



The mission of OCFEC is...

**CELEBRATION OF ORANGE COUNTY'S
COMMUNITIES, INTERESTS, AGRICULTURE AND HERITAGE**
(with results justifying resources expended)

NOTICE OF MEETING

32ND District Agricultural Association
OCFEC Board of Directors
Thursday, October 24, 2019
9:00 a.m.

Administration Building
OC Fair & Event Center
88 Fair Drive
Costa Mesa, California

Board of Directors

Robert Ruiz, Board Chair
Sandra Cervantes, Vice Chair
Barbara Bagneris, Member
Ashleigh Aitken, Member
Doug La Belle, Member
Newton Pham, Member
Natalie Rubalcava-Garcia, Member
Andreas Meyer, Member

Secretary-Treasurer

Kathy Kramer CVE, CFEE, CMP
Chief Executive Officer, OCFEC

32nd DAA Counsel

Josh Caplan
Office of the California Attorney General

Please take notice that this public meeting of the 32nd District Agricultural Association, a California state institution, is being recorded using video recording equipment. Please also take notice that the 32nd District Agricultural Association will release video recordings of its public meetings where required under California law.

Those persons wishing to attend the meeting and who may require special accommodations pursuant to the provisions of the Americans with Disabilities Act are requested to contact the office of the 32nd District Agricultural Association (714) 708-1500, at least five working days prior to the meeting to insure the proper arrangements can be made.

At the discretion of the Board of Directors, all items appearing on this Agenda, whether or not expressly listed for action, may be deliberated and may be subject to action by the Board of Directors. The Board may convene to closed session pursuant to Government Code section 11126, subdivisions (a) and (e) to consider personnel evaluation and/or possible litigation. Items may not necessarily be taken up in the order shown on this Agenda. This agenda, and all notices required by the Bagley-Keene Open Meeting Act are available on the Internet at:
www.ocfair.com

AGENDA

1. CALL TO ORDER

All matters noticed on this agenda, in any category, may be considered for action as listed. Any item not so noticed may not be considered. Items listed on this Agenda may be considered in any order, at the discretion of the chairperson.

2. THE MISSION OF OCFEC IS...

Celebration of Orange County's Communities, Interests, Agriculture and Heritage (with results justifying resources expended).

3. PLEDGE OF ALLEGIANCE

4. ROLL CALL (Policy 4.5.2.B)

5. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

6. MATTERS OF PUBLIC COMMENT

Public comment is allowed on issues NOT on the current Agenda. However, no debate by the Board shall be permitted on such public comments, and no action will be taken on such public comment items at this time, as law requires formal public notice prior to any action on a docket item. Speakers are requested to sign in prior to the start of the meeting and are limited to three minutes.

Comments will be accepted on Agenda items during the meeting. Speakers wishing to address the Board on items on the agenda are requested to sign in prior to the start of the meeting and identify the agenda item(s) on which you desire to address the Board. Speakers are limited to three minutes.

7. MINUTES:

A. Board meeting held September 26, 2019

Action Item

8. CONSENT CALENDAR: (Policy 4.3.4)

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

A. Standard Agreements: SA-255-19YR; SA-257-19GE; SA-258-19GE; SA-260-19GE; SA-261-19YR; SA-262-19GE

B. Amendments: SA-270-15SP (Amend. #3); SA-046-16YR (Amend. #3); SA-128-16FT (Amend. #4); SA-224-16FTYR (Amend. #4); SA-224-16FTYR (Amend. #5); SA-044-17FT (Amend. #2); SA-078-17FT (Amend. #2); SA-079-17FT (Amend. #3); SA-080-17FT (Amend. #2); SA-080-17FT (Amend. #3);

SA-046-18PL (Amend. #2); SA-064-18PS (Amend. #1); SA-066-18HL (Amend. #1); SA-163-18YR (Amend. #1); SA-230-19FT (Amend. #1)

C. Rental Agreements: R-151-19; R-155-19; R-153-19; R-156-19; R-157-19; R-158-19; R-159-19; R-016-20; R-017-20; R-018-20; R-019-20; R-026-20; R-032-20; R-034-20; RR-003-19; OCC-1909; OCC-1910

D. Active Joint Powers Authority Agreements (New): None.

E. Interagency Agreements: SA-259-19YR

F. Correspondence:

Communications to the Board from the public in response to Board discussion or to comments made before the Board are to be listed on the meeting agenda and included in the Board materials as an item of public disclosure.

i. None.

G. CDFA Correspondence:

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

i. F2019-11: Donated Livestock Pens

-End of Consent Calendar-

9. GOVERNANCE PROCESS

A. Committee / Ad Hoc Committee / Liaison Report

Information Item

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

- i. Heroes Hall Veterans Foundation Board (Director La Belle, Chair; Vice Chair Cervantes)
- ii. Centennial Farm Foundation (Vice Chair Cervantes, Committee Chair)
- iii. Financial Monitoring Committee (Director Pham, Committee Chair)
- iv. Legislative Monitoring Committee (Director Aitken; Committee Chair; Chair Ruiz)
- v. Tenant Liaison Committee (Director Pham, Committee Chair; Vice Chair Cervantes)
- vi. Board of Directors Governing Policy Manual Review Ad Hoc Committee (Director Meyer, Committee Chair; Director Bagneris)
- vii. Safety & Security Committee (Chair Ruiz, Committee Chair; Vice Chair Cervantes)
- viii. Master Site Plan Ad Hoc Committee (Director Aitken, Committee Chair; Director Rubalcava-Garcia)
- ix. Buildings and Maintenance Committee (Director Aitken, Committee Chair; Director Rubalcava-Garcia)

- x. Audit Ad Hoc Committee (Director Rubalcava-Garcia, Committee Chair; Meyer Director)
- xi. Branding Project Ad Hoc Committee (Director Meyer; Director Aitken)
- xii. Storage, Parking and Traffic Ad Hoc Committee (Director La Belle; Director Bagneris)

B. Consideration of and Vote on Rescheduling the January 2020 Board of Directors Meeting to January 16, 2020 and the 2020 Out of State Travel Budget to Allow Staff to Participate in the Annual Western Fairs Association Convention in Reno, Nevada on January 19-22, 2020

Action Item

C. Consideration of and Vote on the 2020 B & L Productions, Inc. / dba Crossroads of the West Gun Show Rental Agreements

Action Item

D. Wayfinding Signage Project Status Update

Information Item

E. Consideration of and Vote on OC Fair Board of Directors' Letter in Response to the California Department of Food and Agriculture Independent Auditor's Report and Financial Statements for the Year Ended December 31, 2017

Action Item

F. Consideration of and Vote on Board Policy Regarding Public Comment During 32nd DAA Board Meetings, Including Whether a Member of the Public Can Cede Speaking Time to Another Member of the Public

Action Item

G. Consideration of and Vote to Adopt California Department of Food and Agriculture Form F-31 Fairtime and Interim Event Rental Agreement Template for 2-3 Day Events

Action Item

H. Consideration of and Vote on the Appointment of the Board Chair to serve on behalf of the 32nd District Agricultural Association as an Elector for the California Fair Services Authority (CFSA) Board of Directors Elections

Action Item

I. The 32nd District Agricultural Association Board of Directors Delegates Authority to Execute All Forms of Agreements, Contracts, and Purchase Orders Without Further Authorization From the Board Of Directors (Policy 2.3.5). All Such Agreements, Contracts and Purchase Orders are to be Submitted to the Board of Directors for Review at Subsequent Meetings. This Delegation is Subject to Board Review at Each Annual Meeting

Action Item

J. Consideration of and Vote on the Board of Directors Nominating Task Force Recommendation and Election of Board Officers

Action Item

10. CLOSED SESSION (Closed to the Public)

- A. Pending Litigation** – The Board will meet in closed session to consult with legal counsel regarding the following pending litigation. [Gov. Code section 11126(e).]
- i. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural Association. Based on existing facts and circumstances, the Board of Directors will decide whether to initiate litigation. (Govt. Code, § 11126, subd. (e).)
 - ii. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural Association. Based on existing facts and circumstances, there is significant exposure to litigation against the 32nd District Agricultural Association. (Govt. Code, § 11126, subd. (e).)
 - iii. Personnel: The Board will meet in closed session to consider the evaluation of performance of the General Manager / CEO. [Gov. Code section 11126, subd. (a).]

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

12. NEXT BOARD MEETING: NOVEMBER 21, 2019

13. ADJOURNMENT

Respectfully submitted,

A handwritten signature in black ink that reads "Kathy Kramer". The signature is written in a cursive, flowing style with a long horizontal stroke at the bottom.

Kathy Kramer CVE, CFEE, CMP
Secretary-Treasurer
Chief Executive Officer, OC FEC

Date of notice: 5:00 p.m. October 14, 2019