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ORANGE COUNTY FAIR & EVENT CENTER
BOARD OF DIRECTORS

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BOARD OF DIRECTORS MEETING,)
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OC Fair & Event Center
Administration Building
88 Fair Drive
Costa Mesa, California

Thursday, March 28, 2019
9:00 a.m.

Reported by:
LUIS R. HERNANDEZ

1 APPEARANCES OF ATTENDEES:
2 BOARD OF DIRECTORS:
3 BOARD CHAIR ROBERT RUIZ
4 VICE CHAIR SANDRA CERVANTES
5 DIRECTOR BARBARA BAGNERIS
6 DIRECTOR GERARDO MOUET
7 DIRECTOR ASHLEIGH AITKEN
8 DIRECTOR DOUG LA BELLE
9 DIRECTOR NEWTON PHAM
10 DIRECTOR NATALIE RUBALCAVA-GARCIA
11 DIRECTOR ANDREAS MEYER

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ALSO PRESENT:
KATHY KRAMER
JOSH CAPLAN, ESQ.
MICHELE RICHARDS
KEN KARNS
JOHN QUIROZ
JEFF WILSON

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E X H I B I T S

None

1 Costa Mesa, California, Thursday, March 28, 2019

2 9:00 a.m.

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6 CHAIR RUIZ: Good morning.

7 (All answered in the affirmative)

8 Good morning. I want to bring up something
9 before we get started. For those of you who have not been
10 here the restroom is right behind -- behind those glass
11 doors. Also, if you have a cell phone, if you could
12 please put it on vibrant or silent so you don't disrupt
13 the meeting. Thank you.

14 With that, I'm going to call this meeting to
15 order. All matters noticed on this agenda in any category
16 may be considered for action as listed. Any item not so
17 noticed may not be considered. Items listed on this
18 agenda may be considered in any order at the discretion of
19 the Chairperson.

20 The mission of the OCFEC is celebration of
21 Orange County's communities, interests, agriculture and
22 heritage with results justifying resources expended.

23 With that, let's rise for the Pledge of
24 Allegiance, and I'll call on Director Bagneris to lead us
25 in the Pledge, please.

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1 DIRECTOR BAGNERIS: Right hand over your heart.

2 Repeat after me.

3 (Pledge of Allegiance recited)

4 CHAIR RUIZ: Okay.

5 MR. JACOBSON: One quick note. We got a new system in
6 place. Finally.

7 MS. KRAMER: Yes. All right.

8 MR. JACOBSON: You guys don't have to be right up on
9 the microphone. Pretty much where you're at, you can be
10 comfortable and we'll pick up the levels.

11 CHAIR RUIZ: Yeah. Because at the last meeting we had
12 to get a little close to it.

13 MR. JACOBSON: You don't have to get too close.

14 CHAIR RUIZ: Okay. All right.

15 Before we get started, I want to give some
16 recognition. We have John Quiroz in the audience. John,
17 good morning.

18 MR. QUIROZ: Good morning.

19 CHAIR RUIZ: Thank you for coming by.

20 Okay. With that, I'm going to welcome Josh
21 again. Thank you for -- we missed you last meeting, Josh.

22 DIRECTOR BAGNERIS: We missed you, but we did talk
23 about you.

24 CHAIR RUIZ: Okay. With that, I'll call for roll
25 call, Jeff.

1 SECRETARY: Chair Ruiz?
2 CHAIR RUIZ: Here.
3 SECRETARY: Vice Chair Cervantes?
4 VICE CHAIR CERVANTES: Here.
5 SECRETARY: Director Bagneris?
6 DIRECTOR BAGNERIS: Here.
7 SECRETARY: Director Mouet?
8 DIRECTOR MOUET: Here.
9 SECRETARY: Director Aitken?
10 (No response)
11 Director La Belle?
12 DIRECTOR LA BELLE: Here.
13 SECRETARY: Director Pham?
14 DIRECTOR PHAM: Here.
15 SECRETARY: Director Rubalcava-Garcia?
16 DIRECTOR RUBALCAVA-GARCIA: Here.
17 SECRETARY: And Director Meyer?
18 DIRECTOR MEYER: Here.
19 CHAIR RUIZ: Okay.
20 (Director Aitken joined the meeting at 9:04 a.m.)
21 SECRETARY: All right.
22 CHAIR RUIZ: Thank you.
23 Okay. And with that, I'm going to turn it over
24 to the CEO for Operational Announcements and Updates.
25 MS. KRAMER: Thank you, Chair Ruiz.

1 As Jason said -- Jason, can you hear me okay?

2 MR. JACOBSON: Yeah.

3 MS. KRAMER: As we all test our must microphones and
4 sound system, I want to give kudos to Jason on our
5 operations team. As you notice, we got a new monitor
6 behind us. Would have had the second one up, but it's on
7 back-order. So we're certainly going to be able to have a
8 lot more technology and projector -- a lot more speakers
9 that are out in that part of the room. So thank you for
10 updating that and our technology.

11 Well, good morning, everyone.

12 (All answered in the affirmative)

13 We were having a chat before we formally started
14 the meeting and we're so excited about how many days
15 before the fair, and my colleague, Ken Karns, blurted out
16 my opening and said he knew it was 106 days and hours.
17 There goes my trivia question.

18 So with the OC Fair only 106 days away, I thought
19 it would be fun to have a sneak peek at some of the new
20 things for this year's fair. I don't know about you, but
21 I can hardly wait. Can I get you to do the slide, Jeff?

22 And Summer is not with us, as you've noticed, so
23 thank you for Jeff Wilson for stepping in. So thank you,
24 Jeff.

25 As a result of customer feedback, we will be

1 launching a value-oriented menu pricing and portion
2 program asking all concessioners to participate in
3 "Grazing for Savings." This program is designed to make
4 the fair as affordable as possible and offer smaller
5 portions and value items. We will offer three price
6 points: 7.19, 8.19, 9.19 -- playing off the year 2019.

7 Concessioners will offer special menu selections
8 at these price points in addition their traditional
9 offerings -- don't worry. Those are not going away -- to
10 create value for our fair-goes. We are looking forward to
11 see what our concessioners create to support "Grazing for
12 Savings."

13 Another new initiative this year will be to
14 implement the usage of biodegradable straws to help combat
15 the serious environmental impact of single-use plastic
16 waste, particularly straws, that end up sitting in
17 landfills floating out to the sea the or littering the
18 land, the OC Fair will require concessioners to offer
19 biodegradeable paper straws.

20 Plastic straws will only be permitted in our
21 reusable souvenir cups and thick milkshake/smoothie-type
22 of beverages. This new initiative has been communicated
23 to our fair partners. We look forward to being one of the
24 industry's first in leading the way in this important
25 environmental effort and challenge all of our other fairs

1 to follow.

2 And for you thrill-seekers, our carnival partner,
3 RCS, is bringing their newest spectacular ride, The Titan,
4 to the OC Fair. This pendulum-style ride that debuted at
5 this year's Houston Livestock Show will be making its way
6 to Southern California this summer. We have a photo of it
7 there on the left and then there's carriage and the
8 seating. The Titan is the tallest traveling booster ride
9 in the U.S.

10 According to RCS, this is not your typical
11 carnival ride. I think I would have a tendency to agree
12 with them. This is an absolute thrill ride that people
13 will seek out. Well, maybe not all of us. Maybe some
14 just want to watch.

15 This year's entertainment sales continue to be
16 strong. The Hangar and the Pacific Amphitheater are
17 outpacing sales from all previous years year-to-date.
18 Chicago in the Pacific Amphitheater is officially sold
19 out. Jackson Brown, Pat Benatar, Melissa Etheridge, STYX,
20 Dwight Yoakam, Smoky Robinson, the B-52s, and, of course,
21 "Weird Al" Yankovic are headed in that direction.

22 We partnered with the Pacific Symphony to present
23 Rick Springfield pre-Fair July 11th which looks to be an
24 entertaining night for all. With the continued growth,
25 the OC Brew Hee Haw has been relocated to The Hangar this

1 year with added entertainment.

2 New and exciting programming in the Action Sports
3 Arena features ATV -- that's all-terrain vehicle -- and
4 UTV -- utility-terrain vehicle -- racing will be part of
5 the fair lineup. So mark your calendars; July 12th
6 through August 11th and don't miss Acres of Fun. Jeff,
7 the next slide.

8 Well, spring has sprung at Centennial Farm. We
9 welcomed two new baby lambs at Centennial Farm on March
10 13th. The first of several births expected at the farm
11 over the next few months.

12 Speaking of Centennial Farm, 4,438 students
13 participated in 197 scheduled Junior Farmers Tours at the
14 farm this past month. 71 docents helped make this
15 possible and donated over 518 volunteer hours last month.

16 Speaking of docents, we are actively recruiting
17 new docents. So if you know anyone who loves to
18 volunteer, please direct them to our website under the
19 Centennial Farm tab where they can learn more about this
20 volunteer opportunity.

21 Due to an outbreak of Newcastle Disease in
22 California impacting the poultry industry, we have
23 cancelled all poultry shows and exhibits for this year's
24 OC Fair. This disease is a highly contagious viral
25 disease that can affect poultry and other birds.

1 As a result of these outbreaks in Los Angeles,
2 Riverside, and San Bernardino counties, the California
3 State Veterinarian has quarentined those areas.

4 In addition, because the baby chicks used in our
5 Junior Farm school tours arrive through LAX -- I wonder
6 how they like that experience -- we have made the decision
7 to suspend that part of the farm tours until an alternate
8 supplier of baby chicks outside the quarentine area can be
9 identified. Farm staff continues to receive regular
10 updates from the California State Veterinarian through the
11 California Department of Agriculture regarding this
12 outbreak.

13 And I'm here to assure you that poultry currently
14 living at the Centennial Farm are healthy, disease-free,
15 and are not affected by the quarentine.

16 We welcomed this semester's Coastline ROP intern
17 earlier this month who will be gaining valuable work
18 experience helping out in Guest Services, Marketing,
19 Administration, Heroes Hall, and accounting. This has
20 been a great partnership with Coastline for the past
21 several years and students always have an interest in
22 being placed at the OCFEC.

23 Our sales team, Tandem, just confirmed an
24 exciting new event coming this fall, Apollo 11. It is a
25 world-class production combining stunning physical and

1 visual elements placing the audience in the center of the
2 moon landing story.

3 The show uses state-of-the-art 3D projection and
4 video mapping that takes the audience from mission control
5 to space itself and back again. It will be an experience
6 not to be missed.

7 The OC Fair hiring campaign collateral has been
8 completed and turned over to our HR staff as they ramp up
9 for our fair time hiring of close to 1,400 employees.
10 With the low unemployment rate in Orange County, they have
11 scheduled several jobs fairs and we will again continue
12 our partnerships with nearby high schools as well as other
13 education and work programs.

14 So if you know anyone interested in being part of
15 the 2019 OC Fair, please refer them to our website for a
16 listing of all those fair time positions.

17 Full-time and part-time staff completed our
18 annual mandatory Emergency Preparedness Training earlier
19 this month. Topics covered: Workplace violence, AED
20 Usage, Fire Extinguisher Usage, Evacuation, Earthquake,
21 Situational Awareness, CAT Tourniquet Usage, and Incident
22 Command System.

23 Training was also provided to the Equestrian
24 Center Management team on their emergency procedure
25 manual. And I want to give a big shout out to our

1 Security and Safety staff that helped them update that
2 manual and then provide a training. So thank you and
3 thank you, VP Karns, as well.

4 Okay. Jeff, I'm going to switch now. At this
5 time I'd like to present the 2019 Year-End Financials.
6 You do have those in your -- in your binders. If you want
7 to follow along there or on the slides. Okay. We have it
8 open.

9 For the year-end 2018, our net proceeds were 3.7
10 million. This is unfavorable to budget of 4 million by
11 322,000. Total revenues for the year: 50.1 million
12 exceeded budget -- 2018 budget of 48,000 -- 48,000 -- 48
13 million -- just seeing if you're all listening -- by 1.8
14 million. Total expenses of 4.3 were unfavorable to the
15 2018 budget of 44 million by 2.1.

16 Next slide, Jeff. Got it. Thank you. In
17 looking at the 2018 versus the 2017 year-end, net proceeds
18 in 2018: 3.7 million versus 6.6 in 2017 for a decrease in
19 net proceeds of 2.9 year over year. Next slide, please.

20 There was an increase of 3.9 million of revenue
21 in 2018 compared to 2017. Total revenue in 2018 was 5.1
22 million compared to 46.2 million in 2017. This was an
23 increase of approximately 8 percent from last year.

24 The major increase in revenues are from the
25 following revenue streams: 1.7 million is Attractions.

1 There were 34 events held in Pac Amp in 2018 versus 31 in
2 2017.

3 Facilities and Other Events, that would be our
4 year-round rental program and services associated with
5 that for an increase of 846. Interest Income, the rates
6 have been slowly going up through the last year --
7 Carnival and Concessions -- Sponsorship of 300K, and
8 Admissions of 170,000. Okay. Next slide, Jeff.

9 Expenses. 2018 Expenses increased by 6.8 million
10 to 46.3 versus 39.5 in 2017. This was a 17 percent
11 increase year over year. Some of the large categories of
12 these increases include the 1.5 GASB 68 Pension Liability.
13 That's adjustment from the State that has come from the
14 last three years.

15 1.2 million in self-produced event attractions.
16 As we bring in more events, there's more expenses
17 associated with producing them. Professional Services was
18 up year over year; 942.

19 Payroll, again, contributes to the increase in
20 expenses. Your temp labor was up 979,000. Perm Labor,
21 514; and Employee -- Overall Employee Benefits by 593,000.
22 Next slide, Jeff.

23 In addition, some of the other large categories
24 year over year: Maintenance, 236K; Equipment Rental, 219;
25 Advertising, 185,000; Special Projects, 174; Insurance was

1 118. 78K was on Props and Decor, 56,000 on Bank Charges,
2 and 35,000 on Premium Expenses. Next slide, please.

3 This slide shows payroll and related expenses as
4 the percent of total revenue. This give us a snapshot of
5 the last three years. The big drivers -- the payroll
6 increases -- are the minimum wage. You can see the
7 minimum was in 2016 was 10. It went to 10.50 and 11 in
8 2018.

9 In addition, there was a significant increase in
10 the 2018 employee-related cost. There was increases
11 across the board and the highest of that would be the
12 CalPERS State Retirement Plan expenses. Next slide.

13 Cash and Equivalent. So how does all this roll
14 up? When we look at the Cash and Equivalence, as you can
15 see, on December 31st of 2007 -- 2018, year-over-year,
16 \$6.6 million increase in our year-over-year cash from
17 2017.

18 You can see our investment accounts. The 48.9
19 million versus the 42 in 2017. That is invested in a
20 State account and those -- that interest rate has been
21 increasing in 2018. We actually started the year at 1.4
22 and by the end of the year, we're at 2.3.

23 I know that was a lot of information to digest.
24 I'd certainly would ask Director Pham if he has any
25 comments or be able to answer any questions at this time.

1 You were part of reviewing this before we presented it.

2 So if there's any comments or questions, I'll be
3 glad to take those at this time. I do have detail on
4 those large buckets of expenses if anyone has any
5 questions on those.

6 CHAIR RUIZ: Okay. Before we move onto the next item
7 on the agenda, there's two speakers for this item -- for
8 the CEOs Operational -- oh, I'm sorry.

9 MS. KRAMER: That's okay.

10 CHAIR RUIZ: My apologies.

11 MS. KRAMER: No. That's all right. No -- no
12 questions on that? Yeah.

13 DIRECTOR AITKEN: There's always -- I know, especially
14 with pension and wage increases -- we're going to be
15 looking at this year-over-year -- so Director Pham, do you
16 think that there's anything in our expenses that we could
17 do a better job of tightening maybe this year, next year,
18 as we look into, you know, bank charges? I'm not quite
19 sure what that refers to?

20 Is there anything on this you think that we need
21 to maybe look at as we look at these ongoing expenses over
22 the next few years?

23 DIRECTOR PHAM: You know, I think, during our
24 meeting -- Director Mouet wasn't able to make it. I
25 wanted an extra person there.

1 We -- expense management is one of the things we
2 identified as something that could be overall improved.
3 And I think we may be working on that moving forward.

4 And in regards to this, taking a look at more,
5 like, taking a look more, like the itemized expenses and
6 seeing, you know, specifically what's going on in terms
7 of, you know, just how everything is monitored and how it
8 everything is in terms of -- just the overall policy,
9 procedures, and process with regards to that.

10 I think with that emphasis and focus on it, I
11 think each division -- each -- each -- each management
12 team or each -- each department is going to, you know,
13 zero in on their expenses a little more and that will
14 ultimately -- from top to bottom for overall expense
15 management.

16 Bank charges, you -- you -- you had expressed.
17 Probably, you know, it's -- I think banking services in
18 general, things like that are getting more expensive.

19 Interest rates are going up on the lending side
20 which actually benefits on this side because of the
21 investment account, but I think overall expenses are just
22 going up in general. Labor costs are going up around the
23 board. So --

24 DIRECTOR AITKEN: I remember when we had a prior Board
25 member that always wanted to see if we can leverage the

1 amount of assets and cash we had on hand with our
2 facilities that we do banking with and whether we could
3 get better rates if we -- I know that's a completely
4 onerous task, and so you might not know it over the top of
5 your head -- but do you think that's something that we
6 might -- we should explore to see if we could get better
7 rates with bank charges and fees with another institution?

8 DIRECTOR PHAM: Absolutely. It's always good to have
9 a comprehensive process and something like that for
10 something like this.

11 That being said, I haven't delved too much into
12 the banking fees. I haven't been able to take a look at
13 that. I don't have insight on that as well. So --

14 DIRECTOR AITKEN: I feel like I'm always assigning you
15 tasks. I'm sorry.

16 DIRECTOR RUBALCAVA-GARCIA: And the banking fees,
17 specifically, go up year over year?

18 MS. KRAMER: Yes. There was a couple. More and more
19 transactions. People are using credit cards more
20 frequently than cash. We're seeing that trend. We've
21 also make a conscious to -- as the rate is going up and
22 the rate we manage, we kept a lower balance in our -- in
23 our checking account, if you would, and it made it -- it
24 pencilled out out to keep it -- because that rate was
25 increasing.

1 That doesn't mean we shouldn't go back and look
2 at that because I don't know that we really opened that.
3 That's a very good point, Director Aitken, we should look
4 at it and as much as to leverage those relationships. So
5 we can certainly take a look at that.

6 DIRECTOR PHAM: I can certainly say this is a valuable
7 business for any bank to want to look at, especially with
8 regards, like you mentioned, merchant services. How many
9 swipes go through and how many attendees come to the fair
10 every year.

11 Treasury management with regards to moving the
12 cash and cash services. This is a very viable business
13 and I'm sure many banks will bid on it.

14 DIRECTOR AITKEN: Yeah. I feel like, I mean, I know I
15 rarely have cash on me anymore, so I think we're just
16 going to see more and more of our customers going to their
17 smart phones or -- credit cards are getting
18 old-fashioned -- an old-fashioned credit card doing this.

19 Any way that gets can try to be more competitive
20 and use such a large asset that we have in large amounts
21 of money to get lowers fees would be great.

22 But I really appreciate all the time that you've
23 put into this and thank you, Chair Ruiz, for also taking
24 time to delve into this. Anything we can do to tighten
25 our belt, I think, is a good thing.

1 DIRECTOR PHAM: Yeah. And we'll continue to monitor
2 the progress and provide input and be highly involved in
3 this process going forward.

4 That being said, you just mentioned something
5 interesting. I just met with one of my clients, Mobility,
6 one of the things they're seeing is the use of private LTE
7 networks for payment processing. Like, it will
8 automatically detect your app on your phone and you pay
9 for each event or each different thing. You have that
10 poll ticketing services on your phone. It's pretty cool.
11 So --

12 CHAIR RUIZ: Nice.

13 DIRECTOR LA BELLE: Chair Ruiz, quick question of
14 Kathy, the unfunded PERS liability is not only an issue
15 here but literally every city in California.

16 And I think we need to be -- continue to be
17 diligent in terms of how we look at that and monitor that.
18 Many of the counties have their own retirement system. We
19 seem to be fairly solid. I keep reading these articles
20 about PERS and some of the challenges they've had in terms
21 of trying to address that issue.

22 And then I would also give kudos to staff. LAIF
23 is a very secure investment system. We, obviously, don't
24 want to be too creative. There's that old rule that the
25 number one thing is safety in terms of how you build your

1 fund. So LAIF has proven to be the way to go.

2 Unlike some things, this county did in number of
3 years back turned out not to be the most proven way of
4 investing your money.

5 MS. KRAMER: On that note, I want to thank both
6 Director Pham and Chair Ruiz for taking the time. They
7 spent a couple hours with myself and our Director of
8 Finance and really got to lift the hood and understand the
9 landscape in some of the processes. So we've got to plan
10 and I will continue to have them come in and meet with us
11 and give suggestions on how we can move that forward.

12 There's been comments at past Board meetings and
13 I certainly agree with them that, for example, we have to
14 go back and get our PO system up. We have to make sure
15 it's running. It's used. People are trained in doing
16 those things and we'll certainly -- my goal by the end of
17 the year is to call those numbers back. So I think we got
18 a good plan.

19 I appreciate their insight -- both of them -- and
20 their time helping us and we'll report back. I want to
21 give a quarterly update on those things and the commitment
22 to managing through our variance reports.

23 And as we just continue to get better, it's been
24 a journey for this organization. As this is our
25 four-cycle, and if you recall -- I don't mean to beat the

1 dead horse -- but we started four years ago with an
2 average budget. So this is an evolutionary process.

3 We're only getting better and staff is more
4 committed, so it's our number one priority. It's expense
5 management. So I appreciate the help that we're getting
6 from the Board to help us on the journey.

7 Okay. No questions. I'm going to move on.

8 At this time, I'm going to ask Ken Karns, VP of
9 Operations to present his Operational Update.

10 MR. KARNs: Thank you, Kathy. Good morning, Board.

11 A few updates this month. First on our outside
12 contractor and gate security.

13 The annual fair gate security operations have
14 increased significantly over the last few years. In 2016
15 we were successful in fulfilling staffing of our gate
16 security operations.

17 With the introduction and subsequent expansion of
18 magnetometers and bag check operations at our gates,
19 coupled with the challenges we have faced with extremely
20 low unemployment and the need to ensure that ongoing
21 operations were seamless, the OC Fair had to use outside
22 contractors to fulfill these duties of these important
23 operations in 2017 and in 2018.

24 In 2017 and 2018, the team had full intentions to
25 have these duties carried out in-house only to have those

1 plans go unfulfilled and ultimately, negatively, affect
2 our plan budget.

3 In 2019, we have budgeted for the use of an
4 outside contractor; however, we have the full intention to
5 bring as much as this operation in-house as possible. At
6 this time, our human resources team is telling us that due
7 to the unemployment in our area, recruiting will be even a
8 greater challenge than it was last year. Orange County's
9 unemployment rates as of December 2018 was only 2.8
10 percent.

11 So, with that, we have devised a strategy to
12 break outside security into three components. And as
13 such, we will be writing three IFBs -- Invitations for
14 Bids.

15 The first one for our Fair Gate Operations. And
16 that IFB is one we've spoke to in the past. That would
17 come back to the full Board for review before it's
18 released.

19 The second is a small one for the 4th of July Pac
20 Amp Gate Operations for that single event, and our Main
21 Bank Security Operations.

22 The Pac Amp Gate Operations overall which include
23 pre and post-fair concerts will be brought in-house. Even
24 with the hiring challenges, we believe we can
25 strategically manage schedules to fill this requirement.

1 It's difficult to do an analysis to compare
2 apples to apples. The cost difference between in-house
3 and contractor costs. Contractor costs are clearly
4 defined but staffing in-house, although preferred, comes
5 with costs beyond hourly rates, such as on-boarding,
6 training, and uniforms, Human Resources, and payroll and
7 things of that like.

8 Second update. On the 405 Project in the
9 potential impact on our OCFEC operations and possible
10 opportunities. So the OC Fair Communications Department
11 and our Operating Departments have been in communication
12 with the OCTA 405 Project Outreach Team for several months
13 and the communication does continue.

14 OCFEC Communications Team, Operations Team, and
15 Events Team receives regular updates from the 405 team and
16 any pertinent information is passed onto our show
17 promoters. The OCFEC Communications Team has also set up
18 links on our website and social media platforms to OCTA
19 driving updates on Google Maps and Waze. The full
20 construction updates on the OCTA website and on OCTA's
21 interactive map and the OCTA contact email and phone.

22 On Friday, March 29th -- tomorrow; right? That's
23 tomorrow -- key members from both OCTA and OCFEC have a
24 meeting to do a deeper dive into the 405 project impact on
25 the 2019 and the 2020 annual fair -- if there will be

1 any -- traffic flow strategies from the 405 team and the
2 local Costa Mesa teams, communications for both our teams,
3 and any opportunities for improved signage along the 405
4 for the OC Fair & Event Center.

5 Lastly --

6 DIRECTOR LA BELLE: Ken, could I just comment real
7 quickly on that.

8 I drive Fairview personally everyday. My
9 daughter lives right in that neighborhood there. Half the
10 bridge is gone now and they will rebuild that and then the
11 other half will be gone.

12 So I think it's -- I give you kudos for doing
13 staying on top of this. I think it's very important that
14 we -- right now, what was it? 109 days until the fair --
15 that we do anything we can to get the word out to our
16 customers, to our residents, to our vendors that this is
17 going to be extremely challenging. There's no way around
18 it.

19 My daughter tells me that during the fair now,
20 basically, there's just no way to get out of there. They
21 have to circle back to Harbor or find a signal to get out
22 at. So this is going to make it, I think, considerably
23 worst. So all we can do now is get that word out would be
24 appreciated.

25 MR. KARNS: Absolutely. Couldn't agree more.

1 DIRECTOR AITKEN: Ken, who's going to be in the
2 meeting tomorrow with OCTA?

3 MR. KARNS: Internally?

4 DIRECTOR AITKEN: Yes.

5 MR. KARNS: Myself, Michele, Communications
6 Department, security traffic representation -- yeah. All
7 the key departments.

8 DIRECTOR AITKEN: Thank you.

9 MR. KARNS: You're welcome.

10 Lastly, an update on our Agricultural Workers
11 Memorial - Table of Dignity. We have completed putting
12 some finishing touches on the Agricultural Workers
13 Memorial, and if you go over for a visit, you will see a
14 rail fence that is in keeping with the design of the
15 pergola that helps to define the arena, upgraded
16 electrical with permanent decorative lighting,
17 improvements to the planters in an effort to help the
18 grapevines flourish.

19 And finally, an automated audio component that
20 tells the story of the Orange County Agricultural Workers.
21 So it's not only the sign with the story. As soon as you
22 walk in, there's a sensor and you will hear the stories.

23 That's all I have. Thank you.

24 MS. KRAMER: Thank you, Ken.

25 Before I turn it over to Michele Richards for our

1 Upcoming Events Update, I want to congratulate Michele for
2 being installed to the Girl Scouts, Orange County Board of
3 Directors last night.

4 (Applause)

5 The Girl Scouts have long been aligned with our
6 community programs at OCFEC, including Imaginology and
7 other programs throughout the years. The Girl Scouts OC
8 represents 20,000 girls, 13,000 volunteers in Orange
9 County who believe in the power of girl leadership,
10 adventure, teamwork, friendship, and community, and so do
11 we.

12 We're looking forward to having Michele serve on
13 their Board and continuing our partnership with the
14 Girl Scouts of OC.

15 So thank you, Michele, and how about those
16 Upcoming Events.

17 MS. RICHARDS: Thank you.

18 DIRECTOR LA BELLE: Michele, do you have any cookies
19 with you?

20 (Public laughs)

21 MS. RICHARDS: I do not, but you can still buy them.

22 DIRECTOR AITKEN: I have two cases in my car.

23 (Public laughs)

24 MS. RICHARDS: Maybe next year.

25 Okay. Upcoming Events. Starting with tonight,

1 Voices is returning to Heroes Hall for its next
2 installment of personal and pointing stories of service.
3 Producer, Dave Barton works with veterans in the community
4 to write and shape their life experience into something
5 that can be shared in a public forum.

6 The stage reading is suggested for mature
7 audiences and Voices is a program of Arts OC in
8 collaboration with Heroes Hall, the OC Fair & Event
9 Center, and the Tierney Center for Veteran Services.
10 That's tonight at 7:00 p.m., free admission, dress warmly.
11 It's an outdoor presentation.

12 The OC Home & Outdoor Recreation Expo is coming
13 this weekend; Saturday and Sunday with free archery
14 experiences for all ages. You can test-ride kayaks and
15 paddle boards, and see live predatory bird shows; \$6
16 general admission.

17 And Fight Club OC is back at The Hangar again on
18 Thursday, April 4th. Did anybody see the live
19 presentation last week with ESPN? It was wonderful to see
20 The Hangar represented on the national scope; right?

21 Fight club OC features Pro Boxing and Pro MMA
22 featuring a 40-foot big screen with instant replay, 14 VIP
23 suites, and about the most fun you can have on a Thursday
24 night in Orange County. And that is this upcoming
25 Thursday, 7:00 to 10:30 in The Hangar. Admission is \$60.

1 We have another great garden class coming up on
2 Saturday of next week. Saturday, April 6th, at 10:00 a.m.
3 at Centennial Farm. You can learn all about Dahlias. The
4 speaker will go over methods of growing and caring for
5 this very special flower. And attendees will also learn
6 the dos and don'ts of entering their flowers in our
7 competition at the OC Fair this summer. The cost is \$10.
8 That fee covers materials and handouts, and you can sign
9 up on our website.

10 And Imaginology is coming. I'm going to go into
11 more detail about that in a few minutes. But Imaginology
12 is scheduled here on April 12th through the 14th so more
13 later on that.

14 On Saturday, April 20th, a garden class at
15 Centennial Farm. Spring is in the air and flowers are
16 everywhere. Come and learn how to wear these beautiful
17 blooms during this make-it-and-take-it floral jewelry
18 design. And that's Saturday, April 20th. The fee is \$40
19 which covers the cost of all the floral materials and
20 handouts. Sign up on our website.

21 And America's Family Pet Expo is back again at
22 the OC Fair & Event Center. It's the largest pet and pet
23 product expo. Exhibits include retailers, groomers,
24 hobbyists, rescue organizations, breeders, and pet
25 experts.

1 It's a great show of dogs, cats, birds, fish
2 reptiles, small and large animals, plus top-notch
3 entertainment and attractions. If you haven't been, it's
4 a really, really fun family event. And that is Friday
5 through Sunday, April 26th through the 28th. Pre-show
6 online tickets are just \$16. \$18 at the door and there
7 are discounts for seniors and kids.

8 And please don't forget about Centennial Farm
9 open free to the public, Monday through Friday, 1:00 to
10 4:00; Saturday and Sunday, 9:00 to 4:00. Heroes Hall.
11 Open free to the public Wednesday through Sunday, 11:00 to
12 5:00. The Market Place. Again, open to the public,
13 Saturday and Sundays, 8:00 to 4:00. And our
14 Farmers Market in front of the box office, Thursdays, 9:00
15 to 1:00.

16 And that concludes my report.

17 MS. KRAMER: Thank you, Michele.

18 And that concludes my CEO update.

19 CHAIR RUIZ: Great. Thank you. I just wanted to
20 bring up a quick point of order. I got a comment. Is e
21 everybody okay with the temperature? Because I got a
22 comment. Some people are cold in here.

23 DIRECTOR BAGNERIS: I'm cold.

24 MR. JACOBSON: I already sent the request to put it
25 up.

1 DIRECTOR BAGNERIS: Oh, good.

2 CHAIR RUIZ: Thank you.

3 MR. JACOBSON: Thank you.

4 CHAIR RUIZ: Thank you.

5 DIRECTOR BAGNERIS: But I'm always cold.

6 CHAIR RUIZ: Okay. I know you touched on the 405
7 Project -- the construction -- any time you drive by these
8 construction workers, you can just say hello to them and
9 drive slow. "Those are my members." It really does make
10 their day move better. Thank you. Okay.

11 MS. KRAMER: And drive slow.

12 CHAIR RUIZ: And drive slow, yes.

13 DIRECTOR LA BELLE: Should we say we know you?

14 (Public laughs)

15 CHAIR RUIZ: Okay. So with that, before we move on to
16 the next item, I have a couple of speakers for the CEOs
17 Operational.

18 And I'm going to call on the first speaker and
19 ask Reggie Mundekis, followed by Adam Carleton.

20 MS. MUNDEKIS: Hi. Good morning. I'm
21 Reggie Mundekis. I'm addressing the CEO's Operational
22 Update.

23 I really appreciate what you guys are doing by
24 using biodegradable straws during the fair. I realize
25 that to some people it may look like a little thing but

1 every journey starts with one step no matter how tiny.
2 And in the fair industry, anybody taking a step towards
3 making a change like that is up against a lot of
4 institutional memory and a lot of this is the way we've
5 always done it.

6 So I'm really happy about that and then after
7 that, we can start working and other things like, we need
8 to start using more biodegradable containers and reducing
9 some of the absolutely huge portions of food that often
10 times, unfortunately, end up in the trash, so this is
11 great.

12 I also really like what you're doing with the
13 value priced menu. The 6 -- 6.19 -- 7.09 -- what is it?
14 7, 8, and 9.19 menu prices with different portion sizes.
15 I think that's great, and that's very innovative and can
16 actually give people opportunity to try more of the foods
17 at the fair.

18 One item I want to bring up that I didn't hear a
19 report about in the CEOs Operational Update and I was
20 hoping to hear was at last month -- the issue of the 32nd
21 DAA -- a State agency -- giving money to
22 Vanguard University -- a private Christian university --
23 which has opened dislike for members of the LGBTQ -- Q
24 community.

25 That transfer of funds is substantial. At least

1 75,000 has been transferred to date, and there's plans to
2 transfer an additional 25,000 for a total \$100,000. We
3 need to get that money back from them, and we need to get
4 our trademarks and our property back from them. We should
5 not be promoting ourselves tied to a group which, quite
6 frankly, is homophobic and hates people who aren't like
7 them.

8 They don't like people who aren't straight and
9 they can do that, but we should not be funding them. So
10 we need to find out when we're getting our money back and
11 our trademarks because that money never should have gone
12 across the street.

13 And, by the way, Vanguard is advertising this
14 money as a grant from the Fairgrounds that was used to
15 rehabilitate one of -- one of their theaters, and people
16 are asking, "Wait a minute. At a time when you couldn't
17 get fire marshal corrections done and we have facilities
18 that need maintenance, why are we sending money across the
19 street for Vanguard to fix their theater?"

20 So I'd like to know when we're getting our money
21 back and getting our property back from Vanguard. Thank
22 you.

23 CHAIR RUIZ: Thank you. Next speaker, Adam Carleton.

24 MR. CARLETON: Thank you, Directors. Thank you,
25 Board.

1 Chairman, so today, just to touch on what I just
2 heard, I remember many months ago, we had a group that was
3 going to go to Texas. And I think there was a State law
4 that we weren't allowed to go to Texas because they had
5 laws in the books that, you know, we're compatible with
6 California State law. So if that's the case and Vanguard
7 isn't, yeah, I don't think we're allowed to give them
8 money.

9 I think CDFA -- Mr. Quiroz is here -- and he
10 would know more about that.

11 Anyway, I'm here today -- I do have a lot to say,
12 but, unfortunately, the CEO has put me on involuntary
13 leave. And I'm a top financial officer of the District
14 and I do have a lot to say. But because I'm on leave, I'm
15 not allowed to get my books records.

16 But I do know that today we are going to be
17 discussing and, actually, I have an Action Item on the
18 2016 Audit. And you say, "2016? It's hardly 2019."
19 That's true.

20 And last month we got to see a rendition of a
21 timeline and I'll just be polite to say there were some
22 omissions in it. And what we see that the very first
23 entry to the next entry, there was a nine-month hole.
24 Nine months went by, yet I do have a full copy of the CDFA
25 audit that I don't believe you folks have. It's an

1 un-redacted copy and there's some 40 pages long.

2 And it says right in there that you get 30 days
3 to respond in writing. Nine months went by. And I think
4 we heard in the newspaper -- The Voice of the OC -- they
5 had talked to one of the Board of Directors, and the Board
6 of Directors said, "I didn't hear about this for some two
7 years."

8 And so what we have is the CalHR described it as
9 an illegal contract and we have the CDFA auditors calling
10 it a "likely gift of public funds." Some \$75,000.

11 And what we haven't heard from is we haven't
12 heard from the State auditors. We had a discussion last
13 month and the people who conducted the audit -- I don't
14 know. What are they talking about? What is a gift of
15 public funds? Is it a misappropriation? And we haven't
16 heard the CalHR. They wrote an opinion about it. Has
17 anyone seen that opinion?

18 And so, you know, I work in the background. I
19 try to stay out of all this. I got forced into it because
20 I had to make some year-end entries. And, you know, I got
21 stuck in the middle of this. And now, it seems like a bad
22 spy novel.

23 But I do have lots of things to say and it's
24 important to get the big things right. And that's how I
25 would ask the staff to do. To take a look at this. There

1 needs to be some due process. We need to look exactly
2 what happened, what is the CalHR opinion, and what does
3 our AG say? What does the lawyer say about all of this?
4 What were we supposed to book -- those recommendations.

5 Thank you.

6 CHAIR RUIZ: Thank you. Excuse me. Okay. Now, we
7 move on to the next item on the agenda and that is Matters
8 of Public Comment.

9 Public Comment is allowed on issues not on the
10 current agenda; however, no debate by the Board is
11 permitted on such public comments and no action will be
12 taken on such public comment items at this time.

13 As law requires formal -- formal public notice
14 prior to any action on the docket item. Speakers are
15 requested to sign in prior to the start of the meeting and
16 are limited to three minutes.

17 Comments will be accepted on agenda items during
18 the meeting. Speakers wishing to address the Board on
19 items on the agenda are requested to sign in prior to the
20 start of the meeting and identify the agenda item items on
21 which you desire to address the Board. Speakers are
22 limited to three minutes.

23 We got one speaker card for the public comments
24 and I'm going to call again on Reggie Mundekis.

25 MS. MUNDEKIS: Hi. Good morning. I'm

1 Reggie Mundekis. And I'm dressing you on public comment
2 today.

3 The issue I wish to bring up is the facilities
4 infrastructure analysis. We haven't had a status report
5 on that, and we want to make sure that that work gets
6 brought back to a Board meeting, so that we can all see
7 what the work plan is. I have some concerns about some
8 information I received which seems, you know, it -- it
9 really needs public discussion.

10 There's been a -- part of the discussion has been
11 to use -- to follow ASTM which is the American Society for
12 Testing Methods, Standard E2018-15 which is called the
13 Standard Guide for Property Condition Assessments:
14 Baseline Condition Assessment Process which is used in
15 commercial property real estate transactions.

16 Now, if you take that standard and you use that
17 as a starting point and you understand that we have
18 agricultural property like the Equestrian Center and you
19 carve that out and evaluate that differently, and we have
20 historic properties on the property like Baja Blues and
21 the Flower Building and you carve those out and evaluate
22 those properties, that can be a start.

23 But there's -- there's -- the ASTM standard is a
24 start. It's not a lot of it. And we need to bring this
25 back because there's questions about why do you keep using

1 portable diesel generators during the Fair, and also to
2 power events like Cirque du Soleil, and I assume Apollo
3 11. That show is going to be here for a couple of months.
4 It's going to be done on diesel generators.

5 Why don't you work with Edison to upgrade the
6 amount of power coming into the system so it's cleaner?
7 Why -- you know, what are we doing for water conservation?
8 How is ADA access being evaluated?

9 So there's just a bunch of questions on the
10 infrastructure analysis. We wasted \$250,000 on the Master
11 Site Plan and didn't really get anything out of it, except
12 a fight because we didn't get anything we could agree on
13 or anything anybody liked.

14 So let's make the best use of our time and money
15 and make sure that the half a million dollars that we want
16 to spend on the infrastructure analysis is well spent and
17 actually get to something useful that we can all agree on
18 moving forward by bringing people to the table for a
19 conversation. That includes the public, the equestrians,
20 and the neighbors.

21 Thank you.

22 CHAIR RUIZ: Thank you.

23 I have one more speaker under public comment and
24 I will call on Anna V.

25 MS. VRSKA: Hi. Good morning. My name is is

1 Anna Vrska. I apologize if I turned in my card late but I
2 think it's hard to know exactly everything you want to
3 talk about right at the beginning because sometimes
4 someone will say something or something will come up.

5 I understand it has to be before the item people
6 start talking, but I would just like to say -- in the
7 interest of public participation -- maybe that could be
8 altered a little bit.

9 I'll be talking in more detail on some of the
10 items coming up later, but, generally, over the last few
11 years that I've been attending these meetings and
12 following what is going on, I have a lot of concerns that
13 some of the processes to make sure that we're doing things
14 correctly aren't in place. And for those that are, they
15 aren't really being followed.

16 Some of the things in the audit that have come up
17 that are -- that are -- I think they're criminal. It's
18 not -- the gentlemen who spoke before was being polite.
19 Some of that stuff is very serious. It makes the Board
20 look bad. It makes the public agency look bad.

21 But moreover, it also opens up a public agency to
22 a lot of liability and potentially bad press and criminal
23 prosecution. I think we should never come to that. We
24 should always have better processes to catch things early
25 and deal with them. And a lot of people have been saying

1 that the last few years, and I think things have been --
2 were missed in not catching them and fixing them sooner.

3 There have been problems with contracts that are
4 signed after the fact or amended after the fact without
5 proper due diligence. There's questions on some vendors
6 and the people we do business with and whether they're the
7 most competitive or whether we're really truly going out
8 to bid and making sure we're doing what's right for the
9 organization. We're not -- you know, who we've been doing
10 business with or who might be our friends.

11 I think spending \$250,000 on a Master Plan that
12 went nowhere is egregious. We should make sure we're
13 having better fiscal responsibility. And, again, just to
14 focus on having the right processes in place but not only
15 that, having everyone educated to those processes and
16 having the courage to enforce them and to do what is
17 needed to make sure we're above.

18 Thank you.

19 CHAIR RUIZ: Thank you.

20 Okay. Now we move on to the next item on the
21 agenda, and that's minutes. Hopefully, all the Directors
22 had a chance to look at them. At this time, I'd like to
23 entertain a motion.

24 VICE CHAIR CERVANTES: So moved.

25 DIRECTOR AITKEN: Second.

1 CHAIR RUIZ: There's a motion and a second to approve.

2 Roll call.

3 SECRETARY: Sorry. Chair Ruiz?

4 CHAIR RUIZ: Yes.

5 SECRETARY: Vice Chair Cervantes?

6 VICE CHAIR CERVANTES: Yes.

7 SECRETARY: Director Bagneris?

8 DIRECTOR BAGNERIS: Yes.

9 SECRETARY: Director Mouet?

10 DIRECTOR MOUET: Yes.

11 SECRETARY: Director Aitken?

12 DIRECTOR AITKEN: Yes.

13 SECRETARY: Director La Belle?

14 DIRECTOR LA BELLE: Yes.

15 SECRETARY: Director Pham?

16 DIRECTOR PHAM: Yes.

17 SECRETARY: Director Rubalcava-Garcia?

18 DIRECTOR RUBALCAVA-GARCIA: Yes.

19 SECRETARY: And Director Meyer?

20 DIRECTOR MEYER: Yes.

21 CHAIR RUIZ: Okay. Great.

22 Now we move on to the the Consent Calendar. All
23 matters listed on the Consent Calendar are Operational
24 Matters about which the Board has governing policies,
25 implementation of which is delegated to the CEO.

1 They will be enacted in one motion. There will
2 be no discussion of these items prior to the time the
3 Board of Directors votes on the motion, unless members of
4 the Board, staff, or public request specific items to be
5 discussed separately and/or removed from this section.

6 Any member of the public who wishes to discussion
7 Consent Calendar items should notify the Chair of the
8 Board at the time requested and be recognized by
9 invitation of the Chair to address the Board.

10 So I'm going to take the public comments first
11 and I'm going to call out again, Reggie Mundekis.

12 MS. MUNDEKIS: Hi. I'm Reggie Mundekis. I'm
13 addressing Consent Calendar items.

14 The Consent Calendar items that I am addressing
15 are the two contracts with Fuscoe Engineering regarding
16 Storm Water Management. The -- Fuscoe, for unknown
17 reasons, is -- has suggested that the Fairgrounds start
18 dumping storm water from the parking lots and from other
19 areas into the bioswale on the Arlington side of the
20 property.

21 In the words of Fuscoe, in one of the reports
22 that they sent to the Fairgrounds: "This bioswale has
23 been sized to treat flows from large portions of the
24 Fairgrounds and is currently underutilized due to
25 Fairground's and Equestrian Center topography."

1 That is not strictly speaking correct. And the
2 bioswale was never designed to be a flood channel or to
3 dump all the storm water from the Fairgrounds into.

4 I asked the City of Costa Mesa if they knew -- if
5 they agreed to that and have been -- and have been told by
6 the engineer they don't agree with it, and I'll read you
7 some of the comments from the city engineer: "The
8 bioswale was not designed for storm water flows or to act
9 as a flood control channel. The bioswale was designed to
10 treat and carry only water quality flows." Referred to as
11 DQWF or First Flush Flows. "It appears that the -- is
12 looking for Fuscoe study for the OC Fair." Referring to
13 my question.

14 "Any proposed diversion of storm water flows from
15 the Newport Boulevard storm drain system to the Arlington
16 storm drain system would require city," meaning
17 Costa Mesa, "approval and would need to be justified and
18 supported by a complete water quality hydrology and
19 hydraulic study by its proponent."

20 Okay. So it's not clear where Fuscoe is getting
21 their information from regarding the bioswale. The
22 bioswale is on city property and was constructed by the
23 city. The Fairgrounds did kick in some money for it, but
24 that project was managed by the city and constructed on
25 city property and if you're going to start diverting water

1 into the bioswale, you need to work with the city
2 engineer.

3 And I'm concerned that the work that's been given
4 to Fuscoe in those two contracts will involve diverting
5 water to the bioswale, so it's just going to be another
6 waste of money contract. And so, the Board needs to take
7 close oversight of those two contracts to make sure that
8 the storm water flows are being properly diverted to where
9 they belong which is to the Newport Boulevard storm drain
10 system, and that you're not doing something that's going
11 to have to be undone at a later date.

12 And the Board should look into who's telling
13 Fuscoe that the bioswale is there to just dump water in as
14 we sit because it was not designed for that.

15 Thank you.

16 CHAIR RUIZ: Thank you. Okay.

17 While we're still on the Consent Calendar,
18 does -- do any of the Directors want to pull any items?

19 DIRECTOR LA BELLE: I have some I'd like to pull if I
20 could.

21 First of all, I would like to pull the Fuscoe
22 contracts: SA073-19YR, SA074-19YR, and I'd also like to
23 pull a sponsorship, SA27015SP, and I'd like to pull
24 SA11619YR, and SA270 -- wait a minute. Yeah. I said that
25 one, didn't I? Let me look here and make sure I got them

1 both. Did I tell how much I like my iPad?

2 The other one in SA11619YR, and SA11519YR with
3 Lopez Works and Chemical Cleaning Systems. So those are
4 the five I'd like to pull.

5 CHAIR RUIZ: Okay.

6 SECRETARY: Director La Belle? Sorry. I have SA073,
7 SA074, SA115, and SA116. What was the fifth one?

8 DIRECTOR LA BELLE: 115, 116 -- the fifth one is the
9 sponsorship, SA27015SP, Jeff.

10 SECRETARY: Thank you.

11 DIRECTOR LA BELLE: I would move the reminder of the
12 Consent Calendar if there are no other --

13 DIRECTOR BAGNERIS: Second.

14 CHAIR RUIZ: I'm sorry. Go ahead.

15 MS. KRAMER: Sorry about that, Chair Ruiz.

16 I want to pull SA12019 for Haynie & Company. I'm
17 pulling this contract. This is an un-budget expense for
18 professional services to continue work on employ/personal
19 matter. This is the second contract with the
20 organization. The first was for 25K and their services
21 have reached that amount.

22 DIRECTOR AITKEN: I'm sorry. You said SA12019YR?

23 MS. KRAMER: Yes, correct.

24 CHAIR RUIZ: Okay. At this time, I would like to
25 entertain a motion to approve those items that were not

1 pulled.

2 DIRECTOR BAGNERIS: I believe that Director La Belle
3 did make that motion, and I second it to include all of
4 them.

5 CHAIR RUIZ: Okay. There's a motion and a second to
6 approve. Roll call.

7 SECRETARY: Chair Ruiz?

8 CHAIR RUIZ: Yes.

9 SECRETARY: Vice Chair Cervantes?

10 VICE CHAIR CERVANTES: Yes.

11 SECRETARY: Director Bagneris?

12 DIRECTOR BAGNERIS: Yes.

13 SECRETARY: Director Mouet?

14 DIRECTOR MOUET: Yes.

15 SECRETARY: Director Aitken?

16 DIRECTOR AITKEN: Yes.

17 SECRETARY: Director La Belle?

18 DIRECTOR LA BELLE: Yes.

19 SECRETARY: Director Pham?

20 DIRECTOR PHAM: Yes.

21 SECRETARY: Director Rubalcava-Garcia?

22 DIRECTOR RUBALCAVA-GARCIA: Yes.

23 SECRETARY: And Director Meyer?

24 DIRECTOR MEYER: Yes.

25 CHAIR RUIZ: Okay. Thank you.

1 Now back to the items that were pulled.

2 Director La Belle?

3 DIRECTOR LA BELLE: Yes.

4 Maybe we do the easy one first: SA27015SP.

5 That's a sponsorship second amendment with Pepsi Co. My
6 wife and I own 90 shares of Pepsi Co. of 1.4 billion which
7 I disclose.

8 CHAIR RUIZ: Okay. Any of you have other items?

9 DIRECTOR LA BELLE: Yes. On the -- on the Fuscoe
10 contracts, we have -- at this point in time -- spent some
11 significant funds with Fuscoe putting together the Storm
12 Watering Management plans -- I think a couple of them.

13 Ken made a very good report on the last meeting
14 or the meeting before. I'm very concerned about -- and
15 I've had some experience with the ultimate regulator of
16 this process which is the Regional Water Quality Control
17 Board. They have some very significant powers, and we
18 want to make sure that everything we do is consistent with
19 those regulations.

20 I would like to see whatever work product is
21 generated by Fuscoe on these two contracts, come back to
22 the Board maybe just as an informational item. And if
23 there's any action needed -- obviously action items -- but
24 I want to make sure that we, as a Board, the nine of us
25 stay fully in tune with what we're doing out there because

1 there are some significant problems that can occur if we
2 mess up so to speak. So that would be my request on that.

3 And with those comments, I would move those two
4 items.

5 DIRECTOR BAGNERIS: Second.

6 CHAIR RUIZ: There's a motion and a second.

7 DIRECTOR AITKEN: I have a question real quick.

8 Director La Belle, I know you're on the Buildings
9 and Maintenance Committee, is -- that's something that
10 you're being updated on as the reports or as the
11 information is being generated and actions are being
12 taken?

13 DIRECTOR LA BELLE: We haven't had any specific --
14 Chair Ruiz and I have not had any specific meetings
15 relative to that.

16 I think that Chair Ruiz is going to talk about
17 the committee assignment when we get to it.

18 CHAIR RUIZ: Yes.

19 DIRECTOR LA BELLE: And -- but at this point in time,
20 we had not been.

21 DIRECTOR AITKEN: That might be a suggestion --

22 DIRECTOR LA BELLE: I think it would be.

23 DIRECTOR AITKEN: -- to the committee -- could maybe
24 take on that and as part of our monthly reports. If there
25 is any update, it's something that we could be updated on

1 as it goes along before our final report is done.

2 DIRECTOR LA BELLE: That would be great.

3 DIRECTOR BAGNERIS: Mr. Chair, I just have a general
4 question: Are there any other California fairs that use
5 Fuscoe? And you probably don't know that answer. I know
6 Mr. Quiroz knows.

7 CHAIR RUIZ: Yeah. I wouldn't know that.

8 MR. QUIROZ: Del Mar.

9 DIRECTOR BAGNERIS: Del Mar. Okay. The largest.
10 Okay.

11 CHAIR RUIZ: All right. Great.

12 DIRECTOR LA BELLE: And I would add that they're a
13 very reputable firm. They've done some very good work. I
14 think the question -- fundamental question is just making
15 sure that we, as a Board, are fully informed with regard
16 to any issues that arise with the City of Costa Mesa or
17 the Regional Water Board.

18 DIRECTOR BAGNERIS: I call the previous question then.

19 CHAIR RUIZ: Okay. Great. There was a motion and a
20 second. Roll call vote.

21 SECRETARY: Chair Ruiz?

22 CHAIR RUIZ: Yes.

23 SECRETARY: Vice Chair Cervantes?

24 (No response)

25 Director Bagneris?

1 DIRECTOR BAGNERIS: Yes.

2 SECRETARY: Director Mouet?

3 DIRECTOR MOUET: Yes.

4 SECRETARY: Director Aitken?

5 DIRECTOR AITKEN: Yes.

6 SECRETARY: Director La Belle?

7 DIRECTOR LA BELLE: Yes.

8 SECRETARY: Director Pham?

9 DIRECTOR PHAM: Yes.

10 SECRETARY: Director Rubalcava-Garcia?

11 DIRECTOR RUBALCAVA-GARCIA: Yes.

12 SECRETARY: And Director Meyer?

13 DIRECTOR MEYER: Yes.

14 CHAIR RUIZ: Okay. Great.

15 Now we move on to the other remaining items.

16 DIRECTOR LA BELLE: Yes. The two that I asked be
17 pulled, I was mainly concerned. They're very significant
18 contracts. One is a little over 2.5 million, I guess, and
19 the other one is a little over, almost 1.5 million.

20 My question is: Have we gone through a
21 competitive bidding process to arrive at these contracts?
22 If so, how many bidders did we receive and is this the low
23 bidder?

24 MR. KARNIS: To answer your first question, yes.

25 That's what our full RFP process. I don't have the answer

1 on how many bids were received, but I might -- if my
2 memory recall, I'll find out.

3 DIRECTOR LA BELLE: Was it more than one? That's my
4 main concern.

5 MR. KARNIS: I'll confirm for both contracts that
6 you're speaking to on how many bids we received. And yes,
7 it was the lowest qualifying bid.

8 CHAIR RUIZ: Okay. Kathy?

9 MS. KRAMER: SA1 -- 12019YR. As I said a moment ago,
10 this is an un-budget expense for personal services to
11 continue work. This is the second contract with this
12 organization as they have succeeded their first contract
13 for services.

14 CHAIR RUIZ: Okay. Great.

15 Is there a motion on the floor to approve these
16 items?

17 DIRECTOR BAGNERIS: I move that we approve the
18 remainder of the Consent Calendar.

19 CHAIR RUIZ: There's a motion and a second?

20 DIRECTOR MEYER: Second.

21 DIRECTOR LA BELLE: Could we separate those out,
22 Mr. Chair?

23 CHAIR RUIZ: Okay. Let's move on. For two items,
24 Director La Belle, is there a motion?

25 DIRECTOR LA BELLE: Yeah. I would move those two

1 items subject to what VP Karns has said.

2 CHAIR RUIZ: Yeah. We're going to make two separate
3 motions.

4 DIRECTOR BAGNERIS: I didn't get a second, so it's
5 okay.

6 DIRECTOR RUBALCAVA-GARCIA: I second.

7 DIRECTOR BAGNERIS: Oh, you second it?

8 DIRECTOR RUBALCAVA-GARCIA: I'll second now.

9 CHAIR RUIZ: Okay. There's a motion --

10 DIRECTOR BAGNERIS: Oh, you second in the new motion.

11 CHAIR RUIZ: Okay. Okay.

12 There's a motion and a second to approve
13 Director La Belle's items. Roll call.

14 SECRETARY: Okay. Chair Ruiz?

15 CHAIR RUIZ: Yes.

16 SECRETARY: Vice Chair Cervantes?

17 (No Response)

18 Director Bagneris?

19 DIRECTOR BAGNERIS: Yes.

20 SECRETARY: Director Mouet?

21 DIRECTOR MOUET: Yes.

22 SECRETARY: Director Aitken?

23 DIRECTOR AITKEN: Yes.

24 SECRETARY: Director La Belle?

25 DIRECTOR LA BELLE: Yes.

1 SECRETARY: Director Pham?
2 DIRECTOR PHAM: Yes.
3 SECRETARY: Director Rubalcava-Garcia?
4 DIRECTOR RUBALCAVA-GARCIA: Yes.
5 SECRETARY: And Director Meyer?
6 DIRECTOR MEYER: Yes.
7 CHAIR RUIZ: Okay. Great.
8 Now for the other remaining item.
9 MS. KRAMER: SA12019YR.
10 CHAIR RUIZ: Is there a motion to approve that item?
11 DIRECTOR BAGNERIS: Motion to approve.
12 CHAIR RUIZ: There's a motion. Is there a second?
13 DIRECTOR MEYER: Second.
14 CHAIR RUIZ: There's a motion and a second. Roll call
15 vote.
16 SECRETARY: Okay. Chair Ruiz?
17 CHAIR RUIZ: Yes.
18 SECRETARY: Vice Chair Cervantes?
19 (No response)
20 SECRETARY: Director Bagneris?
21 DIRECTOR BAGNERIS: Yes.
22 SECRETARY: Director Mouet?
23 (No response)
24 SECRETARY: Director Aitken?
25 DIRECTOR AITKEN: Yes.

1 SECRETARY: Director La Belle?

2 DIRECTOR LA BELLE: No.

3 SECRETARY: Director Pham?

4 DIRECTOR PHAM: Yes.

5 SECRETARY: Director Rubalcava-Garcia?

6 DIRECTOR RUBALCAVA-GARCIA: Yes.

7 SECRETARY: And Director Meyer?

8 DIRECTOR MEYER: Yes.

9 DIRECTOR MOUET: I don't know if you caught my "no."

10 SECRETARY: You and Director La Belle?

11 DIRECTOR MOUET: Yeah.

12 SECRETARY: Okay.

13 CHAIR RUIZ: Okay.

14 I think that -- now we move on to the next item
15 on the agenda which is the Governance Process.

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

22 So before we get that, I'm going to go through
23 Josh. I want to create another committee. Can I do that
24 beforehand or do I go through the report first?

25 MR. CAPLAN: You can do it at any time at this portion

1 of the agenda, Chair Ruiz.

2 CHAIR RUIZ: Okay. You know, we -- I know the 2016
3 Audit is on the -- on the agenda here. So with that, I
4 wanted to create an Audit Committee. That way that Audit
5 Committee would, you know, be with the staff and work with
6 the auditors and bring back a full report back to the
7 Board for approval and updates.

8 You know, I don't think they're going to have to
9 meet that often. Maybe once or twice a year if that. So
10 I wanted to go ahead and create an Audit Committee and I'm
11 going to turn over to my left and ask
12 Director Rubalcava if she would like to be a part of that
13 and as well as Director Meyer.

14 DIRECTOR RUBALCAVA-GARCIA: Yes.

15 DIRECTOR MEYER: Yes.

16 CHAIR RUIZ: Thank you. Okay.

17 And let's see, we're going to move to the
18 Heroes Veterans Hall Foundation Board.

19 Is there any reports from Director -- any of the
20 directors?

21 DIRECTOR LA BELLE: Vice Chair Cervantes and I met on
22 Tuesday with the Foundation. We had a Board meeting on
23 Tuesday. We are continuing our discussion relative to how
24 we should proceed ahead in terms of a grants person, and
25 we've made no decision yet, but we're looking very

1 carefully at some different options to create an ongoing
2 fundraising effort for the Foundation.

3 We currently have -- in the bank so to speak -- a
4 little over 400,000 in there and we're looking at
5 different options for continuing to enhance that amount.

6 We talked a little bit about the status of the
7 Skyhawk. We'll touch base on that in a few moments.
8 Michele and Carol gave a very good report in terms of
9 what's happening at Heroes Hall. There's many things
10 underway. So it was a good meeting.

11 And that will conclude my comments. I don't know
12 if Sandra has any?

13 VICE CHAIR CERVANTES: No. No additional comments.

14 DIRECTOR BAGNERIS: Mr. Chair?

15 CHAIR RUIZ: Yes.

16 DIRECTOR BAGNERIS: A couple of meetings I asked that
17 I join that committee and we did talk about the
18 Bagley-Keene, so having a third member is not a big deal.

19 CHAIR RUIZ: My apologies. Yeah. We own that MOU, so
20 I believe we would have to make an amendment to that MOU to
21 add that third person to the Heroes Hall, Josh?

22 MR. CAPLAN: Yeah. I don't have that MOU in front of
23 me, but I think we would need to amend the MOU and get the
24 Foundation to also agree to allow a third member of this
25 Board to sit on that Committee.

1 CHAIR RUIZ: Okay.

2 That's something that we to need agendize in the
3 future?

4 MR. CAPLAN: Yes.

5 CHAIR RUIZ: Okay.

6 MR. CAPLAN: So, in other words, unless one of the
7 other directors wants to step down, in the interim,
8 Director Bagneris, you'll just have to wait until we get
9 that amended MOU before this Board to get it approved and
10 then before the Foundation Board.

11 CHAIR RUIZ: Got it. Okay.

12 DIRECTOR BAGNERIS: Yeah. I really just needed to
13 hear that. I hadn't heard that, so -- because I know that
14 we control their Board as well. We can take members off
15 of their Board and all of that, so I didn't think that was
16 going to be a big deal.

17 But in light of that, I don't want to take an
18 agenda item 106 days headed to the fair on that issue. So
19 until someone does step down or a new year ensues or new
20 Chair and they want to put somebody new on that committee,
21 I put my hand up.

22 CHAIR RUIZ: Point well taken. Thank you.

23 Okay. The next -- the Financial Monitoring
24 Committee. A report from Director Pham or Director Mouet?

25 DIRECTOR PHAM: I think we already alluded to that a

1 little bit prior. That being said, it's improvement;
2 right? I feel like I have high level of respect for
3 staff. It's a \$50 million operation. Labor having
4 logistics, intensive, business.

5 A lot of times, just having to, you know,
6 decisions to get things done. You know, marketing needs
7 to happen. Operations need to happen. Things need to
8 happen. With that being said, I do have a high level of
9 respect for everyone in this -- that works at the fair and
10 we're still looking for little things here to improve.
11 And I think everyone here is always wanting to get better
12 and improve, so --

13 DIRECTOR MOUET: I'd like to, basically, show my
14 appreciation to Director Pham because, as you know, I had
15 some health issues this winter for several months and I
16 wasn't able to participate in the Financial Monitoring
17 Committee recently.

18 But, anyway, I just wanted to acknowledge that.
19 He did all the heavy lifting because that's why I was I
20 wasn't able to join that last meeting, but Chair Ruiz was
21 able to join so I appreciate the patience.

22 CHAIR RUIZ: Thank you.

23 Okay. Now we move on the Legislative Monitoring
24 Committee. Director Aitken, do you have anything to add?

25 DIRECTOR AITKEN: No, Chair.

1 CHAIR RUIZ: Thank you. Neither do I.

2 So we will now move on to the Tenant Liaison
3 Committee. Director Pham or Vice Chair Cervantes?

4 VICE CHAIR CERVANTES: Not at this time.

5 DIRECTOR AITKEN: I have a question: Can we get a
6 report at some point -- maybe as we get the CEO's report
7 next month -- just, kind of, an update on how the
8 Market Place is doing.

9 I feel like we used to have a monthly
10 representative from the Market Place and we haven't heard
11 anything from them. I don't know if this would be better
12 for our CEO to do an update or -- I'm not trying to assign
13 Director Pham any more work.

14 (Public laughs)

15 He's never going to talk to me again.

16 DIRECTOR PHAM: I've been working to midnight every
17 night this week. I mean --

18 DIRECTOR AITKEN: Just a general update on how they're
19 doing financially, how they're relationship -- how their
20 contractual obligations with the Fair Board. I think just
21 to see how they're doing, as well as some of the other
22 stable, long-term vendors on the property.

23 MS. KRAMER: Your -- Director Aitken, your timing is
24 uncanny.

25 We actually have a meeting their leadership this

1 afternoon to get an update and look at their financial
2 numbers and trying to figure out if it's sustainable
3 moving forward. So we'll absolutely be involved in the
4 Tenant Liaison Committee after we do some back-finding,
5 so --

6 DIRECTOR AITKEN: Thank you very much.

7 MS. KRAMER: Yeah. Absolutely.

8 CHAIR RUIZ: Okay. Great.

9 And I just have a question. I know the
10 Vanguard University contract was brought up.

11 Would it -- if I wanted to assign that to a
12 Tenant Liaison Committee to look at it and then bring it
13 back to the Board. No worries. We'll move on.

14 (Public laughs)

15 Okay. The next one is the Board of Directors
16 Governing Policy Manual. Director Meyer or
17 Director Bagneris?

18 DIRECTOR MEYER: Yeah. We have an update on this.

19 Director Bagneris and I had two three-hour long
20 meetings over the past month during which we discussed our
21 initial planning for the Governance Policy Manual Review
22 Process.

23 We're actually recommending that the Board engage
24 in a much more comprehensive Governance Review Process
25 than merely going over editing the current policies.

1 What we'd like to ask for is more support for a
2 transparent process and input for a full range of
3 stakeholders and advisers, including the public at large,
4 each member of the Board, members of our Executive
5 Management Team, the California Department of Agriculture
6 and our legal advisers and Department of Justice.

7 What we're looking to do is to design a process
8 and execute it that enables the Board to have a really
9 robust dialogue about our Governance model, and we want
10 that discussion to be on both the philosophical level as
11 well as an operational level.

12 We expect that this would include a deep dive
13 into division of responsibilities between the Board and
14 management and the appropriate mechanisms for the Board to
15 engage in effective oversight without micromanaging our
16 staff.

17 For those who may not be familiar with the Board
18 Governing Policy Manual, the types of topics that are
19 addressed include issues relating to how the Board itself
20 operates, such as vote for job products, agenda planning,
21 the role of Board officers and committees.

22 And it also sets forth the boundaries the Board
23 has taken in place on management, such as contracting
24 protocols, executive signature authority, budgeting, asset
25 reduction, compensation, and so forth.

1 So what Director Bagneris and I are hoping is
2 that by engaging in detailed conversation about each of
3 these and other topics, the Board will be positioned to
4 adopt a refreshed Governance Policy Manual that reflects
5 thoughtful deliberation by the Board based on input from
6 all of these stakeholders on the -- that I mentioned.

7 We do recognize that there are many different
8 points of view on all of these various topics, and,
9 generally, about how the organization should be governed.
10 But our hope is that by engaging in an interactive
11 process, that gives everyone ample opportunity to express
12 their thoughts and perspectives.

13 We'll be able to develop a really -- building
14 trust in one another and confidence with the Governance
15 Policies we adopt a clear position of this Board based on
16 careful and transparent deliberation.

17 The Board has previously discussed and improved a
18 limited budget to engage a consultant to assist with this
19 process. Based on a more expansive and interactive
20 process that Director Bagneris and I are proposing and
21 engage in, we recommend that the Board authorize a more
22 substantial investment in this work.

23 We've begun to work on request for proposal for
24 this consultant which we plan to present to the Board for
25 its input and approval at the next Board meeting. We've

1 already spent a substantial amount of time on it, but it
2 wasn't quite ready for prime time.

3 We consulted with CEO Kramer about the budget for
4 this project and she's in agreement with us that this is
5 something worth investing more money in and as well time
6 involved.

7 Just to be clear about the RFP process, this
8 would be a consultant engaged and selected by the Board,
9 given this is a Board job product.

10 So that's my update. And then Director Bagneris,
11 if you have anything left to add to it.

12 DIRECTOR BAGNERIS: I just want to say that
13 Director Andreas is actually Chair in this committee and
14 he is very thoughtful in what he says and what he does,
15 and he has experience and background in this area, and
16 that I'm extremely pleased to be working with him on this
17 committee and getting work on the Board done on behalf of
18 this committee.

19 CHAIR RUIZ: Great. Thank you. Thank you for that
20 great report.

21 DIRECTOR LA BELLE: If I might, Chair Ruiz.

22 CHAIR RUIZ: Yes, go ahead.

23 DIRECTOR LA BELLE: Just to comment on Andreas.

24 I fully support that. I think that's an
25 excellent way of proceeding ahead. I've had the

1 opportunity, as I'm sure we all have, to go through the
2 policies with the suggested changes that our attorney has
3 made. So I've gone through all of those and I think
4 that's a good beginning point.

5 One of the things that I would recommend when we
6 do consider the RFP that we have a special meeting or
7 meetings to go through the policies, rather than trying to
8 condense it into between 11:45 and 12:00 at a regular
9 Board meeting.

10 It's very significant and I think we, as a full
11 Board, need to devote whatever time it takes to do that.
12 And I think a special meeting or meetings would be in
13 order to accomplish this.

14 DIRECTOR MEYER: We've addressed that, actually.
15 Barbara and I did discuss that and we're in complete
16 agreement. We think this is something that's going to
17 require a substantial investment of time.

18 And this is is the most important thing that's --
19 I mean, this is our core job -- to function. And so we
20 couldn't agree with you more.

21 DIRECTOR BAGNERIS: Yeah. We may have to come to a
22 couple Board meetings to be honest with you to make sure
23 that we get through it.

24 DIRECTOR LA BELLE: My recollection is the current
25 policies, although they've been somewhat amended from time

1 to time or created well before any of us -- even Gerardo
2 and I. We've been around since dirt.

3 (Public laughs)

4 But well before that. And so I think it's --
5 it's not only appropriate but perfect timing. Thank you
6 again for your work.

7 CHAIR RUIZ: Great. Thank you all.

8 Okay. At this time, we move to the Safety and
9 Security Committee. Vice Chair Cervantes, do you have
10 anything to add?

11 VICE CHAIR CERVANTES: I do not.

12 CHAIR RUIZ: Okay. All right.

13 Next, we move on to the Master Site Plan Ad Hoc
14 Committee. Director Aiken?

15 DIRECTOR AITKEN: Yes. So we are going to sit down
16 with both our public member. And hopefully today, we can
17 just start looking at what -- some dates that work for the
18 both of us for monthly meetings.

19 And one of the things that I think is
20 important -- because I disagree with the way that the
21 Master Site Plan report from our consultant is
22 characterized sometimes as a complete waste.

23 I think the majority of it is going to be very
24 useful and instructive. I do not intend on using this
25 process to getting new -- new consultants. That's my

1 least favorite word in government -- but to retain new
2 consultants because the majority of the information and
3 the report -- and the information on this report is spot
4 on.

5 We might disagree as a Board with its
6 conclusions, but the information is really good. But I
7 think what we need to do is formulate our -- really
8 formulate your own conclusions as a Board. And I think
9 what would be helpful that -- I would like to take the
10 temperature of the Board.

11 And not only having -- as we said, all of our
12 meetings are going to be public, but not necessarily just
13 having them here but maybe even having some of our
14 meetings in different parts and doing different outreach
15 with other parts of the county to see what our end-users
16 think and not necessarily always requiring them to come
17 here at a time that works for us.

18 So, you know, I think that this is going to be
19 second to Director Meyer. The second most important thing
20 that we really work on this year because I would like to
21 be aggressive about it and really have something to report
22 to the Board by the end of the year so we can move on.

23 CHAIR RUIZ: Great.

24 Director Rubalcava, do you have anything to add
25 to that?

1 DIRECTOR RUBALCAVA-GARCIA: I have nothing to add.
2 I'm just concerned that we might be prematurely looking at
3 the Master Site Plan, especially with governance being a
4 priority. I think we need to get our arm wrapped around
5 that before we actually move forward with this assessment.
6 So I'm all for reviewing it, but it just seems that we're
7 putting the cart before the horse, especially when we're
8 looking at Governance Policy.

9 DIRECTOR BAGNERIS: And, Mr. Chair, I just want to
10 piggyback on that.

11 My concern is I know several Board meetings ago
12 we I said let's wait because until we get the
13 infrastructure study because we need that to move forward
14 with the Master Site Plan.

15 So I'm not sure. I think I agree. I think
16 we're, kind of, put this cart before the horse on this and
17 we need to deal with the other issues first before we
18 really move forward and have a Master Site Plan
19 conversation.

20 CHAIR RUIZ: Director La Belle, do you have anything
21 to add?

22 DIRECTOR LA BELLE: I just wanted to ditto what
23 Director Aitken said.

24 There is some very good information in the work
25 that has been done by the consultants and I think at the

1 end of the day, it's -- you don't need to start over again
2 and remake the wheel.

3 I think it's just, basically, collectively
4 looking at what they've come up with and prioritize it
5 where we want to be in terms of the Master Site Plan.

6 I also want to ditto Director Bagneris's comments
7 relative to -- step one is getting the site and
8 infrastructure assessment completed. And Chair Ruiz, I
9 think you had mentioned something about an earlier
10 decision the Board had made to make the Master Site Plan
11 Committee a committee of the whole.

12 CHAIR RUIZ: Yeah. You know, that was something that
13 was discussed back in September of last year, am I
14 correct? That we were going to be the Master Site Plan
15 Committee. But since this is an ad hoc committee, I mean,
16 you know, it's going to sunset eventually.

17 So, I know there's not a lot of action to take at
18 this time, but, I mean, I'd like to keep it there in the
19 meantime until we do get to that point. You know, if we
20 don't take any action now, that's okay. You know, but
21 eventually we are going to get there. So I would like to
22 keep that ad hoc.

23 DIRECTOR RUBALCAVA-GARCIA: And I'm okay with keeping
24 it, but I just think we need to be working closely with
25 the site and infrastructure because it's -- it just seems

1 that we might be inefficient in the process if we're, you
2 know, looking at the current Master Site Plan, making
3 changes, and then getting feedback that changes may not be
4 necessary.

5 CHAIR RUIZ: Sure. Okay. Got it.

6 DIRECTOR RUBALCAVA-GARCIA: So, you know, I just need
7 to make sure that we're also incorporating that.

8 CHAIR RUIZ: Director La Belle, you want to add
9 anything?

10 DIRECTOR LA BELLE: Yes. And in that regard, I would
11 like to suggest to -- to the Chair that the Buildings and
12 Maintenance Committee be assigned to the Master Site Plan
13 Committee so that we have that between Natalie and
14 Ashleigh.

15 That would free up, you know, give me more time
16 for garage sales, but I'd like to volunteer to be taken
17 off of that committee.

18 CHAIR RUIZ: That's fine.

19 DIRECTOR LA BELLE: And it's, obviously, up to you as
20 to whether you want to do that, take yourself off, and
21 then assign --

22 CHAIR RUIZ: Yeah. You know what, I like your idea
23 but I'm going to turn it over both the Directors if they
24 would like to be a part of that -- the Building and
25 Maintenance Committee as well.

1 DIRECTOR LA BELLE: Well, why do they get a choice?
2 Because Ashleigh keeps giving Newton stuff.

3 (Public laughs)

4 DIRECTOR PHAM: I second that.

5 (Public laughs)

6 CHAIR RUIZ: Director Aitken and Director Rubalcava.

7 DIRECTOR AITKEN: So are we -- just to -- just
8 to be -- I mean, just to be clear, so we will now be the
9 Buildings and Maintenance Committee? We're not
10 combining --

11 CHAIR RUIZ: No.

12 DIRECTOR AITKEN: -- committees and ad hoc committee?

13 CHAIR RUIZ: No, no.

14 DIRECTOR AITKEN: Okay. Yeah. I'm fine with that.

15 CHAIR RUIZ: Okay.

16 DIRECTOR RUBALCAVA-GARCIA: I'm okay.

17 CHAIR RUIZ: Okay. Perfect. That --

18 DIRECTOR LA BELLE: Congratulations.

19 CHAIR RUIZ: Okay. Congratulations. Thank you.

20 Okay. The next item would be the Centennial Farm
21 Foundation. Vice Chair Cervantes?

22 VICE CHAIR CERVANTES: Yes. We have an update in --
23 Michele?

24 MS. RICHARDS: Just a very quick update.

25 The Centennial Farm Foundation was thrilled to

1 have the Board's approval on the MOU. Last month was the
2 first time that they had met in many, many months, so
3 they're regrouping, restarting, and look forward to months
4 of events from their foundation.

5 CHAIR RUIZ: Great. Thank you.

6 Okay. And now we move on to the Item 9B.

7 MS. MUNDEKIS: I had a card for this.

8 CHAIR RUIZ: I'm sorry?

9 MS. MUNDEKIS: I had a card in for 9A.

10 CHAIR RUIZ: Oh. My apologies.

11 MS. MUNDEKIS: That's okay.

12 CHAIR RUIZ: Okay. We have one public speaker. I
13 will now call on Reggie Mundekis again.

14 MS. MUNDEKIS: Hi. I'm Reggie Mundekis, and I'm
15 addressing Item 9A, the Committee -- Ad Hoc Committee
16 Liaison Report.

17 I like the idea of having a Master Site Plan
18 listening tour where you go to different locations in the
19 county and meet with different stakeholder groups who were
20 ignored during the Master Site Plan process and get their
21 input to help you build a better Master Site Plan, and
22 that can actually take several months.

23 By the time you locate and actually meet with
24 those people and listen to them and understand what
25 they're saying. And you can -- you can work on that while

1 we're working on the Governance Manual and while we're
2 working on the infrastructure analysis.

3 And that's actually a really good use of time for
4 those two others processes -- are moving forward. That
5 listening tour is a great idea. And I like what you're
6 doing with the Governance Manual.

7 A little bit of history: The current Governance
8 Process was jammed up by a questionable consultant named
9 Charney who preaches that a CEO should have the ultimate
10 authority and should be the one telling the Board what to
11 do and that the authority of the CEO should not be
12 questioned.

13 So I like what you're doing as far as a very
14 comprehensive review on those issues and, also, that
15 Governance Process in place now was put in place by the
16 Board that was trying to sell this property, and they were
17 trying to sell it to themselves. So good work on that.
18 I'm looking forward to what you're bringing back.

19 I'm -- I'm wondering what's going up with the
20 idea of opening up the committee meetings to the public.
21 That was discussed at the last Board meeting and nothing's
22 happened.

23 And I also sent in a letter requesting that I be
24 given notice of the committee meetings and as allowed
25 under the Food & Agriculture Code -- which you operate

1 under -- the Food & Ag Code allows a member of the public
2 to request notice to attend any committee meeting,
3 including those of less than decorum of the Board.

4 And you all received a letter of that make --
5 with that request, and Mr. Caplan also received a letter
6 with that request. That letter was sent earlier this
7 week. So I'm looking forward to receiving either my
8 meeting notices for Financial Monitoring, Legislative
9 Monitoring, Tenant, Liaison, Board of Directors Policy
10 Manual, Safety and Security, and Master Site Plan and
11 Buildings and Maintenance, or that you start posting a
12 notice for anyone to attend those meetings.

13 The public needs to be kept in the loop on these
14 things. This is our property. This is our money. I
15 appreciate that we're getting a lot of good new ideas out
16 and you want to keep it open and have public visibility
17 into this.

18 So please let me know when those committees are
19 meeting and let the rest of the public know when those
20 committees are meeting. Thank you.

21 CHAIR RUIZ: Thank you. On that same note, I'd like
22 to turn it over to Josh to comment on that.

23 MR. CAPLAN: I'm not going to comment directly on the
24 issues raised by a member of the public, but I can tell
25 the Board -- and I can assure the Board -- is if you look

1 to the Food & Ag Code provision that deals with noticing
2 meetings for committees, it applies only to advisory
3 committees that are formed by the Board through formal
4 resolution or formal action.

5 So based on our office's reading of the section,
6 it will not apply to two-person committees created at the
7 discretion and will of the Board Chair.

8 CHAIR RUIZ: Got it. Okay. Great. Thank you.

9 Okay. Now we move on to Item 9B. And I will
10 turn that over to Michele.

11 MS. RICHARDS: Yes. I'm going to stand for this.

12 MS. KRAMER: Okay.

13 MS. RICHARDS: Thank you. All right. Shall we have a
14 little fun?

15 DIRECTOR BAGNERIS: Yes.

16 MS. KRAMER: Yes.

17 MS. RICHARDS: Let's talk about Imaginology because it
18 it is coming up two weeks from tomorrow.

19 The OC Fair & Event Center is proud to present
20 our sixth annual Imaginology. This is our biggest
21 community giveback of the year. Have you ever wondered
22 how math can help you cook? Or what causes a rainbow? Or
23 how baby chicks know when it's time to hatch?

24 We're inviting the whole community to power your
25 imagination at -- on April 12th through the 14th, where

1 science, technology, engineering, art, and math come alive
2 in the most fun and exciting ways at Imaginology.

3 So for those of you that don't know about
4 Imaginology, this is our three-day event with loads of
5 hands on science, technology, engineering, art, and math
6 experiences for kids of all ages and their families.

7 Last year, this event attracted over 46,000
8 people over a three-day period. We welcomed 101 bus loads
9 of kids Friday alone with their teachers. Our 172
10 volunteers last year contributed 815 volunteer hours to
11 present Imaginology to the community. And to date, over
12 4,100 kids have submitted projects entered into various
13 Imaginology competition. So we know already it's going to
14 be a great year.

15 So it all starts on Friday, April 12th, two weeks
16 from tomorrow when we're already expecting 83 bus loads of
17 kids to arrive with their teachers and students on board
18 with more registering everyday. This is an actual photo
19 of one of the buses unloading from last year. So it's
20 just a sea of kids that arrive on Friday.

21 And that fun continues throughout the weekend.
22 As more students, teachers, and their families discover
23 that Imaginology -- learning is fun.

24 Imaginology is where kids can explore, they can
25 discover, and they can connect not only with friends, but

1 with potential careers in the areas that peek their
2 interest and their curiosity.

3 So what's new for 2019? Well, you might remember
4 Dia del Niño from last year. It's here on Sunday. We're
5 adding a second day of Dia del Niño. So it will be both
6 on Saturday and Sunday. This is the fun and free arts and
7 culture festival to celebrate the traditional Mexican day
8 of the child. The festival which will be held on both
9 Saturday and Sunday this year will feature performances by
10 professional artists, local arts organizations, schools
11 and community groups.

12 And Dia del Niño is presented as part of
13 Imaginology in partnership with Arts OC, MASA, and the
14 California Arts Council. So we're really happy that
15 they're able to expand to a secondly day.

16 Also new this year -- we're very excited about
17 this addition -- is e-Sports Playground. This will be an
18 entire building dedicated to the exploding e-Sports world
19 where kids can learn to how train and compete at the
20 professional gaming level, and parents can learn the value
21 of gaming activities for their kids.

22 An interesting note, did you know that UCI was
23 the first public university to create an official e-Sports
24 program. Students can even earn a degree in computer game
25 science and compete at the national level just like they

1 do in physical sports. So it's exploding and we've got it
2 here at Imaginology.

3 In addition, would you be able to survive
4 Fort Blisters Boot Camp at Heroes Hall? Kids can test
5 their physical skill on our challenging obstacle course
6 while learning the importance of health and fitness. So
7 we'll see you all there. You can earn your sticker.

8 And all your favorites will be back at
9 Imaginology, including academic competitions, good
10 old-fashioned family fun and games, hands-on agricultural
11 exhibits and activities, entertainment, and definitely
12 plenty of animals.

13 So don't forget to mark your calendars for
14 Friday, April 12th, through Sunday, April 14th, for loads
15 of science, technology, engineering, art, and math fun at
16 Imaginology 2019. And you too will jump for joy at
17 Imaginology.

18 Happy to take any questions if you have any. All
19 right. We'll see you all there.

20 CHAIR RUIZ: Thank you so much for that report.

21 Okay. Now we move on to the next item.

22 DIRECTOR BAGNERIS: Can I just make one comment.
23 Because we have two new Board members, but Friday, it's
24 free to the public.

25 MS. RICHARDS: It's free all weekend.

1 DIRECTOR BAGNERIS: All weekend. And parking, I think
2 it's --

3 MS. RICHARDS: Parking is free on Friday.

4 DIRECTOR BAGNERIS: On Friday. So you have to come if
5 you've never been. It is an awesome experience and I'm
6 amazed at our staff that put on two major events -- almost
7 back-to-back within a hundred days, so it's really
8 exciting.

9 DIRECTOR RUBALCAVA-GARCIA: I'll have my nine-year-old
10 at e-Sports.

11 DIRECTOR AITKEN: All of our kids are going to use
12 this as an excuse.

13 (Public laughs)

14 CHAIR RUIZ: That's great. Okay. All right.

15 If there's no more comments on that, we will move
16 on to Item 9C, and I'm going to turn that over to
17 Ken Karns, VP of Operations.

18 MR. KARNs: Thank you, Chair Ruiz.

19 First, Doug or Sandra, is there any update you
20 want to give before I go through the report or you want me
21 to go through the report?

22 DIRECTOR LA BELLE: Yeah. Go through the report and
23 then we can add or subtract.

24 MR. KARNs: So staff with the committee has been
25 working away. We have reviewed and awarded ATI,

1 Architects & Engineers, contract work to work with us on
2 the design and construction documents.

3 And as reviewed earlier, that quote was for
4 36,700. So we went ahead and the team developed and
5 finalized an LOU with CCA for the development of
6 construction bid documents and oversight of the design and
7 construction documents. That quote was for 47,791 which
8 includes the 36,700 for ATI, geotechnical updates,
9 contingencies, and fees.

10 The teams, County and OCFEC, along with the
11 Attorney General's Office have been working on the draft
12 MOI between the County and OCFEC. The goal is to have the
13 MOU on the agenda for the April 23rd County Board meeting.

14 We anticipate approval and we'll also have it on
15 the OCFEC Board of Directors meeting agenda for April
16 25th. The item will be at the OCFEC Board of Directors
17 discretion for review and approval.

18 And as of this morning, we're down to the really,
19 really short strokes of things and I think we'll hit these
20 targets. So it's looking good.

21 The insurance for the A-4 Skyhawk has been
22 reviewed by CFSA and the information has been passed to
23 the County. When this was written, there were no issues
24 to report; however, as of this morning, some last bit of
25 language coming from the County which is what we're

1 reviewing now, and that's the only -- the last item to
2 complete the MOU.

3 As previously reported, the Heroes Hall Veterans
4 Foundation is contributing to the project by taking
5 responsibility for any of the plaques required for the
6 project. Staff and the Heroes Hall Veterans Foundation
7 were provided full details on plaque requirements and
8 applicable names by the County so staff and the Foundation
9 can start working on this as required.

10 The project team -- CCA, ATI, and staff -- will
11 held a kick off meeting on March 19th to discuss the next
12 steps.

13 We went through discussing the budget and any red
14 flags issues -- looking at a cleaner pillar design.
15 Alternative price number one is for artificial turf if
16 we're so inclined, lighting, the pad and path design,
17 concrete cure time, impact on schedule, electricity,
18 craft/aircraft orientation which is critical.

19 The schedule that we're working on in the impact
20 will have on that schedule -- planter boxes and benches
21 and so on. So good kick-off meeting.

22 So subsequent to that, the team will be meeting
23 with the Committee to do preliminary design review -- the
24 feedback that had been given by the Board last month,
25 review, and then bring that all back, and then we'll be

1 able to start working on a construction LOU with CCA.

2 I'm happy to answer any questions.

3 DIRECTOR LA BELLE: Just add a little bit to Ken's
4 comment. It was very complete.

5 In terms of the Heroes Hall Foundation, I
6 think -- I just want to note that we wouldn't even be
7 having this conversation would it not for the efforts of
8 our past Director Berardino and his efforts as President
9 of the Foundation who was the one that initially went to
10 the County and said, "Hey, you know, there might be an
11 interest," and got myself involved and subsequently staff
12 and everyone else involved.

13 A couple things of interest to note, the
14 objective will be at the next Board meeting -- not only to
15 present you with the MOU for hopefully consideration and
16 approval -- but Vice Chair Cervantes and I, as your
17 committee appointees, will be meeting with Ken, staff, and
18 the architect to, kind of, go through the various ideas
19 that were raised at the last meeting by the Board members.

20 The County will be paying for -- they'll be
21 giving us a flat sum of money, assuming the advisers
22 approve that. We'll then combine that with what we have
23 and the objective, obviously, will be within our budget of
24 a hundred thousand and within -- what the county
25 contributes -- we'll be able to do as much as we can in

1 terms of the alternative improvements to the site.

2 But one of the things I would say is, I'll work
3 very hard as well Sandra, because this is, you know, what
4 I used to do in my past life to control the numbers.

5 Obviously, at the end of the day, I think it's
6 going to be very important to know that whatever we do,
7 we're only going to do this once, and let's make sure we
8 have the way we want it.

9 But I think an interesting note that President of
10 the Foundation, Berardino, said that, apparently, we've
11 identified the actual pilot of this particular plane and
12 he has his logs and all that sort of things. So we're
13 going to incorporate that into this whole process.

14 And there's significant interest on the part of
15 the County and everybody else. You know, the enthusiasm
16 is literally growing daily. So I want to thank staff for
17 a good job of keeping this thing moving along.

18 CHAIR RUIZ: Great. Thank you.

19 DIRECTOR AITKEN: Quick question: Is this something
20 that -- when reached out with the pilot -- could
21 potentially be part of a permanent exhibit at Heroes Hall?
22 Or just something as part of the opening of the exhibit?

23 DIRECTOR LA BELLE: I think it certainly could be,
24 yes.

25 The second floor of Heroes Hall is the Santa Ana

1 Army Air Base and that's a permanent exhibit. And I can
2 see no reason why we couldn't incorporate some of that in
3 there.

4 Obviously, what's -- what's missing now is a
5 plane and that was the whole key of the Santa Ana Army Air
6 Base. It was the preflight training center for -- for
7 pilots, bombardiers, et cetera, et cetera. And so I think
8 that's an excellent idea.

9 DIRECTOR AITKEN: Are we going to be doing anything --
10 do we anticipate doing anything with this project during
11 this year's Fair? Either informational placards or, you
12 know, coming next year or anything like that?

13 MR. KARNS: So, on the anticipated schedule, they'll
14 likely be construction activity happening. So it will be
15 fenced off and that's what we did with Heroes Hall or the
16 Ag Workers Memorial. Michele and I just discussed
17 yesterday why might that matter. What it will look like
18 with, you know, with some renderings and some information.
19 So we just discussed that.

20 DIRECTOR AITKEN: Okay. Is that going to displace
21 what -- the area that we traditionally set aside for our
22 non-profits?

23 MR. KARNS: No. The non-profits were moved last year
24 down that lane, off that lawn. I think we had some
25 displays on that lawn. So we're able to work around it

1 with our layouts.

2 DIRECTOR AITKEN: Oh, perfect.

3 DIRECTOR LA BELLE: I would just add that in a perfect
4 world which we don't live in, obviously, but if everything
5 goes as we would hope it would, the actual concrete for
6 the -- for the pilaster that holds the plane, that's
7 secured for 30 to 60 days.

8 So if everything works out well, that could be
9 done in June, and it would be curing during the period of
10 the Fair. And, I think realistically, we're hoping to
11 have everything done by Veterans Day of this year and tie
12 all into that timeframe.

13 CHAIR RUIZ: Great. Thank you.

14 You know, I'm going to bring up another point of
15 order: Can you turn the AC on a little bit?

16 (Public laughs)

17 Thank you.

18 DIRECTOR LA BELLE: What happened to the music?

19 (Public laughs)

20 DIRECTOR AITKEN: Can we provide blankets?

21 (Public laughs)

22 DIRECTOR BAGNERIS: Yes.

23 DIRECTOR AITKEN: For those that are cold, we'll
24 blankets.

25 CHAIR RUIZ: We'll put that on the agenda.

1 DIRECTOR BAGNERIS: I'm always cold, so --

2 CHAIR RUIZ: Okay.

3 Before we move on to the next item, there's a
4 couple of speakers that I'm going to call on on Item 9C.

5 And the first one is going to be Beth Refakes,
6 followed by Reggie Mundekis.

7 MS. REFAKES: Good morning. Thank you for letting me
8 speak.

9 As you know, I've spoken about this issue since
10 it's been brought up, and I think it's great that you're
11 able to locate the pilot and the logs and everything.

12 I think it's going to be terrific to have some
13 sort of display in Heroes Hall so that the public gets a
14 better understanding of the history of the Skyhawk.

15 My only -- I'm glad that Director La Belle
16 brought out the scheduling because I was a little
17 concerned. Since some of these things -- the preliminary
18 design and everything has to come back to the Board of
19 Directors -- I know that you don't have -- there's a
20 couple of meetings that you don't have due to the fair.

21 So I'm a little concerned that the timing will
22 delay the installation and availability to the public of
23 the aircraft for Veterans Day. Because Veterans Day is a
24 huge event here, and I just want to make sure that
25 everything will move along smoothly so that it has the

1 ability -- you have the ability to have it available by
2 Veterans Day.

3 Once again, I think this is a great opportunity
4 for additional education about the history of not only the
5 property -- because you have Heroes Hall now, as well the
6 history of the airplane, and I know that the City of Costa
7 Mesa has airplane down at Lions Park and they're going to
8 be incorporating that into their Lions Park playground and
9 they have -- so that -- it's a very popular attraction
10 with the public, and I'm hoping that this will also become
11 a popular attraction, and we'll be able to be used for
12 educational purposes as well. Thank you.

13 CHAIR RUIZ: Great. Thank you.

14 Next speaker, Reggie Mundekis.

15 MS. MUNDEKIS: Hi. I'm Reggie Mundekis, and I'm
16 discussing Item 9C, The Relocation of the A-4 Skyhawk.

17 This is a great project. It's getting better now
18 that we have pilot logs and can tell more of the history
19 of the aircraft and the person who flew it. So this is
20 such a great opportunity and we should look for more
21 opportunities throughout the County to relocate historic
22 assets and -- and objects to the Fairgrounds where they
23 can be properly displayed and appreciated by millions of
24 people who visit here this year -- each year. Thank you.

25 CHAIR RUIZ: Thank you.

1 Any questions or comments from the Directors?

2 (No response)

3 If not, we'll move on to the next item which is
4 Item 9D. And I'm going to turn that over to Ken.

5 MR. KARNIS: Thank you. And -- and Jason is here who
6 did the all the work. I'm just going to read it and then
7 if you have any questions, I'm sure that Jason will bail
8 me out.

9 So at the request the the Board, research has
10 been done regarding video recording of the monthly Board
11 meetings. This new audio system that has music, that's
12 been recently installed and almost complete is capable of
13 supporting the video.

14 The audio from all the mics will be directly
15 connected to the video feed, so we will have high-quality
16 audio with the video.

17 We are recommending a single PTZ, pan-tilt-zoom
18 camera, specific for the new audio system being installed
19 on the ceiling towards the back of the room on the west
20 side which will then able to capture the members of the
21 Board and speakers at the podium.

22 We're also recommending that we create a new
23 YouTube channel so can livestream the meetings and record
24 the meetings. The recordings can stay on this channel for
25 as long as we wish at the Board's discretion and sunset

1 them after six months or whatever you decide.

2 The recorded meetings and livestream will have
3 links available on our website and the costs,
4 cumulatively, it's \$6,750 -- 4,000 for the hardware, 2,500
5 for programming, and then the ongoing annual \$250 to
6 support the YouTube channel.

7 So we are putting this forth as our
8 recommendation. Happy to answer any questions but looking
9 for the Board to provide staff direction to proceed with
10 the purchase and installation of the video recording
11 equipment.

12 DIRECTOR BAGNERIS: Mr. Chair, I have a question.

13 CHAIR RUIZ: Go ahead, Director Bagneris.

14 DIRECTOR BAGNERIS: So on the \$250 is a recurring
15 cost?

16 MR. KARNS: Correct.

17 DIRECTOR BAGNERIS: Okay. And are there any other
18 fairs in California that are video-streaming their Board
19 meetings?

20 MR. KARNS: Not that we're aware of.

21 DIRECTOR BAGNERIS: So we would be the first.

22 MR. KARNS: And I think Mr. Quiroz checked that. And
23 I believe he checked that and the answer was no, I
24 believe.

25 CHAIR RUIZ: So, obviously, we will be the first ones.

1 DIRECTOR MEYER: So, Ken, would the camera just be in
2 a fixed position? It wouldn't be moving to --

3 MR. KARNS: Right. At this time, we recommend seeing
4 how that works and in a fixed position if we can capture
5 the, you know, the sense and the most of it.

6 Having it pivot to every speaker, it might be
7 really -- pretty -- it might not be a great presentation,
8 so we are going to do our best to really pick the best
9 angle that captures as much so that we can hear and see
10 what's going on.

11 DIRECTOR BAGNERIS: So on the YouTube channel set up,
12 is it a private -- what, you know, what kind of set up
13 we're going to have on the YouTube side? It will be
14 public and shareable and all that kind of thing?

15 MR. KARNS: Sure. Sure.

16 CHAIR RUIZ: Okay.

17 Is there any other comments?

18 DIRECTOR LA BELLE: Yes. Chair Ruiz, if I might.

19 I think I mentioned at the last meeting that
20 cities have been doing this for 40 years in terms of live
21 broadcasting of council meetings, planning commission
22 meetings, et cetera.

23 And three of the cities that I were a part of,
24 couple of the cities had a very sophisticated system. We
25 had staff, you know, we had cameras moving around, et

1 cetera, et cetera.

2 One city was a much smaller city and we just,
3 basically, went to the cable provider and said, you know,
4 "We would like to go gavel-to-gavel for our council
5 meetings. We would like to broadcast on the public
6 channel. And how much would that cost?"

7 And it was very, very cost-effective. We paid
8 for the camera person who came, set up, take the meeting,
9 and then they rebroadcast it on the system.

10 Have we looked at working with Spectrum to see if
11 they would be available to -- I have no problem with
12 YouTube and that sort of thing but I think you're going to
13 get a much more diverse -- a wider viewing of this if
14 we're able to get it on the cable channel here in
15 Costa Mesa and the County.

16 MR. KARNS: So, no. Based on the direction given, it
17 was what we can do to get it videotaped, so we have not
18 done that -- reach out to them.

19 DIRECTOR RUBALCAVA-GARCIA: And this method will allow
20 anybody to access the video at any time, not when it's
21 featured lived via Spectrum? So it -- it will still
22 provide the public with access to the meetings in realtime
23 as well as later?

24 MR. KARNS: That's correct.

25 DIRECTOR BAGNERIS: Yeah. And I'm assuming that cable

1 is going to have a cost.

2 CHAIR RUIZ: Yes. I was going to ask that. I'm
3 assuming that would be a cost if we would go to cable;
4 right?

5 MR. KARNS: Yeah.

6 DIRECTOR MOUET: If I may.

7 DIRECTOR LA BELLE: Yeah. Gerardo's had as much
8 experience.

9 DIRECTOR MOUET: Well, I actually managed the system
10 in Santa Ana when I was in Santa Ana.

11 So, I don't -- one would have to check with the
12 City of Costa Mesa because usually City of Costa Mesa
13 had -- it should have involvement with a franchise -- with
14 regards to the cable franchise.

15 And usually, part of the deal is that they get
16 the government access channel. So in Santa Ana, it's
17 channel 3. And then part of the deal, usually, there's a
18 public access channel where things can be streamed. And
19 it's not an either/or, you can also do live-streams --
20 live-streaming. You can do some YouTube or other
21 mechanisms and cable.

22 The -- the broadcasting seems like you already
23 have a plan here with regards to the actual recording. So
24 it's just a matter of asking questions on whether it's an
25 addition. It's not "instead of." An addition.

1 Probably not government access. It could be, you
2 know, the government access. But if there's a public
3 access channel which typically -- I know in Santa Ana
4 there is -- usually the things are streamed there because
5 that's the whole purpose of that.

6 Now, does it have ratings? Well, that's a
7 different question.

8 (Public laughs)

9 But -- but it is. You know, cable companies have
10 certain obligations with regards to access to -- to -- to
11 public meetings, government meetings, and all that.

12 In Santa Ana, there's a whole channel for the
13 school district -- channel 31. It's possible here. I'm
14 not familiar with this, but it's possible that it's
15 similar. And I know in Santa Ana and Spectrum -- so
16 it's -- it's something to think about.

17 And it may not be some added cost. It's just a
18 matter of playback that some technician does.

19 DIRECTOR MEYER: Can I recommend that we start with
20 this and see how it goes and then let's let the team get
21 through Fair before we add on more for them to do.

22 I, for one, is somebody who doesn't love how I
23 appear on camera.

24 (Public laughs)

25 I don't want any camera zooming in on me,

1 particularly.

2 (Public laughs)

3 Especially when they say how many pounds it adds;
4 right?

5 (Public laughs)

6 DIRECTOR BAGNERIS: And I never want to be caught
7 picking my nose.

8 (Public laughs)

9 CHAIR RUIZ: Director Bagneris?

10 DIRECTOR BAGNERIS: I -- my only concern is, I know
11 that we've had -- we've had to talk about the decorum in
12 our meetings.

13 I would hate for somebody to take a snippet from
14 YouTube and blow it up in a negative way. That is my main
15 concern about doing this. I don't know if our ratings are
16 going to be high or not -- I don't think we should care --
17 but that would be my only concern about doing this,
18 especially if we don't have to.

19 DIRECTOR RUBALCAVA-GARCIA: It might help with decorum
20 if it's on public display.

21 DIRECTOR BAGNERIS: Say it again.

22 CHAIR RUIZ: Okay.

23 DIRECTOR RUBALCAVA-GARCIA: It might help with
24 decorum.

25 CHAIR RUIZ: Okay. It might. Yeah. That is very

1 important. That's true. Okay.

2 (Public laughs)

3 DIRECTOR BAGNERIS: I doubt it.

4 MR. CAPLAN: I just want to add one piece.

5 I know Ken Karns mentioned the ability for
6 YouTube to store these videos as long as the Board wants
7 them online. I just want to make sure the Board is aware
8 that these videos are considered public records, but
9 there's a specific provision that actually would give this
10 Board the authority to erase or destroy the recordings
11 after 30 days of the recording.

12 And I can point you all to Section 11124.1 of the
13 Government Code. And I think the legislature is sensitive
14 to the cost for maintaining videos indefinitely, and so
15 while the Board can decide to keep them for two months,
16 six months, a year, it cannot keep them for less than 30
17 days from the recording.

18 CHAIR RUIZ: Okay. Okay. Good. That's point well
19 taken.

20 DIRECTOR LA BELLE: Chair Ruiz, I do have a concern
21 about the fixed camera not moving. You could do these
22 things remotely.

23 I think it's important that when we have a
24 speaker at the podium, you know, the camera will be
25 focussed on that speaker. And when the Chair is speaking

1 it will be focused on the Chair.

2 You know, I've done this enough years and you
3 don't even know it's there after a while. It's just kind
4 of a normal sort of thing. And you can move that camera
5 on a remote basis, and I think that's critical.

6 I mean, I'll be very cornered if the quality of
7 the product, I think, would suffer significantly by just a
8 fixed camera location without it moving and -- and
9 following the -- the dialogue and the discussion.

10 Because part of what we're trying to do is, you
11 know, the written word is -- we've done this for a
12 thousand years in terms of the transcript. So the written
13 word is always there, but the key is -- is being able to
14 capture the inflections of a speaker, the tone of a
15 comment, and that sort of thing.

16 So I would -- I would ask that we look right now
17 at a way to make sure that the camera could be -- not just
18 fixed in a location but be remotely moved to capture the
19 individual speaker whomever that might be.

20 CHAIR RUIZ: Okay. All right.

21 Before we move on, I've decided -- I got two
22 public speakers on this item, and I'm going to call them
23 up to the microphone first.

24 If the Directors don't have anymore comments on
25 this, the direction first one is going to be

1 Reggie Mundekis, again, followed by Beth Refakes.

2 MS. MUNDEKIS: Hi. I'm Reggie Mundekis, and I'm
3 discussing Item 9D, Video Recording Options for Board of
4 Directors Meetings.

5 So this is great. And I'd like to thank
6 Director Aitken for -- for pushing hard and getting this
7 delivered. It's a great start, and I like what you're
8 doing as far as making it accessible, doing it it very
9 cost-effective first time out of the gate. One camera on
10 a YouTube channel, that's a great cost-effective way to
11 start.

12 And, you know, like, Directors Mouet or La Belle,
13 many of us have gone to city council meetings for many
14 years. City council chambers are built these days with
15 three cameras.

16 There's usually three cameras because that way
17 you can get a wide shot of everybody on the dais, and then
18 one is used to look at the city council members on the
19 dais, and one is used to look the speakers or a video
20 screen.

21 So, we're not quite there yet because we need to
22 get used to this and get some of the basic blocking and
23 tackling down for how we're going to do this.

24 We want to think about how we want to archive
25 these going forward, and also how we want to increase the

1 viewing chances of this.

2 I like the ideas of reaching out to the cable
3 companies, the public access channels, and see if they
4 want to replay these videos on their systems. Because
5 while we focus on Costa Mesa because we have a Costa Mesa
6 address, this fairground is actually for all of
7 Orange County, for all of the 34 cities of Orange County
8 and the unincorporated areas.

9 So once we got up and rolling after the fair, we
10 can use that city outreach that we used during the fair
11 where we have the city days and there's a lot of
12 discussions with city managers and city staff.

13 We could use that to outreach to them to see if
14 they can start to show our meetings, you know, on tape
15 delay if they choose to, on their cable access channels
16 and start to talk about with their cities that there's
17 resources available and start to talk more about how their
18 cities can get involved with the Fairgrounds because this
19 is all for 34 cities of Orange County, not just
20 Costa Mesa.

21 So great start. Let's -- let's look at it and
22 move it forward. Thank you.

23 CHAIR RUIZ: Great. Thank you. I will now called on
24 Beth Refakes followed by Mary Spadoni.

25 MS. REFAKES: Thank you for letting me speak on this

1 issue.

2 Welcome to the 21st century, folks. I mean,
3 meetings are, you know, recorded. You know, the
4 Costa Mesa -- the City of Costa has been doing this for
5 years and years.

6 And after a while, you don't even notice the
7 cameras are there. The first time you speak in front of a
8 camera, you realize it's being recorded. Sometimes it's a
9 little intimidating for people, but after a while, you
10 don't even notice it.

11 My only concern with the single camera is how
12 you're going to record the speakers because the way this
13 is set up, if you have the camera in the back of the room
14 so that it captures all of you, the speakers at the
15 podium -- you're going to be looking at the back of their
16 heads.

17 And same is true with some of the staff members
18 that speak and give reports as well. I think you're going
19 to make some accommodations for that as well.

20 Because otherwise, when you are viewing it,
21 you're just going to see the back of their heads, and that
22 is sometimes -- I know the City of Costa Mesa is revising
23 their council chambers and making some adjustments because
24 of the cameras that they had which were so old -- to be
25 more -- capture some of the staff members better.

1 I think the idea of having -- moving -- looking
2 at -- having a movable camera is good because it can
3 always capture the wide view. Some of you are sitting
4 sideways from a camera that would be located in the back.
5 So, again, you don't get the full feeling of what the
6 speaker is saying. I think it's important that you do
7 have that information.

8 I think that it's a good idea to look at having
9 some sort of -- I know Spectrum covers a lot of cities and
10 having something that is broadcast in all the cities as
11 well as YouTube -- I know City of Costa Mesa which has its
12 own channel, they broadcast on the channel, but they also
13 do live-streaming and they used to have the videos
14 available on their website.

15 And in their case, they keep the meetings for --
16 I think since they've been recording, you can go back and
17 pull things from the archive. So you might consider, you
18 know, holding the -- keeping the videos for more than just
19 30 days.

20 And I think that -- it's, you know, great that
21 you're moving forward with this. Also, having the
22 live-stream monitor helps a lot, and I'm looking forward
23 to having another one in here so you can see from
24 different angles and -- because not everybody can look
25 straight ahead. Sometimes you have somebody tall sitting

1 in front of you, so it helps to have one on the side to
2 also view.

3 So I think you need to just move ahead with this,
4 and I think it's going to be great. Thank you very much.

5 CHAIR RUIZ: Thank you. Okay.

6 Next speaker, Mary Spadoni.

7 MS. SPADONI: Yes. I'm going to agree with the last
8 speaker that videoing this is really important because
9 everyone throughout the county can observe this.

10 And Costa Mesa has a great system where they
11 archive and you can go back and see it. And I don't know
12 if you could arrange through Costa Mesa or through some
13 other cities that they keep your tapes available online so
14 they can view them as well as easily as we do our planning
15 commissions and what not.

16 We have a very active community because we have
17 access to all of these tapes, so I think what you're doing
18 is great and I agree with the last speaker that said many
19 times, and especially in this type of round robin that,
20 unless you have cameras that are mobile, you really don't
21 know who's making the comment. So if you could just keep
22 that in mind.

23 And it's a great idea and I think you'll have a
24 lot more input, a lot more interest, and it will just make
25 everybody more well-informed, and -- and the Board to have

1 a lot more opinion from the community who can't be here at
2 9:00 o'clock on Thursday mornings. And it's really hot in
3 there. Thank you.

4 CHAIR RUIZ: Thank you.

5 Now we have one more speaker, Ana V.

6 MS. VRSKA: Good morning, again. Thank you.

7 This is a really good start toward better
8 openness and transparency. I think it is an awesome great
9 idea and it is long overdue. I do encourage the storing
10 of the video; that is important to archive. I know I go
11 back some times and look several years in the past to see
12 what's been going on and catch up.

13 Also, I think it is important that maybe while
14 the camera showed the whole Board -- because from that,
15 you can see who's talking, but it should be when there's a
16 speaker. It should be on them. Because that way, you can
17 just have a better experience while you're watching.

18 And, ultimately, I still think you should
19 consider changing the time of the meeting. I'm involved
20 in a lot of things and go to a lot of meetings, and this
21 is one of the only ones that is on the weekday in the
22 morning.

23 I actually, again, shuffled my work schedule so I
24 could be here for, you know, a better part of the day but
25 not everyone has that luxury and the ability. So it's

1 just something that I would strongly urge you to consider.

2 And while we're on the topic of openness and
3 transparency, I have to say I was surprised by the prior
4 comment of the representative of the Office of the
5 Attorney General. To me, I thought the role was to help
6 facilitate openness and public participation. You know,
7 not to split hairs on interpretation and statutes which
8 were meant to be broadly interpreted as to allow for a
9 maximum public participation and input.

10 You know, all of them, the Sunshine Act Public
11 Records, Freedom and Information -- they all ask to be
12 broadly interpreted as to allow for public participation
13 and information when it is allowed and doesn't cause any
14 legal issues.

15 So I would urge you to also, you know, go back
16 and just make sure that even with the subcommittee
17 meetings, they're accessible and open and everyone knows
18 what is going on. I think, ultimately, that just leads to
19 a lot healthier and better and more effective way of doing
20 things.

21 Thank you.

22 CHAIR RUIZ: Great. Thank you.

23 Since there are no more speakers, I'll bring it
24 back to the Board now since this is an action item.

25 DIRECTOR PHAM: Yeah. I mean, I -- I agree with

1 Director Meyer. This is a good start.

2 Correct me if I'm wrong, but YouTube channels
3 have history. There is an archive in YouTube. And I
4 would also argue it's a good cost-effective start because
5 YouTube -- more people have data than they have cable. So
6 whether you live in Orange County or New York, you can
7 actually watch this video.

8 With regards to the video equipment, possibly
9 agree with Director La Belle in terms of instead of just
10 relying on a fixed position line, decide on doing like a
11 pivot camera, maybe we should evaluate that.

12 Another suggestion would be maybe just install
13 another camera. Do like a dual camera system like a
14 picture-in-picture or something like that where the
15 overall Board view and then have the podium view.

16 CHAIR RUIZ: Any other comments?

17 DIRECTOR BAGNERIS: Mr. Chair, the only reason I'm
18 really not in favor of doing is -- I'm probably one of the
19 long dissenters on this -- is because there's so much
20 hateful language spewed in these meetings that I would
21 hate for that to be on a loop on someone else's social
22 media platform. I'm very, very concerned about this.

23 This is the Orange County Fair. We're a family
24 venue. You know, we bring joy to people's lives. I'm
25 just really concerned what could happen. The people who

1 promote this are some that give that hateful language, and
2 so I would -- I'm not inclined to do this at this time.

3 I think we really should wait and think about it
4 a little bit more. Find out what the additional cost is
5 going to be to get the dual cameras and all those kinds of
6 things.

7 So I'm just letting the Board know I'm really not
8 in favor of doing something like this at this time.

9 CHAIR RUIZ: Any other comments? Director Aitken?

10 DIRECTOR AITKEN: No. I -- I am sensitive to your
11 comments. But I think the way technology is, in the
12 interest of greater access, this is just our way our
13 society has moved.

14 I agree with Director Meyer. I have no interest
15 in becoming a YouTube star and please don't make it a wide
16 angle camera.

17 (Public laughs)

18 But I think that we should start this
19 immediately, and I think we should start with whatever the
20 staff recommends. Maybe we can start with one camera. As
21 we feel this process out -- if it really doesn't work --
22 we can add a second camera, we can turn the podium
23 sideways so it's more of a side angle. Michele is going
24 to have to do the back of her hair.

25 But what I'm interested in this, I believe, since

1 it's our YouTube channel, we can not only just have our
2 Fair Board meetings, but can we also on our YouTube
3 channel play our commercials that we do. They're amazing
4 every year.

5 We can videotape the flag raisings every morning
6 so that other cities can link to it if they would like. I
7 mean, I think it's actually something that can be a really
8 a positive thing for the Fair and another reminder in
9 social media days that we're here. That we exist. That
10 we're going on. It doesn't have to just be limited to our
11 meetings.

12 DIRECTOR PHAM: I think -- addressing your concern --
13 a member of the public can do that right now if they
14 wanted it. You can just turn on your phone and go live
15 right now if you wanted to.

16 So regardless of the situation, I prefer
17 transparency from the Board and from the Fair itself and
18 just be open with it.

19 DIRECTOR LA BELLE: Chair Ruiz?

20 CHAIR RUIZ: Director La Belle.

21 DIRECTOR LA BELLE: First of all, my best profile is
22 the back of my head, so I have no problems with that.

23 To perhaps alleviate Director Bagneris's
24 concerns -- and I could certainly share with her what her
25 thoughts are on that, and Gerardo can speak to this as

1 well -- but believe me, over 30 years that I was involved
2 in different cities, what we do here is pretty mild to
3 some of the things that have come out.

4 (Public laughs)

5 CHAIR RUIZ: Or union meetings.

6 (Public laughs)

7 DIRECTOR LA BELLE: So I'm not particularly concerned
8 with that. And, again, it is what it is. And I would
9 like to look at another camera, but I'm prepared at this
10 point in time to make the motion that we move ahead with
11 staff recommendation and see where it goes from there.

12 CHAIR RUIZ: There's a motion on the floor.

13 VICE CHAIR CERVANTES: Second.

14 CHAIR RUIZ: There's a second.

15 DIRECTOR MEYER: Can -- can I make --

16 CHAIR RUIZ: Director Meyer.

17 DIRECTOR MEYER: Have we made sure that whatever we're
18 putting up meets all the ADA requirements for visually
19 impaired? I don't know what our requirements are on that,
20 but I just want to make sure that we're sensitive to
21 people. I don't know what's required. So I just want to
22 make sure we've looked at that.

23 CHAIR RUIZ: That's something we can look into; right,
24 Kathy?

25 MS. KRAMER: Yes. Absolutely.

1 CHAIR RUIZ: Okay.

2 DIRECTOR LA BELLE: That's a good thought.

3 CHAIR RUIZ: Great. Absolutely.

4 Okay. There's a motion and a second on the
5 floor. Roll call vote.

6 SECRETARY: Okay. Chair Ruiz?

7 CHAIR RUIZ: Yes.

8 SECRETARY: Vice Chair Cervantes?

9 VICE CHAIR CERVANTES: Yes.

10 SECRETARY: Director Bagneris?

11 DIRECTOR BAGNERIS: No.

12 SECRETARY: Director Mouet?

13 DIRECTOR MOUET: Yes.

14 SECRETARY: Director Aitken?

15 DIRECTOR AITKEN: Yes.

16 SECRETARY: Director La Belle?

17 DIRECTOR LA BELLE: Yes.

18 SECRETARY: Director Pham?

19 DIRECTOR PHAM: Yes.

20 SECRETARY: Director Rubalcava-Garcia?

21 DIRECTOR RUBALCAVA-GARCIA: Yes.

22 SECRETARY: And Director Meyer?

23 DIRECTOR MEYER: Yes.

24 CHAIR RUIZ: Great. Thank you.

25 Okay. Now we will move on to the next item which

1 is 9E.

2 And I'm going to turn that over to
3 Director La Belle.

4 DIRECTOR LA BELLE: Yes. Thank you, Chair Ruiz,
5 members of the Board, and audience.

6 I ask that this be agendized to begin a dialogue
7 relative to -- to this issue. Over the past number of
8 most, we've heard various comments relative to contracts
9 that have exceeded their limitation and a number of
10 concerns have been raised in that area.

11 What I'm going to propose to the Board, I think
12 helps to -- in one part -- address one of the issues
13 raised by the 2016 Audit, and that relates to the
14 Section 4051 of the Food & Ag Code that -- you know, I'm
15 not concerned with the format of the contract we have.
16 I've looked at them. Not only do we get the signees
17 first, but we get their neighbors as well, so I'm very
18 comfortable with the content of the agreements that are --
19 are brought forward.

20 What I think is important -- and Food & Ag Code
21 is very clear -- that we, as a Board, are responsible for
22 developing policies relating to contracting and
23 maintaining those policies once they've been developed.

24 So what I have done, I've taken the liberty of
25 drafting a few random thoughts that I have relative to

1 this process. And after we have public comments, my
2 recommendation is going to be that this be referred to the
3 Governing Committee.

4 I don't think we should wait for the -- for the
5 whole process of what we do with our other policies. I
6 think we need to move forward in a timely fashion and
7 adopt something that addresses the concerns of the
8 management report part of the audit relating to contracts.

9 So that being said, I will pass this around to
10 the Board members and I have a few extra copies for the
11 audience here. Let me go through and read them.

12 What I am suggesting is that we develop a new
13 Board policy for contracts. And what I've done is I tried
14 to -- as I've developed these thoughts -- put in context
15 with some of the issues that have been raised before us.

16 One of the things I think we need to look at
17 would be the Board review of all RFPs for contracts that
18 are estimated to exceed a hundred thousand.

19 Secondly -- and, again, I picked up on this from
20 Ashleigh to give the Financial Monitoring Committee more
21 work to do.

22 (Public laughs)

23 I'm proposing that the Financial Monitoring
24 Committee, referred to as FMC, to review all contracts --
25 the 25,000 or more -- prior to be presented for Board

1 action. So that when it ends up on our Consent Calendar,
2 we know that Gerardo and Newton or whoever the Financial
3 Monitoring Committee is, has reviewed that and asked
4 questions. Again, that could be the Chair and Vice chair
5 or it could be any combination thereof, but I'm just
6 thinking that the Financial Monitoring Committee would be
7 the one doing that.

8 I'm also suggestion that contracts more than
9 100,000 will be considered by the Board on a non-consent
10 basis which would mean, initially, a little bit more work
11 but they would be on the full agenda as non-consent items
12 rather than us going through and pulling them.

13 So at 100,000 -- you could make that number
14 whatever you want -- but I just think that those are
15 significant enough contracts that we ought to have. And,
16 again, I'm looking at a full-Board awareness and
17 transparency.

18 Right now, the next paragraph talks about the
19 CEO's authority and that's exactly as it exists now; it's
20 50,000, and for entertainment contracts is 300,000. So I
21 think that should be -- it's currently at one of our Board
22 policies. I would suggest that it would be just be
23 restated and recited into the policy related to contracts.

24 All contracts and agreements without exception
25 that exceed the above authorized contract -- authorized

1 amount -- shall be considered by the Board upon -- it
2 shall -- I'm having trouble. It's my vision problem
3 here -- shall be considered and any --

4 MS. RICHARDS: Want me to read it for you, Doug?

5 DIRECTOR LA BELLE: Please.

6 MS. RICHARDS: Okay.

7 "All contracts and agreements, without exception,
8 that exceed the above-authorized amount shall be
9 considered by and acted upon by the full Board prior to
10 the amendment being executed."

11 DIRECTOR LA BELLE: Thank you. And then Financial
12 Monitoring Committee to review all entertainment contracts
13 prior to being presented to the Board for Board action.

14 So when those are executed or when they're
15 completed, it will go to the Financial Monitoring
16 Committee and they would then -- we would have a comfort
17 level that when it came before us, it would be reviewed by
18 that.

19 Can I ask you to read the next three paragraphs
20 for me, Michele, if you would, please.

21 MS. RICHARDS: Sure.

22 "All contracts and agreements executed prior to
23 Board consideration, regardless of the amount, shall be
24 reviewed by the Financial Monitoring Committee prior to
25 execution.

1 Pursuant to existing Board policy, monitoring
2 reports will be submitted to the Board by the CEO on all
3 contracts of \$50,000 or more at each Board meeting. And
4 as part of the annual budget, proposed contracts and
5 agreements of 50,000 or more shall be identified and
6 approved in concept by the Board."

7 DIRECTOR LA BELLE: And, again, the intent here is to
8 address the findings of the management report relative to
9 us developing specific contracting policies, maintaining
10 them, and amending them as appropriate.

11 I did want to comment on one area of the
12 monitoring coming back at each meeting. Sounds
13 potentially a little onerous, but it isn't really. Once
14 you get the format set up -- and I've used this format in
15 the past -- it may be just as simple as saying, you know,
16 "nothing to report on that contract," or "everything is
17 underway," or "whatever, whatever." So once you get a
18 system set up, it's pretty easy to just quickly update
19 that for public review.

20 Anyway, those are my comments, and I would, you
21 know, following comments from the public, it would be my
22 recommendation that this be forwarded to the Governing
23 Policy Committee -- Director Meyer and
24 Director Bagneris -- and ask that they work with the CEO
25 and Attorney Caplan to bring back a specific policy

1 relating to this at the April Board meeting.

2 With that, I'll be happy to answer any questions.

3 CHAIR RUIZ: Any questions or comments from the Board
4 we move on to public comments?

5 (No response)

6 Okay. Now we're going to move on to public
7 comments on this item. And the first speaker I'm going to
8 call is Reggie Mundekis followed by Ana V.

9 MS. MUNDEKIS: Hi. I'm Reggie Mundekis. I'm
10 discussing Item 9E, The Review of the Contracting
11 Policies.

12 I really like what Director La Belle has put
13 forward. It's really common sense, easy to do, easy to to
14 understand, easy to implement system. And it's something
15 that's needed and it's something that cities and other
16 agencies do almost automatically. And this will add a lot
17 of transparency and also give us early visibility into
18 issues that may be starting and give us enough time to act
19 on them.

20 The idea of bringing back reports on contracts
21 over \$50,000, that helps prevent what happened with the
22 security contract which was \$48,000 and somehow got used
23 to 12 times that amount by some odd decision being made to
24 just use that contract to contract out.

25 The other issue we need to address is that you

1 really don't have a purchasing existing here -- you don't
2 have a purchasing department. You have a couple of
3 contracts with people who work on the larger contracts and
4 the RFP process and a couple of very -- what seem to me --
5 as very overworked and put upon buyers.

6 You have about 100 full-time employees. You're
7 purchasing system, for the most part, consists of at least
8 32 people with company credit cards running around buying
9 stuff, and I suggest that you start pulling copies of the
10 CAL-Card back up and start looking through some of the
11 astounding things that you have purchased.

12 Did you know that you own two freezer coolers,
13 several refrigerators, two large coffee urns, a countertop
14 icemaker, and any other number of things? This may be,
15 quite frankly, the reason why you have a storage
16 problem -- is just the amount of stuff that employees buy
17 and it's not always clear if this is properly being
18 tracked and receipted into an inventory system or what's
19 happening to it.

20 So I really like what Director La Belle is
21 proposing. It's a great starting point. And then we also
22 need to start digging into the CAL-Card stuff because
23 there's a lot of questions there. And that's \$2.3 million
24 a year for a hundred employees full time. That's a lot of
25 money. I don't know any other State agency or company

1 that assigns credit cards to one out of the three
2 employees and just let's them buy on a daily basis.

3 Oh, by the way, you also have two DirectTV
4 subscriptions, an Apple Music subscription to Pandora, and
5 just a whole bunch of other stuff that I have no idea why
6 you're -- why we're paying for it, so thank you.

7 VICE CHAIR RUIZ: Thank you, Reggie.

8 CHAIR RUIZ: Okay. Our next speaker is Ana V.

9 MS. VRSKA: Thank you, Director La Belle.

10 I think this -- this is very, very much needed.
11 Yes, there were findings of the management report but in
12 addition, people have been here for the last -- at least a
13 year or two -- at various times bringing up concerns about
14 certain things that were just on the Consent Calendar and
15 a lot of times not even being pulled initially, but
16 being pulled by the public.

17 And -- so I believe this is definitely a huge,
18 huge step in the right direction and I hope you move
19 forward with this.

20 Additionally, I think the -- the core issue here
21 is the delegation of authority and examining the authority
22 that is delegated, how it is delegated, and what are the
23 checks and balances, and how that's being done.

24 The delegation of authority can be very efficient
25 and effective. It is necessary; however, it has to be

1 done absolutely properly.

2 And if there's even an inkling that something is
3 a miss, then everything has to be redone, reexamined --
4 which you guys are in the process of doing -- but there
5 are other items, not just maybe purchasing and not just
6 contracting that might have some problems in terms of this
7 delegation of authority from the Board to senior
8 management. Thank you.

9 CHAIR RUIZ: Thank you. I will now call on the next
10 two speakers which is Mary Spadoni followed by
11 Theresa Sears.

12 MS. SPADONI: I'm going to waive my card.

13 CHAIR RUIZ: Oh, thank you. Theresa Sears?

14 MS. SEARS: Good morning, Board Chair, Board. I
15 appreciate the opportunity.

16 I really appreciate Doug bringing this forward.
17 I -- his expertise and his professionalism over ages --
18 sorry, Doug.

19 (Public laughs)

20 But for a lot of years, he understands the public
21 process. Being a City Manager, having a lot of experience
22 in a variety of cities and issues over the years, he
23 understands why this matters; having contracts, checking,
24 the policies, the reviewing, the limits -- the limits
25 of -- of what can be approved or not, and just the

1 overview.

2 And I think it's very important to get our
3 policies first and then we, we build the balance -- the
4 Foundation. That is just the most reasonable thing to do.

5 So I thank you for this and it's been long
6 overdue. It happens all the time at cities, city managers
7 are comfortable with it, CEOs of the County, et cetera --
8 it's -- it's not uncommon.

9 I do want to say that it's been the public's
10 vigilance. This is the only reason this Fairground is
11 still here today. It's because the public has come to
12 these meetings relentlessly and they have been the
13 oversight of this public asset that -- let's just remember
14 one thing; this is a public asset. It belongs to all the
15 people in the State of California.

16 And so when the public comes here to talk about
17 things, it's not to be critical in the sense of being
18 personal. It is to -- it is to bring out issues that are
19 of concern to us and we represent the public. We are
20 what's known as the mini attorney generals.

21 So if something has to happen publically, we, as
22 citizens, unfortunately, because our Attorney General in
23 the State of California can't spend all the time in filing
24 lawsuits, sometimes we have to file them. And that's why
25 this group, a lot of us ended up having to litigate the

1 State of California in order to save this Fairgrounds.

2 So it's a very long history but transparency,
3 public assets -- this is not personal. I have attended
4 these meetings for years. And I attend council meetings,
5 Board of Supervisor, water meetings, planning commission
6 meetings, and I totally agree with Doug La Belle. This is
7 mild. People are very respectful. I do not hear any
8 hateful language. We are here trying to protect all of
9 the citizens in this county in their right and protect the
10 laws of our State.

11 So, again, we're a public agency and the public
12 definitely has a right to know and these meetings should
13 be filmed. Thank you.

14 CHAIR RUIZ: Thank you. That ends the public speaking
15 portion of it.

16 Now we'll turn it back to the Board for any
17 comments or suggestions.

18 DIRECTOR MEYER: I have some comments on this.

19 I -- I appreciate the time put into this, Doug.
20 But this is the kind of topic that, you know, you
21 mentioned earlier that we need to have substantial amounts
22 of time devoted at meetings to discuss policies -- Board
23 policies.

24 This is really going to be a thoughtful and
25 interactive discussion, and I think this is the perfect

1 example of something that shouldn't be done. I think
2 it's -- I've gone through this kind of a process before
3 where you compare yourself to other organizations of
4 comparable size and you see what kind of delegations are
5 or are not there.

6 You also take a look at the operational impact of
7 any given number. So the numbers aren't reached on an
8 arbitrary basis, but are reformed by operational
9 requirements and by the -- the kinds of delegations that
10 exist in comparable organizations.

11 I also want to say that Barbara and I had an
12 opportunity over -- during this past month as we were
13 preparing our work on the Governing Policy Review
14 Committee to meet with Kelly -- who's the Contract
15 Supervisor here on staff, and also with Kathy Kramer --
16 about the RFP that we're trying to put together on that
17 consulting work. And I was so impressed about that.

18 And I just don't want anyone to take away from
19 this conversation that -- speaking only for myself -- that
20 there's a question in us about her competence or the trust
21 that I feel towards you. So I would like to express that
22 personally that I feel tremendous confidence in what our
23 staff is doing, and I hope you don't take the
24 conversations that we're having as an indication of
25 anything -- I don't mean to put the words in anyone else's

1 mouth.

2 But I believe this is something that should be
3 discussed through an interactive extensive process that
4 includes research and to the extent the Board wants to
5 give us direction to prioritize this particular topic at
6 the top of the list, we could -- we could do that.

7 But I really believe this is something that needs
8 tremendous amount of in-depth discussion and analysis and
9 also solicitation from the public of their perspective on
10 it and from various other stakeholders as well.

11 That would be my point of view.

12 DIRECTOR PHAM: The way I took it was these were just
13 suggestions for the Governance Committee to, kind of,
14 start that process.

15 DIRECTOR LA BELLE: Right. Just one person's random
16 thoughts relative to things that could be incorporated in.
17 It's not intended to be all encompassing. It's not even
18 intended to be. Some of the things, we may not even want
19 in there.

20 I think, Andreas, you're absolutely right. I
21 would hope this would go to the top of the list in terms
22 of policies because I think it's given the findings and
23 the management report audit it will be considering next.
24 We've got to respond back to those audit findings.

25 Very clearly, when we adopt a policy and one of

1 the findings clearly was that to comply with Food & Ag
2 Code Section 4051, we need to develop policies and
3 procedures relative to contracting, period.

4 And so, I feel very strongly on that, but it is
5 the -- the prerogative of the Board.

6 DIRECTOR RUBALCAVA-GARCIA: But the request was made
7 to have governance -- actually be prioritized before we go
8 through the Governance Process.

9 So that's something I don't agree with. I think
10 it should go through the entire Governance Process. I
11 also have a couple of comments and questions.

12 So, Item No. 2, I'm concerned that the 25,000
13 minimum mentioned in this one is infringing on -- or I
14 think the Board is going beyond our role, and this seems
15 to be getting into more operational, and it also feels
16 like it might create an inefficient process.

17 And I'm aware of what government does, and one of
18 the things we get criticized for constantly is that we're
19 not efficient enough. So I think it's the Board's duty to
20 make sure that we're not overstepping our role here.

21 The other item which is, "FMC to review all
22 entertainment contracts prior to Board action." I'm
23 concerned that we keep circling back on entertainment. Is
24 there something we don't know about the current
25 entertainment issue that we should be aware of? Because

1 we seem to constantly bring it up. Is it something that
2 we should be concerned or aware about or aware of? I
3 mean, because it's on here a couple of time.

4 DIRECTOR LA BELLE: Let's take it right out of the
5 existing policy.

6 And I just think that each entertainment
7 contract -- and the reason why we got it to 300,000 is to
8 give staff the flexibility of entering in and negotiating
9 with the artist relative to a given performance. I don't
10 have a problem with the amount.

11 And each contract becomes a little different in
12 different ways. And I just -- I just feel more
13 comfortable that if the Financial Monitoring Committee or
14 a committee -- it could be whomever. We have enough of
15 them -- can review it and have an understanding of what's
16 in that particular contract before -- before it becomes an
17 issue, i.e., we had the example of the Pacific Symphony,
18 the Kiddie Logins. You know, a year later, we're
19 reimbursing 97,000.

20 This is intended to address these kind of issues
21 that we know. We preclude a problem before it becomes a
22 problem.

23 DIRECTOR RUBALCAVA-GARCIA: So, I mean, that's
24 something we can talk about, but I'm not sure it really
25 belongs in this portion of the discussion.

1 And then the last item, "as a part of the annual
2 budget proposed contracts and agreements of 50,000 or more
3 shall be identified and approved in concept by the Board."

4 Can you explain that a little bit and the
5 intention of that. The concept part is what's throwing me
6 off.

7 DIRECTOR LA BELLE: The concern that I have in that
8 particular area is there is a one-line comment that we're
9 going to do re-branding and that occurs in November of the
10 budget process and then it never comes back before us
11 until nine or ten months later when we see something on
12 the Consent Calendar.

13 It's just to make sure that we know, from a
14 policy standpoint, when we adopt the budget in December,
15 that specific things in there are identified as policy
16 items so we can say, "No, we want to do that," or "No, we
17 don't want to do that," or, "Yes, we want to do that."

18 It's just to great a greater awareness and once
19 we get to the policy on finance related to budget, asset
20 protection, I have a number of comments that I'll be
21 asking to be incorporated into whatever that policy
22 revision is.

23 Again, it's just to carry out our responsibility
24 as Directors. We are -- we're not volunteers. Under the
25 Food & Ag Code, we are Officers of the State of

1 California. Each of us have been appointed by -- and in
2 some cases several times -- appointed by the Governor.

3 So we have an obligation to make sure that we
4 monitor and review significant contracts that is related
5 to the work. So that's my --

6 DIRECTOR LA BELLE: We have an obligation to make sure
7 that the Board and the Fair Board is operating at the most
8 transparent level but not necessarily to get involved in
9 the operations of things, so I just want to make sure that
10 that's the part that we're not overstepping. And so
11 that's why governance is so important. I can't constantly
12 get in the way.

13 DIRECTOR MOUET: The reason that I'm in full support
14 of Doug's thoughts which is really to be more thoughtful
15 and planning. It isn't, you know, as he stated, it's to
16 be able to make sure that the Governance Committee ends up
17 putting a lot of attention in this area.

18 And the reason I say that is that if you review
19 the history of similar organizations -- as well as other
20 public organizations -- it is in this area where mostly
21 Board of Directors, or city council people, or Board of
22 Supervisors lose their integrity.

23 This is where you end up finding lots of
24 different problems. It's a fine balance between
25 efficiency and transparency and protecting public monies

1 in public service.

2 So a lot of people do criticize, "Oh, this is
3 going to increase inefficiency and all that," but when you
4 end up getting those cases and you just read those
5 newspapers, you say, "Oh, my goodness." This is what
6 protects the integrity of a -- of a -- of a policy Board.
7 This is the thing that you have to be really proactive.
8 It's when -- when it fails that just terrible things --
9 the consequences happen.

10 And so you need to have really thoughtful
11 policies with regards to purchasing and contract and it is
12 just an area of vulnerability that happens all the time in
13 public services.

14 And so it is the responsibility in my opinion, it
15 is the responsibility of Board integrity to be able to do
16 this and to approve this and to be mindful of these types
17 of things.

18 That's what Doug is doing. We have to be
19 mindful. Based on some experiences we've had, we have to
20 pay attention to this. This is a very wise
21 recommendation. I fully support it.

22 I think it's not something that you drop
23 everything. I understand we have a big event coming, but
24 it doesn't -- it doesn't take away with regards to
25 expressing the points of this and just to begin planning

1 on making sure that we have a very thoughtful process to
2 protect this organization, to protect the integrity of the
3 Board.

4 It is just one of the most fundamental things
5 that one has to do as a responsible Board member, in my
6 opinion.

7 DIRECTOR RUBALCAVA-GARCIA: And I agree with that
8 fully, but I think it should be part of the Governance
9 Process -- yeah. But that's not what's recommended.

10 CHAIR RUIZ: Can I get one speaker at a time, please.

11 DIRECTOR MOUET: So I -- I -- I thought I heard Doug
12 recommend that this goes to the governance.

13 DIRECTOR RUBALCAVA-GARCIA: He said it was prioritized
14 prior to the Governance Process is what he said when he
15 initially --

16 DIRECTOR LA BELLE: My recommendation -- suggestion is
17 to send it to the Governance Committee. I think it should
18 be top priority. I think it should be considered in
19 advance of any of the others because we have some
20 significant findings that have been presented to us in the
21 2016 Audit that need to be addressed.

22 And I think we need to move forward with that
23 because -- and as we discuss the next item, I'll ask some
24 specific thoughts there as to what I think we need to be
25 doing to respond to that audit.

1 We can't just let it sit out there, and I -- I'm
2 very comfortable with the Governance Committee doing it,
3 and I -- I -- it's not rocket scientist. We can take and
4 develop this policy and bring it back at the next Board
5 meeting for Board review and discussion without impacting
6 anything else that's going on.

7 DIRECTOR BAGNERIS: Mr. Chair?

8 CHAIR RUIZ: Yes. I believe Director Aitken had a
9 comment.

10 DIRECTOR BAGNERIS: Oh, sorry.

11 DIRECTOR AITKEN: Yeah. I agree. I haven't had time
12 to study this and kind of go through everything.

13 But conceptually, I do agree that as we develop
14 our policies and procedures that we need to recognize the
15 fact that, unlike a lot of non-profit Boards or public
16 Boards we may sit on, you know -- I'm sorry, non-profit
17 Boards we sit on, this is a governmental entity and this
18 is not our money and it's not our land.

19 And while I have complete faith in -- in our --
20 in our staff and the job that our staff does, they excel
21 at what they do. At the end of the day, if one of the
22 situations arises that Director Mouet was referring to,
23 we're going to take the fall and we're going to take the
24 hit.

25 So this is actually something that is in our best

1 interest to develop something that doesn't have to
2 specifically be this. I mean, I haven't, you know, the
3 numbers here might be placeholders for other numbers.

4 But to make sure that we, as Board members, truly
5 value the responsibility that we have taken on by
6 accepting a position on this Board. I don't think there
7 is anything wrong with transparency and with
8 accountability and with being able to explain to the
9 public when we get approached or we get phone calls why a
10 certain action was taken by this Board.

11 This just helps us stay in realtime informed
12 about what is going on a macro level with this Board. I
13 don't think that anything in here we're talking about
14 hundreds and thousands of dollars -- \$50,000, \$25,000, I
15 don't think that the intent is for us to individually be
16 CEO for a day.

17 This isn't simple staffing decisions. This is --
18 and -- and to me in, just opinion, when you devote
19 hundreds and thousands of dollars towards something, that
20 is a policy decision.

21 When you decide to spend \$100,000 on a corner of
22 this property, that is a large decision that we really
23 need to be aware of. And so I don't think asking for the
24 Board to spend some extra time, it doesn't have to be the
25 Financial Monitoring Committee. Maybe as we go through

1 the governance policy, it turns into its own process.

2 But I don't think asking Board members to spend a
3 little bit of extra time before we spend hundreds of
4 thousands of dollars is too much to ask. That is policy.

5 DIRECTOR RUBALCAVA-GARCIA: But that's already --

6 CHAIR RUIZ: Director Bagneris and then followed by
7 Director Pham.

8 DIRECTOR BAGNERIS: So I would say that the Governance
9 Committee will take this. We'll have this as we
10 deliberate.

11 Just remember, we're trying to do a very
12 methodical process, and if we start jumping around, we may
13 not get to the end product that we want. All of the
14 things that we decide, of course, are going to come to the
15 Board, the Board will be able to discuss it in -- in full.

16 So we will take this listing with us and we're
17 going to -- eventually, we'll have a consultant that's
18 going to help us to work through all these issues and
19 we're going to do what's in the best interest of the
20 Orange County Fair & Event Center.

21 CHAIR RUIZ: Great. Director Pham followed by
22 Director Meyer.

23 DIRECTOR PHAM: Yeah. I figured I should comment
24 since --

25 DIRECTOR LA BELLE: I learned that from Ashleigh.

1 DIRECTOR PHAM: The -- I have no problem prioritizing
2 it if the Board decides that.

3 But I just want the Governance Committee to be
4 cognisant of volume. Because I think if we take something
5 long like this, to avoid inefficiency, the person who's in
6 charge of the -- the committee who's in charge of this
7 needs to be extremely responsible -- responsive, I should
8 say. They should be able to respond relative quickly to
9 not slow things down.

10 Saying, "Yeah. I've taken a look at this. This
11 is fine, receive, or otherwise." Again, just want to be
12 cognisant of that. But other than that, I really have no
13 problem devoting certain amount of time.

14 CHAIR RUIZ: Director Meyer?

15 DIRECTOR MEYER: I agree with all of this.

16 What I think is important is that we take the
17 time to make sure that we're doing it right. And I guess
18 the piece that peeked my interest and made me a little bit
19 concerned was the idea that we would complete this work
20 and bring it back next month. I mean, I just don't think
21 that's realistic.

22 I think it would be helpful to us and have our
23 consultant on board. I think there's a lot of information
24 we're going to have to gather from staff in terms of the
25 volume of contracts like you talked about. The

1 operational of impact of having to adding in additional
2 layers.

3 Because it's efficiency, like
4 Director Rubalcava-Garcia is talking about, but it's also
5 about the organization, and so I think we have to be very
6 thoughtful about the way that we approach this, and I
7 think that means that it's going to be a substantial
8 amount of work.

9 Director Bagneris and I identified this as
10 something that we do need to spend substantial time on it.
11 I don't have a problem with it being the first thing that
12 we tackle, but I would ask for the Board's indulgence in
13 giving us the time to get our consultants on board and
14 allow us to do this in an informed, thoughtful, methodical
15 process, and that we're not just shooting from the hip.
16 So that would be my request.

17 CHAIR RUIZ: Any other questions or comments from the
18 Directors?

19 (No response)

20 Okay. What is the pleasure of the Board in
21 regards to this item?

22 DIRECTOR BAGNERIS: We're going to take this to the
23 Governance Committee and move forward.

24 CHAIR RUIZ: Is there a motion on the floor for that?

25 DIRECTOR BAGNERIS: Do we need a motion?

1 DIRECTOR LA BELLE: I would move that this be referred
2 to the Governance Committee.

3 Again, as Director Aitken has indicated, the
4 numbers are just basically placeholders. Their -- they
5 could be whatever the Board ultimately decides. But my
6 recommendation that it would be referred to the Governance
7 Committee and that the Governance Committee would
8 prioritize this as the number one policy priority to bring
9 back to the full Board.

10 And, again, I will comment further when we get
11 the 2016 Audit discussion.

12 VICE CHAIR CERVANTES: I second.

13 CHAIR RUIZ: There's a motion and a second on the
14 floor. Roll call vote.

15 SECRETARY: Okay. Chair Ruiz?

16 CHAIR RUIZ: Yes.

17 SECRETARY: Vice Chair Cervantes?

18 VICE CHAIR CERVANTES: Yes.

19 SECRETARY: Director Bagneris?

20 DIRECTOR BAGNERIS: Yes.

21 SECRETARY: Director Mouet?

22 DIRECTOR MOUET: Yes.

23 SECRETARY: Director Aitken?

24 DIRECTOR AITKEN: Yes.

25 SECRETARY: Director La Belle?

1 DIRECTOR LA BELLE: Yes.

2 SECRETARY: Director Pham?

3 DIRECTOR PHAM: Yes.

4 DIRECTOR LA BELLE: If we had the music, you know.

5 (Public laughs)

6 SECRETARY: Director Rubalcava-Garcia?

7 DIRECTOR RUBALCAVA-GARCIA: Yes.

8 SECRETARY: And Director Meyer?

9 DIRECTOR MEYER: Yes.

10 CHAIR RUIZ: Great. Thank you all.

11 Okay. We move on to the next item which is Item
12 9F, and I will turn that over to CEO, Kathy Kramer.

13 MS. KRAMER: This is on the agenda as an action item
14 for further Board discussion.

15 So with that, I will turn it back over to the
16 Board of Directors.

17 CHAIR RUIZ: Okay.

18 Before we -- okay. It's back to the floor to the
19 Board of Directors. Does anybody have any questions or
20 comments in regards to this item?

21 DIRECTOR LA BELLE: Well, I -- I would suggest that --
22 I was the one that asked that it be as an action item.

23 I think -- and to speak to what Gerardo and
24 Ashleigh said earlier -- this is something that the Board
25 -- the full Board -- needs to take policy position on and

1 I think we should be communicating back to the Department
2 of Food and Agriculture, Audit Division, relative to the
3 specific management findings that they have presented.

4 I think we should transmit a communication to
5 them. Basically, reaffirms the action that we just
6 previously took that we will be -- pursuant to Food & Ag
7 Code 451 -- we will be developing policies and procedures
8 that will be agendized, that will be completed at the
9 earliest possible date.

10 I have some concerns relative to the settlement
11 agreement that was entered into. I think we need to
12 articulate that on a go-forward basis, all settlement
13 agreements relative to employee matters will be reviewed
14 and approved by the Board; and that's our responsibility.

15 That there's some issues relative to potential
16 gift of public funds. I'm not really sure how to respond
17 to that, but a GoFundMe page isn't really appropriate, I
18 would think.

19 But, you know, I think we need to have some
20 dialogue about those specific findings relative to that
21 agreement that was entered into a number of years ago.

22 Those are my thoughts.

23 CHAIR RUIZ: Any questions or comments from the Board
24 before I go to public comments?

25 DIRECTOR AITKEN: I have a quick question for counsel:

1 For potential employment litigation which obviously is
2 very sensitive, at what point is something considered
3 pending litigation that the Board should then be aware of
4 in closed session before it gets resolved?

5 MR. CAPLAN: Pending litigation as it relates to the
6 situation where the 32nd DAA has not yet been named as a
7 defendant in a lawsuit but just threatened to be into a
8 lawsuit. Is that the type of situation that you're
9 referring to?

10 DIRECTOR AITKEN: Well, I mean, I'm imagining there's
11 all sort of scenarios where things get settled before
12 things are filed.

13 MR. CAPLAN: That's correct.

14 And so the only -- Bagley-Keene very narrowly
15 proscribes the situations where the Board can discuss in
16 closed session pending litigation.

17 The term "pending" is somewhat misleading in
18 Bagley-Keene. "Pending" doesn't actually mean litigation
19 that's -- formal litigation that's already going on.

20 "Pending litigation" also means situations where
21 the Board is potentially -- faces the threat of
22 litigation. But in that situation, our office needs to
23 make the determination that there's a substantial risk at
24 a certain level of evidence that the Board faces.

25 That type of litigation threat, and in most

1 instances, will then advise the Board through a one-way
2 legal memo that it would be appropriate to move into
3 closed session to discuss those items. So it's very
4 fact-specific.

5 You know, for example, if there's somebody
6 walking on the street corner saying, "Oh, I don't like the
7 layout of these parking spaces. I'm going to sue you."
8 That probably doesn't rise to the level of going into
9 closed session to discuss.

10 But if we get a demand later from a third-party
11 vendor claiming that we're in violation of some contract,
12 that likely would. So it's very fact-specific and it
13 takes some deliberation on the part of our office to
14 determine whether it would be appropriate to have those
15 discussions in closed session or whether they would need
16 to occur in open session.

17 DIRECTOR AITKEN: And so is that something we would
18 say is interpreted liberally or narrowly?

19 MR. CAPLAN: Narrowly. Because the purpose of
20 Bagley-Keene, and again, open meeting laws; right?
21 Transparency -- the members of the public have a fourth
22 seat of the table.

23 And so our -- at least as our office reads that
24 part of Bagley-Keene, we read it very narrowly. And so if
25 there's doubt on our mind that there shouldn't be

1 discussed in closed session, then -- then we -- we would
2 not authorize the Board to have that discussion in closed
3 session..

4 DIRECTOR AITKEN: Okay. So what is your -- not the
5 current settlement agreement, but considering that -- for
6 instance, somebody comes onto the property, trips on the
7 not-smooth parking lot, and gets injured, and then serves
8 us or maybe attorney contacts us for a pre-litigation
9 settlement in the amount of \$20,000.

10 Is that something that the Board with that amount
11 would be informed about in closed session?

12 MR. CAPLAN: Given the facts as you've described them,
13 Director Aitken, if those facts were presented to our
14 office, I would identify that as an item that should be
15 discussed in closed session.

16 DIRECTOR AITKEN: Okay. So if somebody is
17 temporary or someone is an employee that gets terminated
18 or put on leave and then we get a letter from an
19 employment attorney, is that something that we would then
20 be informed about in closed session?

21 MR. CAPLAN: It depends on what the letter from the
22 employment attorney says.

23 If the employment attorney sends a long letter at
24 the end saying, "If we don't receive response from you by
25 'X' date, we will be filing a lawsuit in Superior Court in

1 the County of Orange," then yes, it would be.

2 If the letter is just a Summary of Facts with no
3 specific demand or threat of litigation, it likely
4 wouldn't be enough to discuss in closed session.

5 DIRECTOR AITKEN: Okay. Thank you.

6 DIRECTOR MEYER: I have a question.

7 CHAIR RUIZ: Yes. Go ahead, Director Meyer.

8 DIRECTOR MEYER: I agree with what Doug about the
9 Separation Agreements.

10 Based on the finding of the audit and the
11 opinion, I guess, that CalHR has indicated that -- because
12 that's a State agency, I absolutely agree that we should
13 have no Separation Agreements without the approval of the
14 Board and CalHR. I think it's an appropriate response to
15 how I find it.

16 I also agree with Doug's suggestion that we have
17 a formal written transmittal back to the audit office
18 indicating what steps we're taking in response to this
19 because I could not agree more that this is one of the
20 most serious -- it's a core Board governance
21 responsibility.

22 It's something that we have to be paying very
23 careful attention to. It's why I'm very glad that you
24 appointed an audit committee. Director Rubalcava and I
25 are happy to serve on that, and I think that we can serve

1 as a liaison to ensure that there's a direct communication
2 between auditors and members of the Board.

3 And so I just wanted to indicate that I agree
4 with the recommendations.

5 CHAIR RUIZ: Great. Thank you.

6 There's no more questions or comments?

7 DIRECTOR LA BELLE: If I might, Chair Ruiz.

8 CHAIR RUIZ: Director La Belle?

9 DIRECTOR LA BELLE: Thank you, Director Meyer.

10 I agree with you completely, and I'm very
11 comfortable with the Audit Committee. Natalie and
12 yourself crafting some sort of communication that would go
13 back -- settlement agreements are entered into all the
14 time into public jurisdictions and they're entered into
15 for a variety of reasons.

16 Not the least of which -- and I've used this
17 example with our attorney in a number of occasions -- are
18 you going to spend a dollar to save ten? Probably. Are
19 you going to spend ten to save a dollar? Probably not.

20 So that's why you enter into settlement
21 agreements. To, obviously, evaluate the cost and benefit
22 of what you're doing. But those kinds of actions need to
23 be a formal action for the -- that this Board takes as an
24 entity.

25 And so that would be --

1 CHAIR RUIZ: Great. Thank you. If there's no more
2 questions or comments from the Board, I'm going to turn it
3 over to the public speakers.

4 The first one is going to be Ana V, followed by
5 Mary Spadoni.

6 MS. VRSKA: I would like to put something forward for
7 procedural consideration.

8 Like, for example, in the item that came before
9 this one, a lot of discussion of the Board happened after
10 public comment.

11 I think it would be better -- more encompassing
12 to -- based on some of the things I know, I would have
13 responded or said different things based on the comments
14 of the Board and then the Board could hear the public
15 comments and then maybe discuss further and then vote.

16 Because to have -- sometimes -- sometimes public
17 comments are before the major discussion prevents them,
18 the public, from commenting on what is discussed.

19 But, since this item relates to the previous, for
20 me, personally, I have very little confidence in CEO
21 Kramer. Not for any personal reasons, but her -- just
22 from what I've seen happened over the last few years in
23 terms of cutting corners, questionable practices, and
24 outright illegal practices, trying to bury things, trying
25 to limit public participation, not properly fulfilling

1 public requests in a timely manner, and forcing the public
2 to to work overtime to bring some of these concerns into
3 practice.

4 I would like to put forward, you know, an
5 example, if you have a raging fire and you have buckets of
6 water and a fire extinguisher, do you use those or do you
7 say, "No. I'm not a firefighter and I'm going to wait for
8 the fire department to come for me"? I would do whatever
9 I could in the moment as a stopgap until everything could
10 be done perfectly and properly.

11 Because what is going on in here and now is a
12 crisis. It is not serious. It is not minimal; it is a
13 crisis. And maybe what needs to happen is that certain
14 things happened quickly to just put safeguards as a
15 stopgap to just have something in place that is different
16 than what's been going on.

17 There's a lot of history here. It takes years to
18 get caught up on all the things that have led up to this
19 point and then you do everything perfectly and properly
20 and get the consultants and make sure, you know, all the
21 T's are crossed and all I's are dotted. I fully support
22 that.

23 But sometimes you have to act. You can't wait
24 six months to have it go through the proper things.
25 Because what slips through the contracts in the interim?

1 There has to be something going on.

2 And for the audit, I think this has to be a huge
3 wake-up call about procedures and everything that maybe
4 for the foreseeable future, everything has to be under the
5 microscope however inefficient it might be because that's
6 the place where we are at.

7 And then maybe then we rebuild again and rebuild
8 trust and put the proper procedures in place and can look
9 towards, again, you know, maybe delegating some authority
10 and doing things like that.

11 But I think, for now, it's -- we're on a crisis
12 mode. Thank you.

13 CHAIR RUIZ: Thank you.

14 The next speaker is Mary Spadoni, followed by
15 Reggie Mundekis.

16 MS. SPADONI: Again, I agree with the last speaker.

17 And I'd like to reiterate that you, as Board
18 members, do have a responsibility to oversee. It's not
19 nitpicking. It's your responsibility to direct the staff.
20 The staff doesn't direct the Board. That's in the code.
21 I'm not making this up. This is in the code that you
22 drive this -- this big operation; it's not the staff.

23 I mean, obviously you need a cohesive work
24 relationship, but neither one of you cannot do your job.
25 And your job as the Board is to oversee.

1 And I agree that we've had a lot of things in
2 these past years that have been questionable. Monies that
3 have gone out that have you scratching your head as a
4 taxpayer and as a resident. So I have no problem with
5 this -- this oversight and digging in and taking
6 responsibility because, you know, where does the buck
7 stop? The buck stops when you have to justify these
8 audits and all of these other items.

9 So if you can get ahead of it and not have to do
10 it after the fact and make sure that everything that's
11 being done is being done right. And if it gets a little
12 nitpicky, well, then, you know what, that's sort of --
13 sort of how we all work.

14 It is how the government works and it's in some
15 regard why the government is a little bit slower than you
16 have a public entity, but it protects the people, it
17 protects the Board, and it protects the Fairgrounds.

18 And as you all know, we fought hard for this
19 Fairgrounds in the last 10 years. So we are over seeing
20 it and we expect you to do the same thing.

21 Thank you.

22 CHAIR RUIZ: Thank you. Reggie?

23 MS. MUNDEKIS: Hi. I'm Reggie Mundekis. I'm
24 discussing the 9F, the audit issues.

25 We have to realize today that we're talking about

1 something today -- and finally putting on the agenda as
2 action -- of something that should have been done two
3 years ago.

4 I got to hand it to CEO Kramer, she managed to
5 bury this audit for two years and hide it from us. But
6 it's now -- it's time to take action. You have taken some
7 actions like setting up an audit committee and starting a
8 discussion about tighter contracting procedures, but the
9 Board needs to do more to really fulfill their duty -- as
10 appointed by the Governor -- for this property.

11 You have a fiduciary responsibility to the people
12 of California for this property, and there is no amount of
13 money which is too small for you to be dealing with, quite
14 frankly.

15 You can delegate authority as much or little as
16 you want and today, quite frankly, you need to un-delegate
17 the authority to CEO Kramer because of what she did with
18 this audit.

19 We need action on this audit. We need to end
20 this. This is an ongoing issue with this CEO where it's,
21 quite frankly, you know, she just does stuff until she
22 gets caught.

23 We have Board members that have helped hide
24 stuff. The former Chair helped hide the audit from the
25 rest of the Board and from the public. It's getting old.

1 We're tired. The Board needs to step up to the plate, use
2 their fiduciary responsibility, rein in the CEO -- if she
3 stays -- and start to tighten things up like the Audit
4 Committee and the contracting procedures and the CAL-Card.

5 Today is the day to make change and the
6 responsibility is on you. You can take the responsibility
7 and make the change. And if you don't make the changes,
8 it's then on you, as a Board member, to deal with whatever
9 comes down the pike because this is reprehensible, what
10 happened, and unacceptable, and we just can't go through
11 this anymore.

12 This is public money that CEO Kramer put at
13 risk -- public facilities. And if the Board wants to be
14 really responsible, they'd call up the District Attorney
15 and ask the District Attorney to open an investigation to
16 determine if CEO Kramer committed a felony with this
17 possibly illegal -- well, CalHR has decided that it has
18 determined it's an illegal contract with this potential
19 gift of public funds.

20 So if you really want to be responsibly, you're
21 going to contact the DA and ask the DA to come in and
22 assist in this investigation.

23 We need to end this and end this today. Thank
24 you.

25 CHAIR RUIZ: Thank you. I will now call on the next

1 two speakers which is Adam Carleton, followed by
2 Carolyn Beaver.

3 MR. CARLETON: Thank you.

4 My name is Adam Carleton and I'm your Vice
5 President of Finance just on the wrong side of the table
6 and I heard a lot of things today.

7 I was at that audit. I conducted the audit. The
8 issues about it, I wasn't here at that time. I came in
9 and I had to conduct that audit.

10 I know that this is a special place. I went to
11 Costa Mesa High School. I went to OCC. I went to Cal
12 State Long Beach. I know that the OC Fair is a special
13 place. I care deeply about it.

14 And over the years, I've worked nearly every desk
15 in a business office: Accounts receivable, payables,
16 inventory control, purchasing, I've been a staff
17 accountant, accounting manager, a controller.

18 I've worked inside sales and outside sales,
19 operations, and I've worked through construction projects.
20 And after about five years after my Bachelor's degree, I
21 went back to Cal State Long Beach and I got my MBA. I
22 have over 20 years of increasing responsibilities and
23 achievements. I've worked in IT, HR, audit -- not just
24 accounting and finance.

25 So I have some suspicions coming in; I was the

1 fourth Vice President of Finance. In the calendar year
2 before I came here, there was one common denominator:
3 It's the CEO.

4 So I did have my suspicions, and I've worked hard
5 to try to get control of the place. But I tell you, about
6 after all the people that left, the person at the center
7 of this audit was the accounting supervisor. The place
8 was literally a dumpster fire.

9 I had to go through and try to make up with the
10 staff, get the morale up, get control, and, kind of, put
11 in key controls and work on things, but we're
12 short-staffed.

13 The accounting supervisor was never replaced.
14 They're a person short. A contracting supervisor -- there
15 was a finance position that was never filled for four
16 years, and these were things that come up for years and
17 years, and so I tried to work brutally and work with the
18 system and make things happen.

19 But once this audit started, everything changed.
20 I went from getting a glowing review to, "I can't do
21 anything right." Like I say, there's a common denominator
22 here, and so when someone comes to me and then writes --
23 puts me on ATO, what it does, it quashes my ability to
24 actually go to the books and records and talk and address
25 these things.

1 I can tell you, some of the things I've heard
2 today are absolutely right. I think all your suspicions
3 are absolutely right, and this audit is just the tip of
4 the iceberg.

5 Director La Belle talked about a
6 Pacific Amphitheater show where a year-and-a-half later
7 we're not giving a check to someone, but we're crediting
8 our account -- mixing up the AR and the AP for \$97,000.
9 It was an absolute misrepresentation.

10 So I haven't seen the 2017 audit. I've seen the
11 2015 that said the CEO released checks greater than 15,000
12 without a second signature. I took care of that. I
13 couldn't take care of this and I find out that for nine
14 months nothing happened.

15 And then the timeline of events, it was wrong.
16 When you look at that April 11th entry --

17 CHAIR RUIZ: Thank you.

18 And now I will call on Carolyn Beaver.

19 MS. BEAVER: Thank you. I'm Carolyn Beaver.

20 And as many of you may know, I'm an equestrian at
21 the Equestrian Center. But importantly, for today's
22 discussion, I'd like also like to let you know that I am a
23 CPA.

24 My license is currently inactive, but I've been a
25 CPA for 39 years. I was a partner in a large public

1 accounting firm for 15 years. I've been a CFO for a
2 public company and I currently serve on two public Boards
3 and Boards of two non-profit organizations. So, that's my
4 background.

5 When an organization receives a report of
6 reportable conditions from their auditor, one would expect
7 that that would be communicated to specifically those who
8 have responsibility for financial oversight.

9 For this organization, that was delegated to the
10 Finance Monitoring Committee -- Financial Monitoring
11 Committee. And so Director Pham should have received
12 notice of this report as soon as it was issued back in May
13 of last year. But I believe that he did not receive
14 notice until probably December of this last year and
15 that's way too long.

16 And aside from that, from the timing of the audit
17 field work to when that report was issued was months and
18 months. And so one also, as a Board, you need to ask why?
19 Why did that happen? Why did that take so long?

20 Because we're talking now about the 2016 audit
21 findings. And so what's going on in the organization
22 that's made it take so long? And then once it was issued,
23 why did you not get it for so long? Because you can't do
24 your duties when you don't have that information, and so
25 transparency is very important.

1 I would also -- given the last speaker's
2 comments -- going through four CFOs in a relatively short
3 period of time, one also, as a Board, needs to wonder what
4 causes that. And so that, I think, you know, should give
5 you reason to ask questions because that's just very
6 unusual in my experience.

7 Thank you.

8 CHAIR RUIZ: Thank you. Now, I will bring it back to
9 the Board for some comments or direction from staff.

10 DIRECTOR MEYER: Robert, can I ask for an update
11 regarding the 2017 audit from the CEO.

12 CHAIR RUIZ: Yeah. You know what, that audit was
13 received yesterday.

14 Unfortunately, some of the dates of field work --
15 these dates were incorrect so we have to correct that, but
16 it has been received; it was received.

17 MS. KRAMER: They said they would -- they were trying
18 to get it back to us by the end of this week.

19 CHAIR RUIZ: That's correct. Any questions or
20 comments?

21 DIRECTOR RUBALCAVA-GARCIA: I just wanted to mention
22 the fact that that's why this is so important that the
23 Governance Committee is the main priority for the Board to
24 focus on.

25 Because all of these issues that we're talking

1 about could be resolved or easily navigated if it's
2 clarified in our governance. And that's also direction
3 for staff, I think, if we're able to put all that detail
4 in writing.

5 CHAIR RUIZ: Okay. Good.

6 And you know what, I'd like to make a motion on
7 this here. And I'd like to make a motion that the Board
8 send a letter to CDFA and the Auditor's Office
9 acknowledging that the Board has reviewed the audit and
10 that it will update the Board of Directors Governance
11 Policy to direct staff not to enter into separation
12 agreements without approval from the Board of Directors
13 and CalHR.

14 In addition to confirming the staff contracting
15 CalPERS in both the employees and District, CalPERS
16 contributions were adjusted to reduce participation from
17 employee under the separation agreements as recommended
18 per the audit.

19 DIRECTOR BAGNERIS: Second. Second that motion.

20 DIRECTOR AITKEN: I'm not against sending a letter to
21 CDFA.

22 But if we're sending a letter to CDFA potentially
23 closing a case or summarizing Board opinion, I would like
24 to review that so that -- I mean, I know you just read it
25 to me, but I would like to have time to at least review

1 that and digest it before I can vote on it.

2 CHAIR RUIZ: Sure. So -- okay.

3 DIRECTOR AITKEN: I think -- and I really echo what --
4 what Director Rubalcava-Garcia said because I think a lot
5 of these issues are issues of not having updated policies.

6 And I think a lot of times we have gotten away
7 from informing all of the Board members to the exclusion
8 of one or two. And I know that the -- the position of
9 Chair is always to be responsive when things are quickly
10 needed and decisions have to be made.

11 But it wasn't the intent in -- at least in all
12 the years I've been on the Board -- it was never to put
13 full decision-making and policymaking into the hands of
14 one Board member.

15 And so, for instance, I'm really excited about
16 the formation of an Audit Committee, but I would like,
17 too -- even though I'm not a member of the Audit
18 Committee -- be informed that we received an audit.

19 I mean, it's really simple things like that that
20 have gone on for a long time and we have put way too much
21 power in the position -- in one or two positions on this
22 Board to the exclusion of all the other decision-makers,
23 and so that's something that I intend to be very vocal
24 about going forward.

25 Because it is a pattern that has become a

1 practice, and we need to really turn that ship around and
2 make sure that whether Vice Chair Cervantes is on the
3 Audit Committee or not, she is aware of what's going on
4 with this Board, and whether I'm on the Financial
5 Monitoring Committee or not, I'm aware of when there's
6 budget meetings going on.

7 Little things like that, I think we need to do
8 just a better job as a fair family letting each other know
9 what's going on so that we don't have a letter being
10 drafted to an auditor that only one Board member is aware
11 of is going out. I mean, that just is mind-blowing to me.

12 And I think that's something that you can't fault
13 because there's really no policy in place that we can
14 point to that says shouldn't have happened. It's just a
15 culture and we really need to have a culture change as we
16 go through with this -- with this Board manual. But
17 that's on us.

18 DIRECTOR MEYER: Can I make some comments?

19 CHAIR RUIZ: Yes. Go ahead.

20 DIRECTOR MEYER: I agree with what you're saying,
21 Ashleigh.

22 I really think that this is really the core
23 function of what the Audit Committee can be doing. And
24 that's that the Audit Committee will be in interacting
25 directly with the Audit Office in terms of not just

1 receiving the final audit report but over the course of
2 the audit being updated, on the status of it, the plan for
3 the audit, and then us coming back to the Board and making
4 a report of our -- with what we've learned during the
5 course of the audit -- back to the Board in realtime.

6 And so I think that's critical. I think that
7 audit is one of the most fundamental responsibilities the
8 Board has in an organization, and I completely agree that
9 each and everyone of us has a fiduciary -- of this
10 organization -- has to be informed of that kind of
11 information.

12 That goes to our duty, so, I think -- and
13 Director Rubalcava-Garcia can comment if she thinks the
14 same -- but I think the Audit Committee can be a really
15 good facilitator for the kind of information you're
16 looking for.

17 CHAIR RUIZ: Director Bagneris?

18 DIRECTOR BAGNERIS: I agree with what was just said.

19 I'm curious. We have three former chairs. When
20 you got the audits, how did you handle it? Were they
21 brought to the Board?

22 DIRECTOR AITKEN: We presented them at Board meetings.

23 DIRECTOR BAGNERIS: You presented the whole audit at
24 the Board meetings?

25 DIRECTOR AITKEN: We had an informational item on

1 the -- on the audits at Board meetings.

2 DIRECTOR BAGNERIS: Okay. Each -- each of you did
3 that?

4 DIRECTOR LA BELLE: Ditto. Yes. Yeah.

5 And I specifically remember, too, because the
6 dialogue went something like this: "Well, how did we do
7 on the audit on a scale of 1 to 10? Well, you're an
8 eight-and-a-half. Good. That gives us something to work
9 on." So I remember that conversation specifically.

10 And there was a formal presentation by the
11 auditor and it was -- whether it was received and filed or
12 acted on -- I don't specifically recall, but it came
13 before the full Board for the full Board to consider.

14 DIRECTOR BAGNERIS: Okay. So my second comment is --

15 CHAIR RUIZ: Go ahead, Director Bagneris.

16 DIRECTOR BAGNERIS: Oh. Since this is still
17 discussion on the motion that's on the floor, and I was
18 going to say you might want to reread it because it's a
19 long motion so that everybody can absorb this so that we
20 could act on it.

21 CHAIR RUIZ: Sure. I mean, if you'd like to make an
22 amendment to that motion, Director Aitken, that's fine.

23 DIRECTOR AITKEN: I'm trying to think the best way to
24 do this.

25 I mean, I would like to, you know, almost table

1 the motion so that we can have time to review the language
2 that we're sending out on behalf of the Board.

3 I just don't feel comfortable voting on something
4 that I haven't really had time to think about if you're
5 summarizing my thoughts and feelings.

6 DIRECTOR MEYER: Can -- can I make a suggestion?

7 CHAIR RUIZ: Go ahead.

8 DIRECTOR MEYER: Can we, at a minimum, adopt the
9 suggestion that Doug made about "this should be a policy
10 enacted right now." That the Board -- the use of
11 severance agreements without prior approval of the Board
12 and CalHR.

13 That, I think, just needs to be adopted.
14 That's -- regardless of the letter, that just needs to be
15 adopted.

16 DIRECTOR AITKEN: And I would be comfortable even
17 giving us time to think about having the Audit Committee
18 send it out between now and the next Board meeting once
19 we've all had time to weigh in and to weigh in and just
20 provide input and then let the Audit Committee take it or
21 leave our input.

22 DIRECTOR BAGNERIS: Which -- which should happen
23 anyway, I would think, now that the Audit Committee is
24 going to get that.

25 But I agree that we should do something right now

1 for the policy to say that we're not going to do these
2 severance agreements.

3 CHAIR RUIZ: Correct. So then I would redo my motion
4 to say exactly just that.

5 To direct staff not to enter into separation
6 agreements without Board approval from the Board in CalHR.

7 DIRECTOR BAGNERIS: And I still second that motion.

8 CHAIR RUIZ: And then what you said: Review the
9 letter and table it for another time. Okay. There's a
10 motion and a second.

11 DIRECTOR PHAM: Second.

12 DIRECTOR LA BELLE: I'd like to speak to the motion.

13 And I support the motion and will vote for it. I
14 don't think we should wait too long to have the Audit
15 Committee develop that letter and communicate it.

16 And I think what Director Aitken is saying that
17 she'd like to look at the content of that letter before it
18 goes out. I think I would as well. And then maybe we act
19 upon it at the next meeting.

20 Is that, kind of, where you're heading, Ashleigh?

21 DIRECTOR AITKEN: I would just like to have even 24
22 hours to look at the typed -- to look at the letter as it
23 is going to be sent out.

24 I probably will have no comments or revisions,
25 and I'm happy with the Audit Committee then taking it from

1 here so that we maybe can get a response by the next Board
2 meeting.

3 I'm not suggesting that we table the sending out
4 of the letter to the next Board meeting. I just -- even
5 24 hours -- 48 hours would be nice just to review.

6 DIRECTOR BAGNERIS: Sure.

7 DIRECTOR LA BELLE: Absolutely.

8 MR. CAPLAN: We're going to face significant
9 challenges under Bagley-Keene with that approach, though,
10 because if you have two members of a committee drafting a
11 letter, circulating to the Board, and then receiving
12 feedback from several Board members, that creates
13 problems.

14 And so what I would suggest is that the Audit
15 Committee be given the opportunity to draft the letter,
16 have the draft letter be made part of the Board packet,
17 and put on the agenda for approval by the Board at the
18 next Board meeting.

19 DIRECTOR MEYER: And maybe, Ashleigh, to address your
20 concern about the timing, why don't we -- I mean, I assume
21 that if the 2017 audit is ready, that we're going to make
22 contact with the Audit Office in short order to accept
23 receipt of that audit; right? And that we could maybe
24 indicate informally to them that they should expect to
25 receive from the Board -- from the -- whomever, formal

1 written knowledge of the audit for the 2016.

2 DIRECTOR AITKEN: I just think it would be thoughtful
3 for us -- because I wouldn't even like to request in this
4 letter for them to acknowledge that the procedures we have
5 taken since they sent us the last letter have in their
6 minds closed all of the concerns that they had from the
7 2016 Audit so that we can truly put it to bed.

8 I would like some type of written instrument from
9 them saying that we corrected everything that we should
10 have corrected.

11 DIRECTOR MEYER: I agree.

12 CHAIR RUIZ: Okay. Any more questions or comments?

13 (No response)

14 There's a motion and a second.

15 SECRETARY: Can we re-state the motion.

16 CHAIR RUIZ: Oh, yeah.

17 It was just to direct staff not to enter into
18 separation agreements without approval from the Board of
19 Directors and CalHR.

20 SECRETARY: And that was motion by Chair Ruiz and
21 second it by Director Bagneris. Okay.

22 CHAIR RUIZ: Any more comments? Questions or
23 comments? Kathy?

24 MS. KRAMER: No, I'll do it after.

25 CHAIR RUIZ: Okay. Roll call vote, please.

1 SECRETARY: Chair Ruiz?

2 CHAIR RUIZ: Yes.

3 SECRETARY: Vice Chair Cervantes?

4 VICE CHAIR CERVANTES: Yes.

5 SECRETARY: Director Bagneris?

6 DIRECTOR BAGNERIS: Yes.

7 SECRETARY: Director Mouet?

8 DIRECTOR MOUET: Yes.

9 SECRETARY: Director Aitken?

10 DIRECTOR AITKEN: Yes.

11 SECRETARY: Director La Belle?

12 DIRECTOR LA BELLE: Yes.

13 SECRETARY: Director Pham?

14 DIRECTOR PHAM: Yes.

15 SECRETARY: Director Rubalcava-Garcia?

16 DIRECTOR RUBALCAVA-GARCIA: Yes.

17 SECRETARY: And Director Meyer?

18 DIRECTOR MEYER: Yes.

19 CHAIR RUIZ: Thank you.

20 Did you want to make a comment?

21 MS. KRAMER: I do. Thank you, Chair Ruiz.

22 In a spirit conversation, I want to share, no one
23 takes this more serious than I do. I went back to our
24 minutes and the last time that an audit was agendized was
25 2014. I didn't come on Board until 2015. While that's

1 notice an use, you know, I -- I -- I think staff -- I know
2 personally I -- I welcome some of these policy changes.

3 Because really -- I really want to do the right
4 thing. You know, I was having communications with Board
5 leadership. When that audit comes, it's addressed to the
6 CEO and the Board leadership. The Board leadership is
7 then invited to an exit meeting. And so that on me, I
8 guess, I didn't think about nor was any -- any of this
9 conversation in the last four years, this -- even brought
10 here.

11 So, again, I just want to let you know how much I
12 am on board with giving us direction. Because really, I
13 do like to follow direction contrary to some of the
14 comments that typically get made, but I'm excited to do
15 the work with this Governance Committee and make sure that
16 we're moving forward and not putting first -- I have a
17 personal reputation as well in this industry. The last
18 thing I want my colleagues is being my reputation as well,
19 more importantly to this organization and our staff and
20 this Board.

21 So I just want to share that comment.

22 DIRECTOR BAGNERIS: Mr. Chair, even more reason why we
23 need these policies updated.

24 Because what we do, we take last person standing
25 becomes the Chair and the Vice Chair becomes the Chair,

1 and we are trained in a year's time by the previous Chair.
2 If the previous Chair didn't do it, you tend not to do it.

3 So it's -- it, kind of, we need something in
4 place where it says, "This is what you will do. As Chair,
5 here's the policy." And that audit needs to come out.
6 All that's going to be corrected when we do this. That's
7 why it's so important we get this governance in place and
8 get it taken care of.

9 CHAIR RUIZ: Great. Thank you. Go ahead.

10 DIRECTOR AITKEN: Yeah. And I just want to echo.
11 Because I know I've said at previous Board meetings and
12 I've said privately to our CEO that those of us that have
13 been on the Board for a while in 2016, we didn't pick it
14 up and in 2017.

15 So there's enough blame to go around and that's
16 why, you know, it's not directed at any one person. It's
17 directed at lack of policies.

18 DIRECTOR BAGNERIS: I agree.

19 DIRECTOR AITKEN: Because I did not ask for it to be
20 agendized in 2017 and that, you know, it is what it is.

21 DIRECTOR BAGNERIS: It is what it is.

22 CHAIR RUIZ: Director Pham?

23 DIRECTOR PHAM: Yeah. I just -- wanted to get
24 clarification on the timeline. So there was -- you said
25 the 2017 Audit was received yesterday, but there's

1 something that might have -- on a go-forward basis, does
2 the Audit Committee receive that and then bet it, and then
3 it goes to the Board, or does the Board --

4 CHAIR RUIZ: You know what, I think that -- I guess we
5 can bring it back to the Board.

6 DIRECTOR MEYER: Typically, I mean, others can speak
7 to their experience on audit committees.

8 When I served on audit committees, typically what
9 happens is you have the audit committee interfacing the
10 audit office and with management on the receipt of the
11 audit findings in draft form, works through them, and then
12 brings the final audit report to the Board.

13 It's absolutely reported out. The management
14 letter is reported out. There's absolutely going to be a
15 complete communication and an opportunity for discussion
16 in an action capacity at the Board level to be able to
17 adopt recommendations that might be made.

18 I think that's typically how committees function
19 and that would be my recommendation.

20 DIRECTOR RUBALCAVA-GARCIA: I agree with that.

21 CHAIR RUIZ: Okay. Great.

22 DIRECTOR PHAM: I mean, yeah. I mean, in hindsight,
23 just the implications are serious. I'm not an attorney,
24 so I don't know the legal aspects of everything.

25 But with regards to just looking at this, with

1 regards to the findings, for me, looks relatively simply,
2 you know. You report to the auditor that you've done so
3 and that satisfies their finding because that's what
4 really they care about is gap compliance, you know,
5 internal control and things like that. So --

6 MS. KRAMER: If I may, on -- that was an earlier --
7 because part of the -- there's a couple factors here that
8 are playing the length of this -- I do believe are
9 really -- and I'm not speaking on behalf of the
10 auditors -- but even they have -- I was told by the
11 auditors, of their 11 field auditors, they have five
12 vacancies. So they're -- they're extremely stretched from
13 the time in doing that.

14 If you notice the page of referencing,
15 Director Pham, it's page 3. That was their first finding.
16 And then we talk about this lapse from April to January.
17 At that point, they had taking these findings back, and
18 that's when they wasn't working with CalHR -- the CalHR
19 attorney. That's when they were working with CalPERS and
20 trying to figure out what to do with this situation and
21 have different agencies weigh in on it.

22 Subsequently, we -- as you see from this time in
23 January -- I received a call from them advising. I knew
24 that they were doing that work. They had some additional
25 questions. Bianca and I jumped on the phone -- our

1 Director of HR -- provided that, and then you see the
2 subsequent consequence.

3 If you go to that audit report to page 10, there
4 was the final findings. I do believe they say, "Well,
5 it's really unlikely that we'll be able to collect."
6 Really what they were looking for is exactly what we're
7 talking about. We would not engage in separation
8 agreements on their particular -- that it doesn't, you
9 know, needs to have CalHR.

10 It also -- it also wanted us to -- that what
11 their final findings were is that because while this
12 employee was on the separation agreement, there was
13 contributions being made to the CalPERS for eight months.

14 They wanted us to reverse those. We contacted
15 the employee. That was done. We reversed ours from an
16 employee -- the employee. The that was all reversed. All
17 that communication after it was received, I was just
18 following the -- and that was all done in the fall to
19 continue to have that conversation.

20 So I believe that's in my conversations with the
21 auditors is what they're looking for. That compliance
22 with the PERS. That was the big thing because they
23 realized we were in this space that we would probably cost
24 significantly more to Director La Belle's to even try to,
25 you know, go after this employee and doing that.

1 So that's really was -- as I'm reading this, on
2 the last page -- there was actually two findings. An
3 initial one and then where we are today when that last
4 finding came in October.

5 Okay. Thank you.

6 CHAIR RUIZ: Okay.

7 DIRECTOR MEYER: So to the question, you know, I mean,
8 so should that be recorded as an AR and then written off
9 as a bad debt?

10 MS. KRAMER: I don't believe that's what they said in
11 their last findings. Because there was -- while they
12 said, you know, they -- they said, "It was highly," you
13 know, "it probably was transaction." They're not
14 recommending that anymore because they didn't think that
15 there was really any merit for us to go and collect that
16 from that employee -- that services had already, you know,
17 been.

18 So -- I know, Josh, if you want to comment on
19 that or you're good?

20 (No response)

21 Okay.

22 DIRECTOR PHAM: And then to -- to elaborate, for me
23 on -- or for everyone, I guess -- for me just to
24 understand what's, you know, I think March of 2019 why
25 we're receiving a 2017 Audit now, it's not something that

1 I'm relatively used to.

2 Because theoretically, it's performed March of
3 the next following year. Then I can receive an audit any
4 time, you know. So maybe elaborate on, you know --

5 MS. KRAMER: I don't want to speak on behalf of the
6 auditors.

7 I think this -- if you may, I'd like to divert
8 this to the governance -- or the Audit Committee. Because
9 from what I'm hearing, they're -- like I said, they're
10 short staffed. It never takes this long, so it might be
11 really good for us all to get educated on what their
12 normal process was looking like and then what we can
13 expect with some of the challenges.

14 Because this is extremely long for them to now
15 come back and be having '17 again or having later.

16 I'm not speaking for them, just anecdotally what
17 was shared with me on that, so I would maybe the committee
18 to ask that question so we understand what in normal
19 condition what would be the normal process and their
20 timelines.

21 DIRECTOR MEYER: That -- that's -- I think that it
22 will allow us to have a dialogue at the Audit Office and
23 we'll bring back -- just so that this shouldn't be
24 something that Kathy needs to be reported, so we'll get
25 the information.

1 CHAIR RUIZ: Okay. Thank you.

2 DIRECTOR LA BELLE: Just one final comment.

3 CHAIR RUIZ: Yes. Go ahead, Director La Belle.

4 DIRECTOR LA BELLE: Not to keep beating the horse
5 here, but I think what's critical is when the audit is
6 done -- whether it's in the first four months of the year,
7 whatever -- when they come in with their initial findings,
8 the Financial Monitoring Committee needs to be included in
9 that review.

10 As Director Aitken said very clearly, what's
11 important is all nine of us need to be appraised at the
12 appropriate times relative to any of the documents.

13 In terms of the final findings, I think we to be
14 responding to them in terms of the letter: "Here is what
15 are doing as a Board, da-da, da-da, da-da." And I think
16 the letter needs to be focused in that area.

17 CHAIR RUIZ: Okay. Great. That's going to wrap that
18 item.

19 We're now going to move on to the next one which
20 would be Closed Session. And I believe I do have one
21 speaker under Closed Session, and that speaker can step to
22 the mic, Reggie Mundekis.

23 MS. MUNDEKIS: Hi. I'm Reggie Mundekis, and I'm
24 dressing the Closed Session item regarding the Review of
25 CEO Kathy Kramer.

1 You know, have you ever found yourself as Board
2 members surprised to find out something that's going on
3 around here?

4 I remember Director Pham's first meeting. It was
5 the day the Board found out that you were hosting the
6 Donald Trump rally that same day. It's just it's kind of
7 weird you found out about it the same time people started
8 lining up in the parking lot, and I remember poor Nick
9 Buffo was starting to panic because some of these people
10 weren't very -- shall we say, "easy to work with" -- who
11 were lining up in the parking lot.

12 And for some reason, if it escapes anybody,
13 Mr. Trump was allowed to hand out as many tickets as he
14 wanted for the Pac Amp which seats around 8,200 people.
15 So needless to say, it ended in a riot and CEO Kramer was
16 very effective at sticking the taxpayers of Orange County
17 for the \$250,000 of police expenses it cost to contain the
18 riot.

19 And if you don't believe me, I have the receipts
20 at home. So that was the start of a long series of
21 surprises from CEO Kramer.

22 You know what, and I was going through the credit
23 cards -- eight months of credit cards takes up a couple
24 banker boxes, like, several thousand pages. I have no
25 idea how anybody gets anything done between all the

1 shopping.

2 Okay. And I found two things that I'm not -- I'm
3 kind of curious to find found out and if anybody else
4 knows about them; last year, apparently, there was an
5 incident with one of the work trucks. It cost over \$7,000
6 to repair it, and I've been hearing that around.

7 And then does anybody know that there was a
8 water -- an eight-inch water main at the Pac Amp that
9 broke and had to be welded? They didn't actually dig it
10 up and replace and fix it proper. They just, kind of,
11 welded it on July 10th of last year. I'm just going to
12 start passing those around.

13 So today, you have great opportunity in front of
14 you. It's an uncomfortable one. It's something nobody
15 ever wants to do, and it's to make change.

16 No you -- your heart's in the right place as a
17 Board. You have a fiduciary responsibility to the people
18 of California and to the people of Orange County who own
19 this property.

20 And the -- and the fiscally smart thing to do is
21 to end the surprises and, you know, and let -- the
22 economy's great. CEO Kramer is a smart lady. She can
23 find another job where she'll be happier, and then we can
24 start to really institute the reforms that we needed.

25 It's in the best interest of the finances of this

1 place, and in the -- and in the public interest of the
2 people of California that you take this action. And I'm
3 going to hand these to the clerk.

4 CHAIR RUIZ: Thank you. Okay.

5 And now Closed Session. Thank you.

6 (Closed Session)

7 CHAIR RUIZ: Okay. I'd like to call this meeting back
8 to order.

9 And we had our Closed Session meeting, and at
10 this time, there's no matter of action to report. So I
11 don't believe there's any Board of Directors matters of
12 information.

13 DIRECTOR LA BELLE: I had something I wanted --

14 CHAIR RUIZ: You know what, let's -- let's --

15 (Public laughs)

16 Go ahead.

17 DIRECTOR LA BELLE: No. I was --

18 CHAIR RUIZ: All right. Okay.

19 At this time, I'd like to entertain a motion to
20 adjourn.

21 DIRECTOR BAGNERIS: I move. So moved.

22 DIRECTOR AITKEN: Second.

23 CHAIR RUIZ: Motion and second to adjourn. Second.
24 The meeting has ended. Thank you.

25 (Meeting adjourned at 1:57 p.m.)

REPORTER'S CERTIFICATION

I, the undersigned, a Hearing Reporter of the State of California, do hereby certify:

That the foregoing proceedings were taken before me at the time and place herein set forth; that any witnesses in the foregoing proceedings, prior to testifying, were duly sworn; that a record of the proceedings was made by me using machine shorthand, which was thereafter transcribed under my direction; that the foregoing transcript is a true record of the testimony given.

Further, that if the foregoing pertains to the original transcript of a public meeting, before completion of the proceedings, review of the transcript [] was [] was not requested.

I further certify I am neither financially interested in the action nor a relative or employee of any attorney or party to this action.

IN WITNESS WHEREOF, I have this date subscribed my name: April 10, 2019.



LUIS R. HERNANDEZ

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[bird - bus]

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[serious - spadoni]

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[street - talk]

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