds and Other Governmental Entities That Use Proprietary Fund Account, the 32nd DAA has elected to apply the provisions of all relevant pronouncements of the Financial Accounting Standards Board (FASB), including those issued after November 30, 1989, that do not conflict with or contradict GASB pronouncements.

The 32nd DAA's financial activities are accounted for using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP) as promulgated by the Governmental Accounting Standards Board. Thus, revenues are reported in the year earned rather than collected and expenses are reported in the year incurred rather than paid.

Cash and Cash Equivalents

The 32nd DAA's cash and cash equivalents are separately held in various local banks. The Financial Accounting Standards Board defines cash equivalents as short-term, highly liquid investments that are both: (1) readily convertible to known amounts of cash; and (2) so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. The cost of all cash equivalents of the 32nd DAA approximates market value.

The California State Treasury makes available the Local Agency Investment Fund (LAIF) through which local governments may pool investments. Each governmental entity may invest up to \$75,000,000 in the fund. Investments in the LAIF are highly liquid, as deposits can be converted to cash within 24 hours without loss of interest. Therefore, the 32nd DAA considers all pooled government funds with the LAIF to be cash equivalents.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 1: Summary of Significant Accounting Policies (Continued)

In accordance with the Accounting Procedures Manual, the 32nd DAA is authorized to deposit funds in certificates of deposit and interest-bearing accounts. However, Government Code Sections 16521 and 16611 require the bank or savings and loan association to deposit, with the State Treasurer, securities valued at 110 percent of the uninsured portion of the funds deposited with the financial institution. Government Code Sections 16520 and 16610 provide that security need not be required for that portion of any deposit insured under any law of the United States, such as FDIC and FSLIC.

Accounts Receivable

Accounts receivable consists of trade accounts arising in the normal course of business. Uncollectible accounts are written off after all attempts at collection have been pursued. Accounts receivable are periodically evaluated for collectability based on past credit history with customers and their current financial condition. The allowance for doubtful accounts is determined on the basis of loss experience, economic conditions in the industry, and financial stability of customers.

Property and Equipment

Construction-in-progress, land, buildings and improvements, and equipment are acquired with operating funds and funds allocated by the State. Any acquired assets, if greater than \$5,000 and a useful life of one or more years, are recorded at cost less accumulated depreciation. Depreciation is computed using the straight-line method over the estimated useful lives of the asset. Buildings and improvements are depreciated over 5 to 30 years and purchases of equipment are depreciated over five years. Capitalized infrastructure assets, such as drainage systems and paving, may be depreciated over 20 to 40 years. Costs of repair and maintenance are expensed as incurred by the 32nd DAA. Interest cost on borrowed funds during the period of construction of capital assets is capitalized as a component of the cost of acquiring those assets, net of related interest income in the case of tax-exempt debt. Furthermore, donated building improvements, and equipment are recorded at their fair market value at the date of the donation. This recorded basis is depreciated over the useful lives identified above. The costs of projects that have not been placed in service are recorded in Capital Projects in Process and no depreciation is recorded on Capital Projects in Process until the project is completed and the asset is placed in service.

The 32nd DAA periodically evaluates whether events or circumstances have occurred that may have resulted in an impairment of its property and equipment. No such impairment occurred in the years ended December 31, 2023 or 2022.

Compensated Absences

Pursuant to Statement No. 16 of the Governmental Accounting Standards Board, state and local governmental entities are required to report the liability for compensated absences. Compensated absences are absences for which permanent employees will be paid, such as vacation, personal leave, and compensatory time off. The compensated absences liability is calculated based on the pay rates in effect at the balance sheet date.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 1: Summary of Significant Accounting Policies (Continued)

Deferred Outflows/Inflows of Resources

In addition to assets, the statement of net position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense/expenditure) until then. The 32nd DAA has deferred outflows relating to the net pension liability and net OPEB liability reported in the statement of net position. These outflows are the results of contributions made after the measurement period, which are expensed in the following year, the net difference between projected and actual earnings on pension plan investments, differences between expected and actual experience, adjustments due to differences in proportions, and difference in proportionate share.

In addition to liabilities, the statement of net position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time. The 32nd DAA has deferred inflows relating to the net pension liability and net OPEB liability are the results of the difference between expected and actual experience, changes in assumptions, adjustments due to differences in proportions, and difference in proportionate share.

Pension

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the plans and additions to/deductions from the plans' fiduciary net position have been determined on the same basis as they are reported by the CalPERS Financial Office. For this purpose, benefit payments (including refunds of employee contributions) are recognized when currently due and payable in accordance with the benefit terms. Investments are reported at fair value.

GASB Statement No. 68 requires that the reported results must pertain to liability and asset information within certain defined timeframes. For this report, the following timeframes are used.

Valuation Date	June 30, 2021
Measurement Date	June 30, 2022
Measurement Period	July 1, 2021 to June 30, 2022

Other Post-Employment Benefits (OPEB)

For purposes of measuring the net OPEB liability, deferred outflows of resources, deferred inflows of resources related to OPEB, OPEB expense, information about the fiduciary net position of the OPEB Plan, the assets of which are held by the California Employers' Retiree Benefit Trust (CERBT), an agent multiple-employer defined benefit healthcare plan administered by the California Public Employees' Retirement System (CalPERS), and additions to/deductions from the OPEB plan's fiduciary net position have been determined by an independent actuary. For this purpose, benefit payments are recognized when currently due and payable in accordance with the benefit terms. Investments are reported at fair value.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 1: Summary of Significant Accounting Policies (Continued)

GASB Statement No. 75 requires that the reported results must pertain to liability and asset information within certain defined timeframes. For this report, the following timeframes are used:

Valuation Date	June 30, 2022
Measurement Date	June 30, 2022
Measurement Period	July 1, 2021 to June 30, 2022

Revenue Recognition

Generally, the 32nd DAA recognizes revenues upon completion of services provided primarily under authorized contractual agreements. Advance payments received are deferred in accrued liabilities and other in the Statements of Net Position until performance is complete. Operating lease revenue is recognized, in part, based on the financial statements provided by the lessee.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with the accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Date of Management's Review

The 32nd DAA has evaluated events through October 22, 2024, the date the financial statements were available to be issued.

Note 2: Cash and Cash Equivalents

The following list of cash and cash equivalents were held by the 32nd DAA as of December 31:

	2023	2022
Cash in Bank - Operating	\$ 2,281,448	\$ 1,908,863
Cash in Bank - LAIF	<u>52,560,149</u>	<u>67,597,188</u>
Total Cash and Cash Equivalents	<u>\$ 54,841,597</u>	<u>\$ 69,506,051</u>

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 2: Cash and Cash Equivalents (Continued)

Investment in State Investment Pool

The 32nd DAA is a voluntary participant in the Local Agency Investment Fund (LAIF) that is regulated by the California Government Code under the oversight of the Treasurer of the State of California. The fair value of the 32nd DAA's investment in this pool is reported in the accompanying financial statements at amounts based on the 32nd DAA's pro-rata share of the fair value provided by LAIF for the entire LAIF portfolio (in relation to the amortized cost of that portfolio). The balance available for withdrawal is based on the accounting records maintained by LAIF, which are recorded on an amortized cost basis. LAIF does not impose limits or restrictions on participant withdrawals and the entire balance of the 32nd DAA's investment on the portfolio is available for withdrawal at any time, LAIF is not registered with the Securities and Exchange Commission and is not rated. Deposits and withdrawals in LAIF are made on the basis of \$1 and not fair value. Accordingly, the 32nd DAA's investment in this pool is measured on uncategorized inputs not defined as Level 1, 2 or 3.

Fair Value Hierarchy

The 32nd DAA categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are quoted prices for similar assets in active markets; Level 3 inputs are significant unobservable inputs. At December 31, 2023 and 2022, all of the 32nd DAA's investments are LAIF and are considered uncategorized.

Note 3: Capital Assets

Capital Assets activity for the year ended December 31, 2023, is as follows:

	<u>Balance at January 1, 2023</u>	<u>Transfers</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance at December 31, 2023</u>
Capital assets being depreciated:					
Buildings and improvements	\$ 99,323,559	\$ 3,427,076	\$ 19,762	\$ (315,508)	\$ 102,454,889
Equipment	8,774,011	583,973	123,741	(4,933,514)	4,548,211
Total depreciable capital assets	108,097,570	4,011,049	143,503	(5,249,022)	107,003,100
Less accumulated depreciation:					
Buildings and improvements	(59,503,362)	-	(2,406,827)	168,747	(61,741,442)
Machinery and equipment	(8,164,946)	-	(411,786)	4,909,572	(3,667,160)
Total accumulated depreciation	(67,668,308)	-	(2,818,613)	5,078,319	(65,408,602)
Net depreciable assets	40,429,262	4,011,049	(2,675,110)	(170,703)	41,594,498
Capital assets not depreciated:					
Land	133,553	-	-	-	133,553
Capital Projects in Process	1,849,037	(4,011,049)	27,159,916	-	24,997,904
Capital assets, net	\$ 42,411,852	\$ -	\$ 24,484,806	\$ (170,703)	\$ 66,725,955

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 3: Capital Assets (Continued)

Capital Assets activity for the year ended December 31, 2022, is as follows:

	<u>Balance at January 1, 2022</u>	<u>Transfers</u>	<u>Additions</u>	<u>Deletions</u>	<u>Balance at December 31, 2022</u>
Capital assets being depreciated:					
Buildings and improvements	\$ 98,670,325	\$ 242,211	\$ 411,023	\$ -	\$ 99,323,559
Equipment	8,377,811	-	434,836	(38,636)	8,774,011
Total depreciable capital assets	107,048,136	242,211	845,859	(38,636)	108,097,570
Less accumulated depreciation:					
Buildings and improvements	(56,632,058)	-	(2,871,304)	-	(59,503,362)
Machinery and equipment	(7,892,532)	-	(311,050)	38,636	(8,164,946)
Total accumulated depreciation	(64,524,590)	-	(3,182,354)	38,636	(67,668,308)
Net depreciable assets	42,523,546	242,211	(2,336,495)	-	40,429,262
Capital assets not depreciated:					
Land	133,553	-	-	-	133,553
Capital Projects in Process	276,521	(242,211)	1,814,727	-	1,849,037
Capital assets, net	\$ 42,933,620	\$ -	\$ (521,768)	\$ -	\$ 42,411,852

Depreciation expense for years ended December 31, 2023 and 2022 was \$2,819,505 and \$3,182,354, respectively.

Note 4: Defined Benefit Pension Plan

Description of Plan

The 32nd DAA contributes to the California Public Employees' Retirement System (CalPERS), an agent multiple-employer defined benefit pension plan. All qualified permanent and probationary employees are eligible to participate in the 32nd DAA's Miscellaneous Plan. CalPERS provides retirement and disability benefits, annual cost-of-living adjustments and death benefits to plan members and beneficiaries. CalPERS acts as a common investment and administrative agent for participating public entities within the State of California. Benefit provisions under the Plans are established by State statute and the 32nd DAA's Board of Directors. Copies of CalPERS' annual financial report may be obtained from its executive office at 400 P Street, Sacramento, California 95814.

Benefits Provided

CalPERS provides service retirement and disability benefits, annual cost of living adjustments and death benefits to plan members, who must be public employees and beneficiaries. Benefits are based on years of credited service, equal to one year of full-time employment. Members with five years of total service are eligible to retire at age 50 with statutorily reduced benefits. All members are eligible for non-duty disability benefits after 10 years of service. The death benefit is one of the following: The Basic Death Benefit, the 1957 Survivor Benefit, or the Optional Settlement 2W Death Benefit. The cost of living adjustments for each plan are applied as specified by the Public Employees' Retirement Law.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 4: Defined Benefit Pension Plan (Continued)

The Plans provisions and benefits in effect at December 31, 2023 and December 31, 2022, are summarized as follows:

	Tier I*	Tier II
	Prior to	January 1, 2013
Hire date	January 1, 2013	and after
Benefit formula	2.5% @ 55	2% @ 62
Benefit vesting schedule	5 years of service	5 years of service
Benefit payments	monthly for life	monthly for life
Retirement age	50 and up	52 and up
Monthly benefits, as a % of eligible compensation	2.0% to 2.5%	1.0% to 2.5%
Required employee contribution rates	8.00%	3.75%
Required employer contribution rates	10.00%	-

* Plan is closed to new entrants

Contribution Description

Section 20814(c) of the California Public Employees' Retirement Law (PERL) requires that the employer contribution rates for all public employers be determined on an annual basis by the actuary and shall be effective on the July 1 following notice of a change in the rate. Funding contributions for the Miscellaneous Plan are determined annually on an actuarial basis as of June 30 by CalPERS. The actuarially determined rate is the estimated amount necessary to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. The 32nd DAA is required to contribute the difference between the actuarially determined rate and the contribution rate of employees.

For the year ended December 31, 2023, the contributions recognized as an increase to the net pension liability were \$2,536,945.

For the year ended December 31, 2022, the contributions recognized as an increase to the net pension liability were \$2,279,016.

Net Pension Liability

As of December 31, 2023 and December 31, 2022, the 32nd DAA reported a net pension liability for its proportionate share of the net pension liability of \$19,343,604 and \$11,022,430, respectively.

The 32nd DAA's net pension liability is measured as the proportionate share of the net pension liability. The net pension liability is measured as the total pension liability, less the pension plan's fiduciary net position. The net pension liability of each Plan is measured as of June 30, 2022, using an annual actuarial valuation as of June 30, 2021. The 32nd DAA's proportion of the net pension liability was based on a projection of the 32nd DAA's long-term share of contributions to the pension plans relative to the projected contributions of all participating employers, actuarially determined. The 32nd DAA's proportionate share of the net pension liability was 0.0512% as of June 30, 2022, an increase of 0.0017% from the prior year.

A summary of principal assumptions and methods used to determine the net pension liability is shown below.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 4: Defined Benefit Pension Plan (Continued)

Actuarial Assumptions

For the measurement period ended June 30, 2022 (the measurement date), the June 30, 2021 valuation was rolled forward to determine the June 30, 2022 total pension liability. The June 30, 2022 total pension liability were based on the following actuarial methods and assumptions:

Actuarial Cost Method	Entry Age Normal in accordance with requirements of GASB Statement No. 68.
Actuarial Assumptions	
Discount Rate	6.90%
Inflation	2.30%
Salary Increases	Variable by Entry Age and Service
Investments Rate of Return	6.90% Net of Pension Plan Investment and Administrative Expenses; includes Inflation.
Mortality Rate Table (1)	Derived used CalPERS' Membership Data for all Funds.
Post Retirement Benefit Increase	The lesser of contract COLA or 2.30% until Purchasing Power Protection Allowance Floor of Purchasing Power applies, 2.30% thereafter.

(1) The mortality table used was developed based on CalPERS-specific data. The probabilities of mortality are based on the 2021 CalPERS Experience Study for the period from 2001 to 2019. Pre-retirement and Post-retirement mortality rates include generational mortality improvement using 80% of Scale MP-2020 published by the Society of Actuaries. For more details on this table, please refer to the CalPERS Experience Study and Review of Actuarial Assumptions report from November 2021 that can be found on the CalPERS website.

The June 30, 2021 total pension liability was based on the following actuarial methods and assumptions:

Actuarial Cost Method	Entry Age Normal in accordance with requirements of GASB Statement No. 68.
Actuarial Assumptions	
Discount Rate	7.15%
Inflation	2.50%
Salary Increases	Variable by Entry Age and Service
Investments Rate of Return	7.15 % Net of Pension Plan Investment and Administrative Expenses; includes Inflation.
Mortality Rate Table (1)	Derived used CalPERS' Membership Data for all Funds.
Post Retirement Benefit Increase	The lesser of contract COLA or 2.50% until Purchasing Power Protection Allowance Floor of Purchasing Power applies, 2.50% thereafter.

(1) The mortality table used was developed based on CalPERS-specific data. The probabilities of mortality are based on the 2017 CalPERS Experience Study for the period from 1997 to 2015. Pre- retirement and Post-retirement mortality rates include 15 years of projected mortality improvement using 90% of Scale MP-2016 published by the Society of Actuaries. For more details on this table, please refer to the CalPERS Experience Study and Review of Actuarial Assumptions report from December 2017 that can be found on the CalPERS website.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

Note 4: Defined Benefit Pension Plan (Continued)

Long-term Expected Rate of Return

The long-term expected rate of return on pension plan investments was determined using a building-block method in which expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class.

In determining the long-term expected rate of return, CalPERS took into account both short-term and long-term market return expectations. Using historical returns of all of the funds' asset classes, expected compound (geometric) returns were calculated over the next 20 years using a building-block approach. The expected rate of return was then adjusted to account for assumed administrative expenses of 10 Basis points. The expected real rates of return by asset class are as follows:

Asset Class (1)	Allocation	Real Return(1)(2)
Global Equity - Cap-weighted	30.00%	4.54%
Global Equity - Non-Cap-weighted	12.00%	3.84%
Private Equity	13.00%	7.28%
Treasury	5.00%	0.27%
Mortgage-back Securities	5.00%	0.50%
Investment Grade Corporates	10.00%	1.56%
High Yield	5.00%	2.27%
Emerging Market Debt	5.00%	2.48%
Priate Debt	5.00%	3.57%
Real Assets	15.00%	3.21%
Leverage	-5.00%	-0.59%
Total	<u>100.00%</u>	

(1) An expected inflation of 2.30% used for this period.

(2) Figures are based on the 2021 Asset Liability Management Study.

Discount Rate

The discount rate used to measure the total pension liability was 6.90%. The projection of cash flows used to determine the discount rate assumed that contributions from plan members will be made at the current member contribution rates and that contributions from employers will be made at statutorily required rates, actuarially determined. Based on those assumptions, the Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

Changes in the Net Pension Liability

The 32nd DAA's portion of net pension liability recognized over the measurement period is \$19,343,604 for the Plan.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 4: Defined Benefit Pension Plan (Continued)

The DAA's net pension liability for the Plan is measured as the proportionate share of the net pension liability. The net pension liability is measured as of June 30, 2022, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of June 30, 2021 rolled forward to June 30, 2022 using standard update procedures. The DAA's proportion of the net pension liability was based on a projection of the DAA's long-term share of contributions to the Plans relative to the projected contributions of all participating employers, as actuarially determined. The 32nd DAA's proportionate share of the net pension liability for the Plans as of June 30, 2021 and 2022 was as follows:

Proportion - June 30, 2021	0.0495%
Proportion - June 30, 2022	<u>0.0512%</u>
Change - Increase (Decrease)	0.0017%
Proportion - June 30, 2020	0.0529%
Proportion - June 30, 2021	<u>0.0495%</u>
Change - Increase (Decrease)	-0.0034%

Sensitivity of the Net Pension Liability to Changes in the Discount Rate

The following presents the net pension liability of the Plan as of the measurement date, calculated using the discount rate of 6.90 and 7.15 percent, respectively, as well as what the net pension liability would be if it were calculated using a discount rate that is 1 percentage-point lower (5.90/6.15 percent) or 1 percentage-point higher (7.90/8.15 percent) than the current rate:

For measurement period ended June 30, 2022

	Discount Rate -1% (5.90%)	Current Discount Rate (6.90%)	Discount Rate +1% (7.90%)
Plan's Net Pension Liability/(Assets)	\$ 27,834,068	\$ 19,343,603	\$ 12,255,345

For measurement period ended June 30, 2021

	Discount Rate -1% (6.15%)	Current Discount Rate (7.15%)	Discount Rate +1% (8.15%)
Plan's Net Pension Liability/(Assets)	\$ 18,573,422	\$ 11,022,430	\$ 4,692,280

Pension Plan Fiduciary Net Position

The plan fiduciary net position disclosed in the GASB Statement No. 68 accounting valuation report may differ from the plan assets reported in the funding actuarial valuation report due to several reasons. First, for the accounting valuations, CalPERS must keep items such as deficiency reserves, fiduciary self-insurance and OPEB expense included as assets. These amounts are excluded for rate setting purposes in the funding actuarial valuation. In addition, differences may result from early Annual Comprehensive Financial Report closing and final reconciled reserves. Detailed information about each pension plan's fiduciary net position is available in the separately issued CalPERS financial reports. See CalPERS website for additional information.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 4: Defined Benefit Pension Plan (Continued)

Pension Expense and Deferred Outflows and Deferred Inflows of Resources Related to Pensions

As of the start of the measurement period (July 1, 2021), the net pension liability was \$19,343,604. For the measurement period ending June 30, 2022, (the measurement date), the 32nd DAA incurred a pension expense of \$2,663.975 for the Plan.

As of June 30, 2022, the following were the reported deferred outflows of resources and deferred inflows of resources related to the pension plan:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Current year contributions that occurred after the measurement date of June 30, 2022	\$ 3,742,118	\$ -
Change of assumption	1,464,231	-
Difference between expected and actual experiences	305,866	(438,072)
Net difference between projected and actual earnings on pension plan investments	2,520,764	-
Total	\$ 8,032,979	\$ (438,072)

As of the start of the measurement period (July 1, 2020), the net pension liability was \$11,022,430. For the measurement period ending June 30, 2021, (the measurement date), the 32nd DAA incurred a pension expense of \$378,435 for the Plan.

As of June 30, 2021, the following were the reported deferred outflows of resources and deferred inflows of resources related to the pension plan:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Current year contributions that occurred after the measurement date of June 30, 2021	\$ 3,367,356	\$ -
Change of assumption	-	(16,615)
Difference between expected and actual experiences	705,815	-
Net difference between projected and actual earnings on pension plan investments	-	(4,655,793)
Total	\$ 4,073,171	\$ (4,672,408)

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 4: Defined Benefit Pension Plan (Continued)

Other amounts reported as deferred outflows or deferred inflows of resources related to pensions will be recognized as pension expense as follows:

For measurement period ended June 30, 2022:

Measurement Period ended June 30:	Deferred Outflows/(Inflows) of Resources
2023	\$ 926,377
2024	777,748
2025	521,530
2026	1,627,134

For measurement period ended June 30, 2021:

Measurement Period ended June 30:	Deferred Outflows/(Inflows) of Resources
2022	\$ (768,693)
2023	(887,656)
2024	(1,031,305)
2025	(1,278,939)

Note 5: Loan Payable SB-84

Chapter 50, Statutes of 2017 (SB 84), authorized the State to make a one-time \$6 billion supplemental pension payment to CalPERS in 2017-2018, in addition to the annual State contribution. The additional pension payment is funded through a non-interest bearing loan from the Surplus Money Investment Fund (SMIF). SB 84 requires the repayment of the loan principal be made from the General Fund and other funds and accounts (Funds) that are required by law to fund the state's employer contribution to the Public Employees' Retirement Fund. Pursuant to the 2018 Budget Act, the \$6 billion supplemental pension payment funded by the loan from the SMIF is estimated to result in net savings of \$4.8 billion. SB 84 requires all Funds to fully repay their principal by June 30, 2030. During the year ended 2019, the 32nd DAA established a loan payable to the SMIF for the principal of \$1,739,579. As of December 31, 2023, the amount remaining on the loan payable to SMIF was \$1,739,579. During the years ended 2023, 2022 and 2021, the payments were deferred by the State. The 32nd DAA is currently working with the State to determine the manner of payment. The 2021, 2022, and 2023 payments are currently classified as a current liability.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 5: Loan Payable SB-84 (Continued)

Future minimum loan repayments are as follows:

Fiscal year ended December 31, 2023		Fiscal year ended December 31, 2022	
December 31,	Amount	December 31,	Amount
2024	\$ 1,267,192	2023	\$ 950,394
2025	<u>472,387</u>	2024	316,798
Total	<u>\$ 1,739,579</u>	2025	<u>472,387</u>
		Total	<u>\$ 1,739,579</u>

Note 6: Compensated Absences

The 32nd DAA's policies relating to compensated absences are described in Note 1. The liability will be paid in future years as it becomes due.

	Balance at December 31, 2022	Additions	Deletions	Balance at December 31, 2023	Due in One Year
Compensated Absences	\$ 1,699,245	<u>\$ 103,586</u>	<u>\$ 47,918</u>	\$ 1,754,913	<u>\$ 491,331</u>
	Balance at December 31, 2021	Additions	Deletions	Balance at December 31, 2022	Due in One Year
Compensated Absences	\$ 1,795,279	<u>\$ 143,952</u>	<u>\$ 239,986</u>	\$ 1,699,245	<u>\$ 832,993</u>

Note 7: Taxation

Because the OC Fair & Event Center is not a legal entity and is under the District Agricultural Association, which is a state agency, it is not subject to taxation by federal or state authorities. All profits and losses flow to the District Agricultural Association and are subject to the tax regulations governing that entity.

Note 8: Other Post-Employment Benefits

Description of Plan

The 32nd DAA provides other post-employment benefits (OPEB) through the California Employers' Retiree Benefit Trust (CERBT), an agent multiple-employer defined benefit healthcare plan administered by the California Public Employees' Retirement System (CalPERS). OPEB addresses unfunded retirement health care by prefunding future health benefits for retired members. Prefunding OPEB is negotiated through the state collective bargaining process and pursuant to Government Code sections 22940 through 22944.5. OPEB contributions are deducted from the total pensionable compensation of each pay period. Pensionable compensation is any pay that is subject to retirement contribution, e.g. regular pay, Industrial Disability Leave, holiday pay, pay differentials, shift differential,

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 8: Other Post-Employment Benefits (Continued)

and special pay. Separate financial statements for the CERBT may be obtained by writing to CalPERS at Lincoln Plaza North 400 Q Street, Sacramento, California 95814 or by visiting the CalPERS website at www.calpers.ca.gov.

Net OPEB Liability

At December 31, 2023 and December 31, 2022, the 32nd DAA reported a liability of \$4,427,396 and \$6,043,759, respectively, for its proportionate share of the net OPEB liability. the 32nd DAA covered payroll is used as the basis for determining its proportion of the OPEB amounts. At December 31, 2023 and December 31, 2022, the 32nd DAA proportion was 0.0129% and 0.0149%, respectively, an decrease of 0.0020% from the prior year.

The 32nd DAA's net OPEB liability was measured as of June 30, 2022 and June 30, 2021 and the total OPEB liability used to calculate the net OPEB liability was determined by an actuarial valuation dated June 30, 2022 and June 30, 2022 to determine the December 31, 2023 and December 31, 2022, total OPEB liability, based on the following actuarial methods and assumptions:

Actuarial Cost Method	Entry Age Normal
Actuarial Assumptions	
Discount Rate	6.00%
Inflation	2.30%
Salary Increases	Varies by age and service
Investments Rate of Return	6.00% net of OPEB plan investment expenses but without reduction for OPEB plan administrative expenses
Mortality Rate Table	2021 CalPERS Experience Study
Mortality Improvement	Post-retirement mortality projected fully generational with Scale MP-2020
Healthcare Trend Rate	Pre-Medicare coverage: Actual rates for 2023, increasing to 7.00% in 2024, grading down to 4.50% from 2029 to 2037, and 4.25% for 2038 and later years. Post-Medicare coverage: Actual rates for 2023, increasing to rates ranging from 7.00% to 8.06% in 2024, grading down to 4.50% from 2031 to 2037, and 4.25% for 2038 and later years. Dental coverage: 0.03% for 2023, 2.00% for 2024, 3.00% for 2025, 4.00% for 2026, and 4.25% for 2027 and later years.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

Note 8: Other Post-Employment Benefits (Continued)

Actuarial Cost Method	Entry Age Normal
Actuarial Assumptions	
Discount Rate	6.00%
Inflation	2.30%
Salary Increases	Varies by age and service
Investments Rate of Return	6.00% net of OPEB plan investment expenses but without reduction for OPEB plan administrative expenses
Mortality Rate Table	2021 CalPERS Experience Study
Mortality Improvement	Post-retirement mortality projected fully generational with Scale MP-2020
Healthcare Trend Rate	Pre-Medicare coverage: Actual rates for 2022, increasing to 7.50% in 2023, grading down to 4.50% from 2029 to 2037, and 4.25% for 2038 and later years. Post-Medicare coverage: Actual rates for 2022, increasing to rates ranging from 7.50% to 8.42% in 2023, grading down to 4.50% from 2031 to 2037, and 4.25% for 2038 and later years. Dental coverage: 0.00% for 2022, 2.00% for 2023, 3.00% for 2024, 4.00% for 2025, and 4.25% for 2026 and later years.

The long-term expected rate of return on OPEB plan investments was determined using a building-block method in which expected future real rates of return (expected returns, net of OPEB plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation.

The target allocation and best estimates of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation	Real Return Years 1-10	Real Return Years 11-40
Global Equity	49.00%	4.40%	4.50%
Fixed income	23.00%	-1.00%	2.20%
TIPS	5.00%	-1.80%	1.30%
REITS	20.00%	3.00%	3.90%
Commodities	3.00%	0.80%	1.20%
Total	<u>100.00%</u>		

Discount Rate

The discount rate used to measure the total OPEB liability was 6.75 percent. The projection of cash flows used to determine the discount rate assumed that contributions will be made at rates equal to the actuarially determined contribution rates. Based on those assumptions, the OPEB plan's fiduciary net position was projected to be available to make all projected OPEB payments for current active and inactive employees and beneficiaries. Therefore, the long-term expected rate of return on OPEB plan investments was applied to all periods of projected benefit payments to determine the total OPEB liability.

**THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER**

**NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022**

Note 8: Other Post-Employment Benefits (Continued)

Changes in the OPEB Liability

The 32nd DAA's portion of net OPEB liability recognized over the measurement period is \$4,427,396 for the Plan.

The DAA's net OPEB liability for the Plan is measured as the proportionate share of the net pension liability. The net OPEB liability is measured as of June 30, 2022, and the total pension liability used to calculate the net OPEB liability was determined by an actuarial valuation as of June 30, 2021 rolled forward to June 30, 2022 using standard update procedures. The DAA's proportion of the net OPEB liability was based on a projection of the DAA's long-term share of contributions to the Plans relative to the projected contributions of all participating employers, as actuarially determined. The 32nd DAA's proportionate share of the net OPEB liability for the Plans as of June 30, 2020, 2021 and 2022 are as follows:

Proportion - June 30, 2021	0.0149%
Proportion - June 30, 2022	<u>0.0129%</u>
Change - Increase (Decrease)	-0.0020%
Proportion - June 30, 2020	0.0128%
Proportion - June 30, 2021	<u>0.0149%</u>
Change - Increase (Decrease)	0.0021%

Sensitivity of the Net OPEB Liability to Changes in the Discount Rate

The following presents the net OPEB liability of the 32nd DAA if it were calculated using a discount rate that is one percentage point lower or one percentage point higher than the current rate.

For measurement period ended June 30, 2022:

	1% Decrease 7.00%	Current Discount Rate 6.00%	1% Increase 5.00%
Net OPEB Liability / (Asset)	\$ 5,170,144	\$ 4,427,396	\$ 3,823,429

For measurement period ended June 30, 2021:

	1% Decrease 7.00%	Current Discount Rate 6.00%	1% Increase 5.00%
Net OPEB Liability / (Asset)	\$ 7,145,615	\$ 6,043,759	\$ 5,158,445

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

Note 8: Other Post-Employment Benefits (Continued)

Sensitivity of the Net OPEB Liability to Changes in the Health Care Cost Trend Rates

The following presents the net OPEB liability of the 32nd DAA if it were calculated using health care cost trend rates that are one percentage point lower or one percentage point higher than the current rate.

For measurement period ended June 30, 2022:

	1% Decrease Trend Rate	Current Healthcare Cost Trend Rates	1% Increase Trend Rate
Net OPEB Liability / (Asset)	\$ 3,771,210	\$ 4,427,396	\$ 5,259,741

For measurement period ended June 30, 2021:

	1% Decrease Trend Rate	Current Healthcare Cost Trend Rates	1% Increase Trend Rate
Net OPEB Liability / (Asset)	\$ 5,074,454	\$ 6,043,759	\$ 7,295,152

OPEB Plan Fiduciary Net Position

CERBT issues a publicly available financial report that includes financial statements and required supplementary information.

OPEB Expense and Deferred Outflows/Inflows of Resources Related to OPEB

For the year ended December 31, 2023 and December 31, 2022, the 32nd DAA recognized OPEB expense/(income) of 265,659 and \$252,040, respectively. As of December 31, 2023 and December 31, 2022, the 32nd DAA reported deferred outflows of resources related to OPEB from the following sources:

For measurement period ended June 30, 2022:

	Deferred Outflows of Resources	Deferred Inflows of Resources
OPEB contributions subsequent to measurement date	\$ 391,088	\$ -
Differences between expected and actual experiences	158,248	530,092
Changes of assumptions	268,636	958,654
Net difference between projected and actual earnings on OPEB plan investments	44,022	14,137
Total	\$ 861,994	\$ 1,502,883

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

Note 8: Other Post-Employment Benefits (Continued)

For measurement period ended June 30, 2021:

	Deferred Outflows of Resources	Deferred Inflows of Resources
OPEB contributions subsequent to measurement date	\$ 380,553	\$ -
Differences between expected and actual experiences	1,685	806,944
Changes of assumptions	390,542	240,115
Net difference between projected and actual earnings on OPEB plan investments	<u>1,767</u>	<u>22,263</u>
Total	<u>\$ 774,547</u>	<u>\$ 1,069,322</u>

The \$391,088 and \$380,553 reported as deferred outflows of resources related to contributions subsequent to the measurement date will be recognized as a reduction of the net OPEB liability during the year ending December 31, 2023 and December 31, 2022, respectively. Other amounts reported as deferred outflows of resources and deferred inflows of resources will be recognized as OPEB expense as follows:

For measurement period ended June 30, 2022:

Period ended June 30:	Outflows/(Inflows) of Resources
2023	\$ (270,606)
2024	(199,161)
2025	(137,306)
2026	(133,430)
2027	(134,825)
Therafter	<u>(156,649)</u>
Total	<u>\$ (1,031,977)</u>

For measurement period ended June 30, 2021:

Period ended June 30:	Outflows/(Inflows) of Resources
2022	\$ (239,128)
2023	(200,362)
2024	(115,607)
2025	(44,339)
2026	(39,053)
Therafter	<u>(36,839)</u>
Total	<u>\$ (675,328)</u>

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

MISCELLANEOUS PLAN - AGENT MULTIPLE-EMPLOYER
SCHEDULE OF CHANGES IN NET PENSION LIABILITY AND RELATED RATIOS
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2015	2016	2017	2018	2019
TOTAL PENSION LIABILITY					
Service Cost	\$ 748,868	\$ 750,548	\$ 802,127	\$ 926,224	\$ 977,848
Interest	3,380,550	3,318,301	3,471,082	3,546,766	3,789,751
Changes in Assumptions	-	-	-	2,723,396	(689,461)
Difference between Expected and Actual Experience	-	330,190	(48,733)	(185,982)	223,093
Benefit Payments, Including Refunds of Employee Contributions	(2,455,058)	(2,426,887)	(2,570,212)	(2,677,816)	(2,935,832)
Net Change in Total Pension Liability	1,674,360	1,972,152	1,654,264	4,332,588	1,365,400
Total Pension Liability - Beginning	45,043,287	43,884,464	46,306,397	47,943,508	54,448,870
Total Pension Liability - Ending (a)	\$ 46,717,647	\$ 45,856,616	\$ 47,960,660	\$ 52,276,096	\$ 55,814,270
PLAN FIDUCIARY NET POSITION					
Contributions - Employer	\$ 1,092,729	\$ 1,241,850	\$ 1,354,794	\$ 1,487,191	\$ 3,525,671
Contributions - Employee	388,631	367,038	385,048	405,452	435,633
Net Investment Income	5,255,510	716,439	163,238	3,522,168	3,066,917
Benefit Payments, Including Refunds of Employee Contributions	(2,455,058)	(2,426,887)	(2,570,212)	(2,677,816)	(2,935,832)
Net Plan to Plan Resource Movement	-	(168)	(555)	(1,315)	(671)
Administrative Expense	(43,821)	(36,501)	(19,948)	(47,292)	(56,352)
Other Miscellaneous Income/(Expense)	-	-	-	-	(107,013)
Net Change in Fiduciary Net Position	4,237,992	(138,229)	(687,634)	2,688,388	3,928,353
Plan Fiduciary Net Position - Beginning	30,414,439	32,550,940	32,730,628	32,031,535	36,163,003
Plan Fiduciary Net Position - Ending (b)	\$ 34,652,431	\$ 32,412,711	\$ 32,042,995	\$ 34,719,923	\$ 40,091,356
Plan Net Pension Liability/(Assets) - Ending (a) - (b)	\$ 12,065,217	\$ 13,443,905	\$ 15,917,666	\$ 17,556,172	\$ 15,722,914
Plan Fiduciary Net Position as a Percentage of the Total	74.17%	70.68%	66.81%	66.42%	71.83%
Covered Payroll	\$ 4,926,887	\$ 5,016,196	\$ 5,394,440	\$ 5,596,179	\$ 6,023,460
Plan Net Pension Liability/(Asset) as a Percentage of	244.89%	268.01%	295.08%	313.72%	261.03%

(1) Historical information is required only for measurement years for which GASB 68 is applicable. Fiscal Year 2015 was the first year of implementation, therefore only eight years are shown.

Notes to Schedule:

Benefit Changes:

The figures above generally include any liability impact that may have resulted from voluntary benefit changes that occurred on or before the Measurement Date. However, offers of Two Years Additional Service Credit (a.k.a. Golden Handshakes) that occurred after the Valuation Date are not included in the figures above, unless the liability impact is deemed to be material by the plan actuary.

Changes of Assumptions:

Effective with the June 30, 2021 valuation date (2022 measurement date), the accounting discount rate was reduced from 7.15% to 6.90%. In determining the long-term expected rate of return, CalPERS took into account long-term market return expectations as well as the expected pension fund cash flows. Projected returns for all asset classes are estimated, combined with risk estimates, and are used to project compound (geometric) returns over the long term. The discount rate used to discount liabilities was informed by the long-term projected portfolio return. In addition, demographic assumptions and the inflation rate assumption were changed in accordance with the 2021 CalPERS Experience Study and Review of Actuarial Assumptions. The accounting discount rate was 7.15% for measurement dates 2017 through 2021, 7.65% for measurement dates 2015 through 2016, and 7.50% for measurement date 2014.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

MISCELLANEOUS PLAN - AGENT MULTIPLE-EMPLOYER
SCHEDULE OF CHANGES IN NET PENSION LIABILITY AND RELATED RATIOS
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2020	2021	2022	2023
TOTAL PENSION LIABILITY				
Service Cost	\$ 1,105,164	\$ 1,124,594	\$ 1,093,997	\$ 1,247,587
Interest	4,311,985	4,384,866	4,254,392	4,328,413
Changes in Assumptions	-	-	-	1,844,015
Difference between Expected and Actual Experience	1,099,536	392,800	310,722	(551,697)
Benefit Payments, Including Refunds of Employee Contributions	(3,349,116)	(3,446,103)	(3,387,908)	(3,671,019)
Net Change in Total Pension Liability	3,167,570	2,456,157	2,271,202	3,197,299
Total Pension Liability - Beginning	60,329,926	62,094,751	60,338,218	64,779,755
Total Pension Liability - Ending (a)	<u>\$ 63,497,496</u>	<u>\$ 64,550,908</u>	<u>\$ 62,609,420</u>	<u>\$ 67,977,054</u>
PLAN FIDUCIARY NET POSITION				
Contributions - Employer	\$ 2,043,574	\$ 2,649,702	\$ 1,868,479	\$ 2,527,089
Contributions - Employee	510,141	532,121	458,982	534,970
Net Investment Income	2,793,202	2,189,231	9,543,620	(3,875,034)
Benefit Payments, Including Refunds of Employee Contributions	(3,349,116)	(3,446,103)	(3,387,908)	(3,548,028)
Net Plan to Plan Resource Movement	(727)	(2,229)	(1,265)	(1,265)
Administrative Expense	(30,925)	(62,453)	(43,104)	(32,135)
Other Miscellaneous Income/(Expense)	100	-	-	-
Net Change in Fiduciary Net Position	1,966,249	1,860,269	8,438,804	(4,394,404)
Plan Fiduciary Net Position - Beginning	43,334,949	44,300,435	43,148,186	53,375,028
Plan Fiduciary Net Position - Ending (b)	<u>\$ 45,301,198</u>	<u>\$ 46,160,704</u>	<u>\$ 51,586,989</u>	<u>\$ 48,980,624</u>
Plan Net Pension Liability/(Assets) - Ending (a) - (b)	<u>\$ 18,196,297</u>	<u>\$ 18,390,205</u>	<u>\$ 11,022,430</u>	<u>\$ 18,996,431</u>
Plan Fiduciary Net Position as a Percentage of the Total	71.34%	71.51%	82.39%	72.05%
Covered Payroll	\$ 6,810,231	\$ 7,011,185	\$ 6,876,161	\$ 7,215,659
Plan Net Pension Liability/(Asset) as a Percentage of	267.19%	262.30%	160.30%	263.27%

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

MISCELLANEOUS PLAN - AGENT MULTIPLE-EMPLOYER
SCHEDULE OF PLAN CONTRIBUTIONS
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2015	2016	2017	2018	2019
Actuarially Determined Contribution	\$ 1,088,016	\$ 1,236,710	\$ 1,349,296	\$ 1,481,615	\$ 1,717,939
Contribution in Relation to the Actuarially Determined Contribution	<u>(1,092,729)</u>	<u>(1,241,850)</u>	<u>(1,354,794)</u>	<u>(1,487,191)</u>	<u>(3,525,671)</u>
Contribution Deficiency (Excess)	<u><u>\$ (4,713)</u></u>	<u><u>\$ (5,140)</u></u>	<u><u>\$ (5,498)</u></u>	<u><u>\$ (5,577)</u></u>	<u><u>\$ (1,807,732)</u></u>
Covered Payroll	\$ 4,926,887	\$ 5,016,196	\$ 5,394,440	\$ 5,596,179	\$ 6,023,460
Contributions as a Percentage of Covered Payroll	22.18%	24.76%	25.11%	26.58%	58.53%

(1) Historical information is required only for measurement for which GASB 68 is applicable. Fiscal Year 2015 was the first year of implementation, therefore only eight years are shown.

Note to Schedule:

Valuation Date:	June 30, 2022
Methods and assumptions used to determine contribution rates:	
Actuarial Cost Method	Entry Age Normal Cost Method
Amortization method	Level percentage of payroll, closed
Asset valuation method	Fair value of assets
Inflation	2.50%
Payroll Growth	2.75%
Projected Salary Increases	Varies by Entry Age and Service
Investment Rate of Return	7.0% Net of Pension Plan Investment and Administrative Expenses; includes Inflation
Retirement Age	The probabilities of Retirement are based on the 2017 CalPERS Experience Study for the period from 1997 to 2015.
Mortality	The probabilities of mortality are based on the 2017 CalPERS Experience Study for the period from 1997 to 2015. Pre-retirement and Post-retirement mortality rates include 15 years of projected mortality improvement using 90% of Scale MP-2016 published by the Society of Actuaries.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

MISCELLANEOUS PLAN - AGENT MULTIPLE-EMPLOYER
SCHEDULE OF PLAN CONTRIBUTIONS
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2020	2021	2022	2023
Actuarially Determined Contribution	\$ 2,036,755	\$ 2,211,185	\$ 1,862,117	\$ 2,164,667
Contribution in Relation to the Actuarially Determined Contribution	(2,043,574)	(2,649,702)	(1,868,479)	(2,614,690)
Contribution Deficiency (Excess)	<u>(6,819)</u>	<u>(438,517)</u>	<u>(6,362)</u>	<u>(450,022)</u>
 Covered Payroll	 6,810,231	 7,011,185	 6,876,161	 7,215,659
Contributions as a Percentage of Covered Payroll	30.01%	37.79%	27.17%	36.24%

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

SCHEDULE OF CHANGES IN THE NET OPEB LIABILITY AND RELATED RATIOS
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2018	2019	2020
Total OPEB Liability			
Service cost	\$ 20,121	\$ 17,606	\$ 103,509
Interest on the total OPEB liability	18,483	20,727	120,152
Changes in benefit terms	-	-	-
Actual and expected experience difference	-	(43,490)	(57,547)
Changes in assumptions	(52,071)	(19,987)	2,588,346
Benefit payments	(13,302)	(13,707)	(86,821)
Net change in total OPEB liability	(26,769)	(38,851)	2,667,639
Total OPEB liability - beginning	544,862	518,093	479,242
Total OPEB liability - ending (a)	518,093	479,242	3,146,881
 Plan Fiduciary Net Position			
Contribution - employer	13,431	14,700	95,619
Contribution - employees	129	994	8,798
Net investment income	105	126	1,435
Benefit payments	(13,302)	(13,707)	(86,821)
Administrative expense	-	(1)	(8)
Other miscellaneous income/expense	-	-	3,716
Net change in plan fiduciary net position	363	2,112	22,739
Plan fiduciary net position - beginning	862	1,225	3,337
Plan fiduciary net position - ending (b)	\$ 1,225	\$ 3,337	\$ 26,076
 Net OPEB Liability - ending (a) - (b)	\$ 516,868	\$ 475,905	\$ 3,120,805
 Plan fiduciary net position as a percentage of the total OPEB liability	0.24%	0.70%	0.83%

(1) Historical information is required only for the measurement periods for which GASB 75 is applicable. Fiscal Year 2018 was the first year of implementation. Future years' information will be displayed up to 10 years as information becomes available.

Notes to Schedule: None

Changes in assumptions: In 2019, the mortality improvement scale was updated to the Society of Actuaries Scale MP-2019. In December 2019, the ACA Excise Tax was repealed and removed from the actuarial assumptions.

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

SCHEDULE OF CHANGES IN THE NET OPEB LIABILITY AND RELATED RATIOS
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2021	2022	2023
Total OPEB Liability			
Service cost	\$ 329,838	\$ 219,411	\$ 203,380
Interest on the total OPEB liability	354,628	197,058	148,259
Changes in benefit terms	-	-	-
Actual and expected experience difference	(271,681)	(479,035)	183,151
Changes in assumptions	6,623,184	(3,408,992)	(1,884,418)
Benefit payments	(280,480)	(185,396)	(176,963)
Net change in total OPEB liability	6,755,489	(3,656,954)	(1,526,591)
Total OPEB liability - beginning	3,146,881	9,902,370	6,245,416
Total OPEB liability - ending (a)	9,902,370	6,245,416	4,718,825
 Plan Fiduciary Net Position			
Contribution - employer	335,414	185,396	214,568
Contribution - employees	54,934	45,966	85,031
Net investment income	4,113	37,043	(39,675)
Benefit payments	(280,480)	(185,396)	(170,093)
Administrative expense	(61)	(53)	(59)
Other miscellaneous income/expense	49,803	(71,098)	-
Net change in plan fiduciary net position	163,723	11,858	89,772
Plan fiduciary net position - beginning	26,076	189,799	201,657
Plan fiduciary net position - ending (b)	\$ 189,799	\$ 201,657	\$ 291,429
 Net OPEB Liability - ending (a) - (b)	\$ 9,712,571	\$ 6,043,759	\$ 4,427,396
 Plan fiduciary net position as a percentage of the total OPEB liability	 1.92%	 3.23%	 6.18%

THE 32ND DISTRICT AGRICULTURAL ASSOCIATION
OC FAIR & EVENT CENTER

SCHEDULE OF CONTRIBUTIONS - OPEB
AS OF JUNE 30, FOR THE LAST TEN FISCAL YEARS (1)

	2018	2019	2020	2021	2022	2023
Actuarially Determined Contribution	\$ 25,253	\$ 25,150	\$ 149,855	\$ 450,507	\$ 301,064	\$ 213,662
Contribution in Relation to the Actuarially Determined Contributions	<u>(13,431)</u>	<u>(14,700)</u>	<u>(95,619)</u>	<u>(335,414)</u>	<u>(231,362)</u>	<u>(255,124)</u>
Contribution Deficiency (Excess)	<u>\$ 11,822</u>	<u>\$ 10,450</u>	<u>\$ 54,236</u>	<u>\$ 115,093</u>	<u>\$ 69,702</u>	<u>\$ (41,462)</u>
Expected return on assets	\$ 72	\$ 160	\$ 1,098	\$ 8,768	\$ 9,536	\$ 14,119
Percentage of ADC made by employer	53.19%	58.45%	63.81%	74.45%	76.85%	119.41%

(1) Historical information is required only for the measurement periods for which GASB 75 is applicable. Fiscal Year 2018 was the first year of implementation. Future years' information will be displayed up to 10 years as information becomes available.

Methods and assumptions used to determine contributions:

Valuation Date	June 30, 2021
Actuarial Cost Method	Entry Age Normal
Discount Rate	6.00%
General Inflation	2.30%
Payroll Growth	Varies by age and service
Mortality, Disability, Termination, Retirement	2021 CalPERS Experience Study; Mortality Improvement - Mortality projected fully generational with Scale MP-2020
Medical Trend	Pre-Medicare - Actual rates for 2022, increasing to 7.50% in 2023, grading down to 4.50% from 2029 to 2037, and 4.25% for 2038 and later years. Post-Medicare - Actual rates for 2022, increasing to rates ranging from 7.50% to 8.42% in 2023, grading down to 4.50% from 2031 to 2037, and 4.25% for 2038 and later years. Dental - 0.00% for 2022, 2.00% for 2023, 3.00% for 2024, 4.00% for 2025, and 4.25% for 2026 and later years.



INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors and Audit Committee
32nd District Agricultural Association
OC Fair & Event Center
Costa Mesa, California

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the business-type activities of the 32nd District Agricultural Association, OC Fair & Event Center (32nd DAA), as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise 32nd DAA's basic financial statements, and have issued our report thereon dated October 22, 2024.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the 32nd DAA's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the 32nd DAA's internal control. Accordingly, we do not express an opinion on the effectiveness of the 32nd DAA's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements, on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the 32nd DAA's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.



To the Board of Directors and Audit Committee
32nd District Agricultural Association
OC Fair & Event Center
Costa Mesa, California

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the 32nd DAA's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the 32nd DAA's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

A handwritten signature in black ink that reads "Lance, Soll & Lungard, LLP". The signature is fluid and cursive, with "Lance" and "Soll" on the first line and "Lungard, LLP" on the second line.

Brea, California
October 22, 2024